**Conflicts of Interest and Disclosure of Certain Interests**

This conflict of interest policy is designed to help board members and volunteers of the Council for Exceptional Children Division on Visual Impairment and Deafblindness (DVIDB) identify situations that present potential conflicts of interest and to provide DVIDB with a procedure which, if observed, will allow a transaction to be treated as valid and binding even though a board or volunteer has or may have a conflict of interest with respect to the transaction. The policy is intended to provide compliance with the policies and procedures prescribed in the bylaws, policy manual, and Federal or State Laws and Regulations. In the event there is an inconsistency between the requirements and procedures prescribed herein, the Federal or State Laws and Regulations shall control.

**Conflict of Interest Defined**

For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest:

1. **Outside Interests** The entering of a contract or transaction by DVIDB officers, volunteers, or members representing DVIDB interests and a non DVIDB person or entity solely for the purpose of personal or family material financial gain of DVIDB officers, volunteers, or members.

b) **Outside Activities** The entering of a direct or third party contract or transaction between and DVIDB officer, volunteer or member (including family members of said parties) and a non DVIDB person or entity for the sole purpose of competing with DVIDB services or activities and/or rendering of DVIDB services and activities.

c) **Gifts, Gratuities and Entertainment**: A DVIDB officer, volunteer or member (including family members of said parties) accepting gifts, entertainment or other favors from any individual or entity that does or seeks to do business with, or is a competitor of DVIDB; or has received, is receiving or is seeking to receive a loan or grant, or to secure other financial commitments from DVIDB where it might be inferred that such action was intended to influence or possibly would influence the DVIDB officer, volunteer, or member in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value, which are not related to any particular transaction, or activity of DVIDB.

**Definitions**

a) “Conflict of Interest” is any circumstance described in this Policy.

b) “Family Member” is a spouse, parent, child, brother, sister, or spouse of a parent, child, brother or sister.

c) “Material Financial Interest” in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect a Responsible Person or Family Member’s judgment with respect to transactions to which the entity is a party.

d) “Contract or Transaction” is any agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a loan or grant the establishment of any other type of pecuniary relationship. The making of a gift or contribution to DVIDB is not a Contract or Transaction.

**Procedures**

a) Prior to an action on a Contract or Transaction involving a Conflict of Interest, the person having a Conflict of Interest shall disclose all facts material to the Conflict of Interest in writing to the DVIDB Executive Board or have comments reflected in minutes of appropriate meetings.

b) A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which there is a Conflict of Interest shall disclose to the Executive Board or the committee members of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.

c) A person who has a Conflict of Interest shall not participate in or be permitted to hear the board or committee’s discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.

d) A person who has a Conflict of Interest with respect to a Contract or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person’s ineligibility to vote shall be reflected in the minutes of the meeting.

e) DVIDB volunteers, or members who are not members of the DVIDB Board who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of Board or committee action, shall disclose to the Executive Board any Conflict of Interest with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known. This person or entity shall refrain from any action that may affect DVIDB’s participation in such Contract or Transaction. In the event it is not entirely clear that a Conflict of Interest exists, the individual or entity with the potential conflict shall disclose the circumstances to the Executive Board, who shall determine whether there exists a Conflict of Interest that is subject to this policy.

**Confidentiality**

Each responsible person or entity shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of DVIDB. Furthermore, a responsible person or entity shall not disclose or use information relating to the business of DVIDB for the personal advantage of themselves or a family member.

**Review of Policy**

a) Each new Board member shall be required to review a copy of this policy and to acknowledge in writing that they have done so.

b) Each Board of Directors member shall complete a disclosure form identifying any relationships, positions or circumstances in which they are involved that they believe could contribute to a Conflict of Interest arising. Such relationships, positions or circumstances might include contractual service or goods provided to DVIDB, or ownership or employee of a business that might provide goods or services to DVIDB. Any such information regarding business interests of a Board Member shall be treated as confidential and shall generally be made available only to the Executive Board, except to the extent additional disclosure is necessary in connection with the implementation of this policy.

c) This policy shall be reviewed annually by each board member. Any changes to this policy shall be communicated immediately to the President and the board.

Acknowledgment: The source of this document language was provided by the Wisconsin Council for Administrators of Special Services: Board of Directors Handbook

**DVIDB Conflict of Interest Disclosure Form Verification Form**

Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Position: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Please Describe below any relationships, positions, or circumstances in which you are involved that you believe could contribute to a Conflict of Interest (as defined by DVIDB’s Policy on Conflicts of Interest).

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 Policy of Conflict of Interest of the Council for Exceptional Children Division on Visual Impairment and Deafblindness that is currently in effect.

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Signature Date