Title: Conflict of Interest Policy

Cross Reference: None

Approved by: Michigan State Council Executive Board

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I. PROCEDURE PURPOSE:
The purpose of this policy is to protect the interests of this tax-exempt organization, Michigan ENA (MENA), when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of Michigan ENA or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

II. DEFINITIONS:

Interested Person
Any director, principal officer, or member of a committee with governing board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

Financial Interest
A person has a financial interest in the person has, directly or indirectly, through business, investment, or family:

a. An ownership or investment interest in any entity with which MENA has a transaction or arrangement, b. A compensation arrangement with any entity or individual with which MENA has a transaction or arrangement, or

c. A proposal ownership or investment interest in, or compensation arrangement with, any entity or individual with which Michigan ENA is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

d. Each board member or committee chair will sign a conflict of interest disclosure annually.

A financial interest is not necessarily a conflict of interest. Under Article III, Section C, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

III. PROCESS:
A. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Michigan ENA State Council and other persons with governing board delegated powers considering the proposed transaction or arrangement.

1. Disclosure will be made both verbally and in writing at the meeting of the State Council.
B. The remaining Board or Committee members shall decide if a conflict of interest exists.

C. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, she/he shall leave the Michigan ENA State Council or committee meeting while the determination of a conflict of interest is discussed and voted upon.