

# **Secular Student Alliance Conflict of Interest Policy**

## **Duty of Care, Loyalty, & Obedience**

All members of the Board of Directors of the Secular Student Alliance (SSA) shall exercise that same care that a reasonable person, with similar abilities, acumen, and sensibilities, would under similar circumstances at all times. A director, an officer, or an employee will undertake to understand all, or substantially, all of the consequences of their actions or the omissions of their actions.

No officer, director, or employee shall engage in, or condone, any conduct that is disloyal, disruptive, damaging, or competes with the SSA. No officer, director, or employee shall take any action, or establish any interest, that compromises his/her ability to represent the SSA's best interests.

No officer, director, or employee shall disobey a majority decision of the Board of Directors.

All members of the Board of Directors, all Officers of the SSA, and all employees of the organization are hereby bound to Fiduciary duty for and on behalf of the SSA, such that the interests of the SSA shall remain paramount to any and all of their personal interests whatsoever. All members of the Board of Directors, all officers of the SSA, and all employees shall exercise their Fiduciary Duty at all times, especially when making a decision on behalf of the SSA.

## **Conflict of Interest**

A conflict of interest exists when a matter to be acted upon by the Board of Directors confers a direct, substantial benefit to any Director of the Board, business, or agency from which such a Director derives an income or has authority in governance.

A member of the Board of Directors shall abstain from voting or attempting to influence the vote on any matter before the Board that places him or her in a conflict of interest. Said board member shall disclose the conflict or potential conflict as soon as he/she recognizes the conflict. If self-disclosure is not revealed, the Board Chair or any member of the Board of Directors can, prior to voting on a specific matter in which a potential conflict of interest exists, inquire whether any member of the Board desires to abstain from voting because of a conflict of interest. If no conflict of interest is disclosed but the Chair or any other member of the Board states the opinion that such a conflict exists and the challenged Board member refuses to abstain from the deliberations or voting as requested, the Chair shall immediately call for a vote of the Directors to determine whether the challenged Director is in a conflict of interest. If a majority of the Directors present vote to require the abstention of the challenged Director, that Director shall not be permitted to vote.

The SSA is dedicated to the participation of affiliate organization representatives on its Board of Directors and recognizes that such individuals or their organizations may qualify for services offered by the SSA. Participation as a member of the Board does not preclude an individual from receiving services that he/she may be eligible for and need. The receipt of services or the potential of receiving services may, however, constitute a conflict of interest from time to time as defined herein. In the event that such a conflict of interest is determined to compromise the individual's ability to represent the SSA's best interests regarding a specific issue or action before the board, the procedures stated in the Article are in force.