United Academics Conflict of Interest Policy

1. Disclosure of Financial Interests. All United Academics Executive Council members and all committee members exercising EC-delegated powers, including standing committee members, must disclose possible conflicts of interest to the committee on which the member serves. A potential conflict of interest is the existence of any financial interest in any entity or matter that is the subject of a transaction or arrangement of which a member knows (or has reason to know) that United Academics (or any organization legally related to it) has or is negotiating. In addition, all material facts related to that interest must be disclosed. Financial interests include any direct or indirect relationship, through business, investment, or family, such as actual or potential ownership or investment interests or compensation arrangements. Family is defined as including grandparents, parents, spouses, siblings, siblings-in-law, children and their spouses, and grandchildren and their spouses. A financial interest is not necessarily a conflict of interest. As explained below, an individual who has a financial interest may have a conflict of interest only if the Executive Council or relevant committee decides that a conflict of interest exists.

2. Determination of Conflicts of Interest. After the person has delivered all relevant information and has recused him- or herself from the discussion, the Executive Council or other committee exercising EC-delegated powers, including standing committees, must use its best judgment in determining whether or not the financial interest creates a conflict of interest that merits recusal of the interested member from consideration of and voting on the matter.

3. Resolution of Conflicts of Interest. If the Executive Council or other committee exercising EC-delegated powers, including standing committees, determines that a conflict of interest exists, it must ensure that the interested member(s) do not participate in discussion and voting with regard to the transaction. The remaining members of the Executive Council or other committee exercising EC-delegated powers, including standing committees, may approve the transaction or arrangement, or some alternative if it determines it to be: a) in the organization’s best interests and benefit; b) fair and reasonable to the organization; and c) the most advantageous transaction or arrangement the organization can make under the circumstances.

4. Violation of Conflict-of-Interest Policy. If an Executive Council member or member of a committee with EC-delegated powers, including standing committees, has reasonable cause to believe that a member has failed to disclose actual or possible conflicts of interest, s/he shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose. If, after hearing the response of the member and making such further investigation as may be warranted in the circumstances, the EC or committee determines that the member has in fact failed to disclose an actual or possible conflict of interest, it will take what steps it deems necessary to rectify the situation, which may include, but need not be limited to, cancellation of the transaction or arrangement generating the conflict.
5. Records of Proceedings. The minutes of the Council and of all committees with Council-delegated powers shall contain:

a. the names of any persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Council’s or committee’s decision as to whether a conflict of interest in fact existed; and

b. the names of any persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

6. Distribution of Conflict-of-Interest Policy. All Executive Council members and members of committees with EC-delegated powers, including standing committee members, shall receive a copy of this Financial Conflicts-of-Interest Policy.

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Explanation

In 2009, the IRS implemented a new Form 990, the publicly available financial disclosure form that United Academics files annually as a non-profit organization. This new 990 includes a separate governance section with a number of questions about the United Academics governance practices and policies, including the following:

1) Does the organization have a written conflict of interest policy?

2) Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?

3) Does the organization regularly and consistently monitor and enforce compliance with the policy?

Accordingly, Executive Council members will be provided annually with this form and questionnaire, and asked to disclose any matters that might give rise to conflicts under the policy. In addition, Executive Council members are under an ongoing obligation to disclose new interests that may give rise to conflicts.
Disclosure Form

Please describe below any relationships, positions, or circumstances in which you are involved that you believe could contribute to a Conflict of Interest arising, as defined in the United Academics Conflicts of Interest Policy above.

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Conflicts of Interest Policy of United Academics that is currently in effect.

Name: ________________________ Title: _____________________ (printed)

Signature: ________________________ Date: _____________________