



Policy Number: 28 Effective: November 10, 2008 Revised: October 16, 2017
Subject: Conflict Of Interest

**POLICY:**

Camden County Developmental Disability Resources (CCDDR) is a political subdivision of Camden County Missouri responsible for overseeing a county tax levy dedicated to meeting the needs of Camden County citizens with developmental disabilities.

Consequently, there exists between CCDDR and its Board, officers, management employees, and the public, a fiduciary duty, which carries with it a broad and unbending duty of loyalty and fidelity. The Board, officers, and management employees have the responsibility of administering the affairs of CCDDR honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of CCDDR. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with CCDDR or knowledge gained there from for their personal benefit. The interests of the organization must be the first priority in all decisions and actions.

**PROCEDURES:**

I. Persons Concerned

This statement is directed not only to directors, Board, officers, and management employees but to all employees who can influence the actions of CCDDR. For example, this would include all who make purchasing decisions, all persons who might be described as "management personnel," and anyone who has proprietary information concerning CCDDR.

II. Areas in which Conflict May Arise

Conflicts of interest may arise in the relations of directors, officers, and management employees with any of the following third parties:

- Persons and firms supplying goods and services to CCDDR
- Persons and firms from whom CCDDR leases property and equipment
- Persons and firms with whom CCDDR is dealing or planning to deal in connection with the gift, purchase, or sale of real estate, securities, or other property
- Competing or affinity organizations
- Donors and others supporting CCDDR
- Agencies, organizations, and associations which affect the operations of CCDDR
- Family members, friends, and other employees

### III. Nature of Conflicting Interest

A conflicting interest may be defined as an interest, direct or indirect, with any persons or firms mentioned in Section II. Such an interest might arise through:

- Owning stock or holding debt or other proprietary interests in any third party dealing with CCDDR
- Holding office, serving on the Board, participating in management, or being otherwise employed (or formerly employed) with any third party dealing with, or funded by, CCDDR
- Receiving remuneration for services with respect to individual transactions involving CCDDR
- Using CCDDR's time, personnel, equipment, supplies, or good will for other than agency-approved activities, programs, and purposes
- Receiving personal gifts or loans from third parties dealing or competing with CCDDR – no personal gift of money should ever be accepted

### IV. Interpretation of this Statement of Policy

The areas of conflicting interest listed in Section III, and the relations in those areas which may give rise to conflict, as listed in Section II, are not exhaustive. Conflicts might arise in other areas or through other relations. It is assumed that the directors, officers, and management employees will recognize such areas and relation by similarity. The fact that one of the interests described in Sections II and III exists does not necessarily mean that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances it is necessarily adverse to the interests of CCDDR. However, it is the policy of the Board that the existence of any of the interests described in Sections II and III shall be disclosed before any transaction is consummated. It shall be the continuing responsibility of the Board, officers, and management employees to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

### V. Disclosure Policy and Procedure

Transactions with parties with whom a conflicting interest exists may be undertaken only if all of the following are observed:

- The conflicting interest is fully disclosed
- The person with the conflict of interest is excluded from the discussion and approval of such transaction
- A competitive bid or comparable valuation exists
- The Board, duly constituted committee thereof, or CCDDR legal counsel has determined that the transaction is in the best interest of the organization

Disclosure in the organization should be made to the Executive Director (or if she or he is the one with the conflict, then to the Board Chairperson), who shall bring the matter to the

attention of the Board or a duly constituted committee thereof. Disclosure involving directors should be made to the Board Chairperson, (or if she or he is the one with the conflict, then to the Board Vice Chairperson) who shall bring these matters to the Board, duly constituted committee thereof, or CCDDR legal counsel.

The Board, duly constituted committee thereof, or CCDDR legal counsel shall determine whether a conflict exists and in the case of an existing conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable to CCDDR. The decision of the Board, duly constituted committee thereof, or CCDDR legal counsel on these matters will rest in their sole discretion, and their concern must be the welfare of CCDDR and the advancement of its purpose.

**REFERENCES:**

- CARF Standards Manual