



# NATIONAL DEER ASSOCIATION

P.O. Box 162305 · Atlanta, Georgia 30321 · phone: 1-800-209-3337 · [DEERASSOCIATION.com](http://DEERASSOCIATION.com)

## **Conflict of Interest Policy**

### Conflict of Interest Policy and Rules of Conduct for the Board of Directors and Advisory Committee Members

#### **Rules of Conduct**

The purposes of the Rules of Conduct are to ensure the National Deer Association (“Association”) Board of Directors (“Directors”) and Advisory Committee (“Committees”) and will:

- a. Represent the Association with passion and without prejudice.
- b. embody the ethical responsibilities expected by the Association members and staff.
- c. make sound decisions reflecting the highest business principles and integrity.
- d. exclude in decision-making any consideration of advantage or gain for them personally or for their individual company.

The Rules of Conduct shall be matters of elements of law, matters of sound business practice and standards of professional conduct and principles. All will be common sense requirements and will commit the Association Directors and Committee members to utilize the highest levels of character and judgment.

At the outset of the Association Annual Meeting, all duly elected directors and officers shall agree publicly to:

- a. serve all members of the Association impartially and provide the highest level of service through appropriate stewardship of resources; exercise of sound business principles; equitable policies; equitable access; and accurate, unbiased, and courteous responses to all requests.
- b. uphold the responsibility of the Association to abide by the laws and regulations governing its activities.
- c. hold inviolate the law and spirit of the disclosure of information about The National Deer Association as it relates to the Association Board of Directors, Committees, staff, and members.



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- d. hold inviolate the confidential information entrusted to directors and officers and preserve the confidentiality of all such information unless disclosure is expressly authorized by a majority vote of the Association Board of Directors.
- e. require accurate financial and expense reporting and disclosure and support the Association's staff, auditors, and accountants in their preparation and distribution of timely and accurate financial statements.
- f. distinguish between personal convictions and professional duties and not allow personal beliefs to interfere with the fair representation of the goals and purposes of the Association as determined by the Association Board of Directors.
- g. take no action which could be construed as usurping the authority of the Association Board of Directors as delineated in the Association by-laws and to always take action through the board committees, elected officers, and the board itself while strongly supporting minority position(s) so long as the minority does not obstruct the conduct of business.
- h. respect the rights of the minority to express their opinions while also refraining from the dissemination of information that is malicious, disparaging, or otherwise injurious to the Association staff, members, officers, and directors or any individual or group.
- i. accept responsibility for cooperating in every reasonable and proper way with the Association staff, Directors, and Committee members and treat all Association staff with respect, fairness and good faith, and advocate conditions of employment that safeguard the rights and welfare of all staff.
- j. strive for excellence by maintaining and enhancing the collective and individual governance knowledge and skills, by encouraging the professional development of staff, Directors, Committee members, and other colleagues and by fostering the objectives of the Association.
- k. recognize and respect intellectual property rights and neither engage in, nor countenance any exploitation of the Association.
- l. take no action or make no decision for personal gain or for any advantage attained by the director or officer's employer or another entity in which the Director or Committee member has an interest.

All violations of the Rules of Conduct will be investigated and resolved by the Association Executive Committee. If the Executive Committee cannot resolve the issue with the individual director or officer, the Executive Committee shall appoint a committee of Directors to



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investigate the violation and, if deemed appropriate, recommend that the Directors implement disciplinary action consistent with the Association's by-laws.

## **Conflict of Interest Policy**

The Directors of the Association adopted the following policy to assure the affairs of the Association are managed in an ethical manner, free from the temptations for personal gain which conflicting desires may provide.

The Association expects all Directors and Committee members to exercise good judgment and the highest ethical standards in their private activities outside the Association which in any way can affect the Association. Every Director and Committee member has an obligation to avoid any activity, agreement, business investment or interest, or other situation which is in conflict with the Association's interests or interferes with his or her duty to serve the Association at all times to the best of their ability.

## Disclosure Procedures

In the event a director or Committee member identifies a real or potential conflict of interest involving their own interests or relationships based on the above policy, they must:

- a. Disclose all information and/or concerns immediately to the Chairman of the Board of Directors, who in turn must inform either the Executive Committee or the entire National Board of Directors and,
- b. Recuse themselves from participating in any conversations or entering any motions or voting on any motions that would in any way violate this policy. This would not exempt the Director from providing information or being involved with discussions on the matter in question prior to a formal motion and vote on the matter assuming that his/her involvement is deemed appropriate by the Board of Directors.

In the event a Director or Committee member identifies a real or perceived conflict of interest involving another Board member's interests or relationships they must disclose all information and/or concerns immediately to the Chairman, who must in turn inform either the Executive Committee or the entire National Board of Directors who shall carefully consider all information provided and take one of the following actions:

- a. Determine, through an affirmative, majority vote of the Board that constitutes a quorum either at a called meeting or polled individually, that the Director or Committee member recuse themselves from participating in any conversations or entering any motions or voting on any motions on issues to which the conflict of interest applies. This would not exempt the Director from providing information or being involved with



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discussions on the matter in question prior to a formal motion and vote on the matter assuming that his/her involvement is deemed appropriate by the Board of Directors, or,

- b. Determine that the information does not constitute a conflict of interest and take no action.



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## Disclosure Statement (to be completed annually by each Director and Committee member)

As a Director or Committee member of the National Deer Association, I hereby understand and agree to abide by this policy during my tenure. Further, below I have identified all business or personal activities or interests which are or may be perceived as conflicts of interest under this policy:

\_\_\_\_\_ There are no activities or interests that would constitute a real or perceived conflict of interest under this policy.

\_\_\_\_\_ The activities or interests listed below are or potentially could be perceived a conflict of interest under this policy:

1. \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

2. \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

3. \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Director/Committee Member

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

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

Date: \_\_\_\_\_