

## **SPA Board of Trustees Personal Interest Policy**

The purpose of the conflict of interest policy is to ensure that members of the Board of Trustees or the Executive Committee of the Board exercise their franchise only in relation to issues in which they are free of a significant personal interest. An example of a personal interest would be a Board member voting on a motion that could lead to economic gain. The following guidelines were developed to assist Board members in resolving conflicts that emerge as a result of personal interest. These guidelines should not be construed as rules; emerging issues should be treated on a case-by-case basis.

(1) Given the variety of decisions on which a Board deliberates, codifying all circumstances in which members should not exercise their franchise would be difficult, if not impossible. Therefore, Board members are expected to monitor themselves: members should avoid making judgments (expressed as votes, or ratings, or in some other format) that lead to decisions in which the board member has a significant personal stake. In such instances, the board member should (simply abstain from voting), exercise the option to make his/her position known, if desired, and then leave the room for the duration of the discussion and vote. In instances in which judgments are made outside of a formal vote (e.g., ratings on workshop), the board member should abstain from making a judgment on that part of the decision that is clearly and directly linked to him or her (e.g., voting only on the other workshops and not on his or her own).

(2) Not only does each Board member have the obligation to self-monitor, but all Board members should be alert to circumstances in which a decision-making activity engages any other board member's personal interests. Therefore, all board members should bring up any potential conflict between personal interest and organizational interest, regardless of whether it is his or hers, or that of another Board member.

(3) The Executive Committee, which, per the SPA bylaws, is empowered to make decisions in between Board meetings, includes a smaller number of decision-makers. As such, the exemption of a single voter could deny the group the diversity of opinions necessary for good decision-making. Therefore, in instances in which one or more members on the Executive Committee are personal stakeholders in the decision at hand, the issue will revert to the entire voting Board.

(4) In some case, the member who is a personal stakeholder is also the individual who is the designated vote collector (i.e., physically collects the votes). To preserve Board members' freedom to vote based only on consideration of the organization's interests, when a personal interest is identified, an alternate vote collector should be selected.

In instances in which a Board member is unsure of whether a personal interest is significant, the matter should be introduced for discussion in the relevant forum (Executive Committee or voting Board of Trustees).