

Conflict of Interest Policy Synod of the Mid-Atlantic

1. Purpose

The purpose of these standards is to provide safeguards to prevent members of the Synod of the Mid-Atlantic (hereafter called synod) from using their position for purposes that are, or give the appearance of being, motivated by a desire for private financial gain for themselves or others such as those with whom they have family, business or other ties.

Any questions relating to conflicts or potential conflicts of interest should be referred to the Synod Executive.

2. Financial Interest

No member of the synod may participate in the selection, award or administration of a contract in which his/her immediate family or partner has a financial interest or with whom he/she is negotiating or has any arrangement concerning prospective employment. For the purpose of this policy, immediate family is any person who is related by blood or marriage, or whose relationship with the member, is similar to that of persons who are related by blood or marriage.

The synod requires that all members complete a Conflict of Interest Disclosure Statement to identify all business and family relationships which might potentially create a conflict of interest.

If a member believes that he/she, a member of his/her immediate family or partner has a financial interest in a contract of the synod, he/she must immediately disclose this in writing to the Synod Executive.

No member may vote on any matter which may directly or indirectly result in financial gain to that member as an individual, or which may conflict with that member's obligations to another organization's board of directors or to his/her employer. Provided that the member has first disclosed a conflict or potential conflict, and abstains from voting in that regard, he/she may participate in discussions relating to that matter.

3. Gifts/Gratuities

The synod members may not solicit or accept gratuities, favors or anything of value from contractors or potential contractors of the synod except approved by the Synod Executive or his/her designee or for gifts of a value less than \$50 which could not be refused without discourtesy, no member or a family member of a member shall accept gifts, entertainment or other favors from any person or entity which: Does or seeks to do business with the synod or, Does or seeks to compete with the synod or, has received, is receiving, or is seeking to receive a contract or transaction with the synod.

Any member of the synod shall decline or return any gift and notify the Synod Executive of such gift.

4. Competition

It is the policy of the synod to conduct all procurement transactions in a manner to provide, to the maximum extent practical, open and free competition. The synod will be sensitive to, and seek to avoid organizational conflicts of interest or non-competitive practices among contractors. Consultants who want to bid for a contract from the synod are prohibited from drafting the contract's specifications, request for proposals and the like. Awards will be made to the bidder whose bid is responsive to the solicitation and most advantageous to the synod, price and other factors considered.

The synod always retains the right to reject all bids when it is in the synod's best interest to do so.

The synod retains the right to determine, with respect to any particular procurement, that sole-source procurement is justified.

5. Bribery

The synod will immediately remove any member found to have offered or accepted a bribe to secure funding from the synod.

6. Political Activities

No member may use the synod's name, facility or resources in connection with political activities.

Members may not solicit political support in any manner which might suggest that the synod supports any political party, candidate or issue, except as authorized by the Synod. No member shall, in any manner, solicit financial assistance or subscription for any political party, candidate, fund, publication or for any other political purpose from the synod employees during normal business hours.

7. Violations

Violations of any of the synod's Conflict of Interest Policy must be reported promptly to the Synod Executive. If the Synod Executive has violated the policy, notice must be given to the synod.

8. Nondiscrimination

The synod is an equal opportunity employer and does not discriminate on the basis of race, color, religion, national origin, age, disability or sex in making employment or rendering service.

9. Determining Whether a Conflict of Interest Exists

After disclosure of the financial or proprietary interest and all material facts relating thereto, and after any discussion thereof, the interested person shall leave the synod meeting while the financial interest is discussed and voted upon. The remaining members shall decide if a conflict exists.

The Synod Executive shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the synod shall determine whether the synod can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the members shall determine by a vote of the disinterested persons consistent with the synod's Bylaws whether the transaction is fair and reasonable to the synod and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

10. Violations of the Conflict of Interest Policy

If the synod has reasonable cause to believe that a member has failed to disclose actual or possible conflict of interest, it shall inform the person of the basis for such belief and afford the person an opportunity to explain the alleged failure to disclose.

If, after hearing the person's response and making such future investigation as may be warranted in the circumstances, the synod determines that the person has in fact failed to disclose an actual or possible conflict of interest, it shall, by the affirmative vote of the synod consistent with the synod's bylaws, take appropriate disciplinary and corrective action. The decision of the synod shall be final.

11. Records of Proceedings

Minutes of appropriate meetings shall reflect that such disclosure was made, that such member abstained from voting, and that such member was not counted for the purpose of determining a quorum. The minutes of the synod and all committees with synod-delegated powers shall contain:

- (a) The names of the persons who disclosed or otherwise were found to have a financial or proprietary interest in connection with an actual or possible conflict of interest, the nature of the financial or proprietary interest, any action taken to determine whether a conflict of interest was present, and the synod's or committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the 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.

12. Annual Statements: Each member of the synod and member of a committee with synod-delegated powers shall annually sign a statement kept on file at the synod office which affirms that such person:

- (a) Has received a copy of the conflict of interest policy.
- (b) Has read and understands the policy.
- (c) Has agreed to comply with the policy.
- (d) Has disclosed any known and potential conflicts of interest.
- (e) Understands that the synod is a tax-exempt organization and that, in order to maintain its federal tax exemption, it must engage in activities which are consistent with its tax-exempt purposes.

**Synod of the Mid-Atlantic
Conflict of Interest Disclosure Statement**

NAME OF MEMBER: (Please print)

CAPACITY:

- commissioner/trustee
- synod executive, synod stated clerk, treasurer
- moderator, moderator-in-nomination
- office manager, finance manager, archivist/special projects manager
- investment sub-committee member

Are you aware of any events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by synod (or a duly constituted committee thereof) in accordance with the terms and intent of the synod's conflict of interest policy?

YES **NO**

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

I hereby affirm that I have received a copy of the Conflict of Interest Policy for the Synod of the Mid-Atlantic and have completed the above Conflict of Interest Disclosure Statement.

I have read and understand the policy and agree with the stated policy and have disclosed any known or potential conflicts of interest.

I further understand that the Synod of the Mid-Atlantic is a tax exempt organization and that, in order to maintain its federal tax exemption it must engage in activities which are consistent with its tax-exempt purposes.

SIGNATURE

DATE