



CONFLICT OF INTEREST POLICY

Adopted September 13, 2023

The Vinton County Convention and Visitors Bureau (VCCVB) is a private 501(c)(6) nonprofit corporation established for the public purpose of promoting Vinton County as a tourist destination and performing economic development as related to the county's growing tourism industry.

The purpose of the following policy and procedures is to complement the Bylaws of the VCCVB to prevent the personal interest of trustees, employees, and volunteers from interfering with the performance of their duties to the VCCVB, or result in personal financial, professional, or political gain on the part of such persons at the expense of the VCCVB or its partners, supporters, and other stakeholders.

Definitions

- Board means the VCCVB Board of Trustees.
- Conflict of Interest (also Conflict) means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of authority and/or trust. Persons in a position of authority and/or trust include the VCCVB Board of Trustees, its employees, and volunteers.
- Employee (also Staff Member) means a person who receives all or part of her/his income from the payroll of the VCCVB. Partner means a partnering or cooperating organization of the VCCVB.
- Officer means an officer of the Board of Trustees.
- Supporter (also Stakeholder) means corporations, foundations, individuals, and nonprofit organizations who contribute to the VCCVB.
- Trustee means a member of the VCCVB Board of Trustees.
- Volunteer means a person other than a member of the Board of Trustees who does not receive compensation for services and expertise provided to the VCCVB and retains a significant independent decision-making authority to commit resources of the organization.

Policy and Practices

1. Full disclosure, by notice in writing or during discussions at meetings at which minutes are recorded, shall be made by the interested parties to the full Board of Trustees in all conflicts of interest, including but not limited to the following:

- a. A member of the Board of Trustees is related to another trustee or staff member by blood, marriage, domestic partnership, civil union, or living arrangement.
- b. A staff member in a supervisory capacity is related to another staff member whom she/he supervises.
- c. A trustee or their business/organization stands to benefit from a contract/transaction or a staff member of such organization receives payment from or for any subcontract, goods, or services other than as part of her/his regular job responsibilities or as reimbursement for reasonable expenses incurred as provided for in the Bylaws of the VCCVB.
- d. A trustee's business/organization receives grant funding or awards from the VCCVB.
- e. A trustee or employee is a member of the governing body of a contributor to or stakeholder of the VCCVB.
- f. A trustee or employee accepts a gift (including such things as tickets for sporting events or other entertainment, golf, travel, dinners, receptions, and other things valued at or above \$50.00) or other favors from individuals or entities under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his/her duties.
- g. A volunteer working on behalf of the VCCVB who meets any of the situations or criteria listed above.

2. Following full disclosure of a possible conflict of interest or any condition listed above, the Board of Trustees shall determine whether a conflict of interest exists. If a conflict is found to exist, the Board of Trustees shall vote to authorize or reject the contract/transaction or take any other action deemed necessary to address the conflict and protect the VCCVB's best interests. Both votes shall be by a majority vote without counting the vote of any interested trustee, even if the disinterested trustees are less than a quorum if at least one consenting trustee is disinterested.

3. A trustee or VCCVB committee member who is formally considering employment with the VCCVB must take a temporary leave of absence until the position is filled. Such a leave will be taken within the trustee's elected term which will not be extended because of the leave. A trustee or VCCVB committee member who is formally considering employment with the VCCVB must submit a written request for a temporary leave of absence to the Secretary of the VCCVB Board indicating the time of the leave. The Secretary will inform the President of the Board of Trustees and the VCCVB's Executive Director of such a request. The President will bring the request to the Board for action. The request and any action taken shall be reflected in the official minutes of the VCCVB Board meeting.

4. An interested trustee, officer, or employee shall not participate in any discussion or debate of the Board of Trustees, or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present Board or committee member.

5. Anyone able to make decisions about spending resources (i.e., transactions such as purchase contracts) and who also stands to benefit from that decision has a duty to disclose that conflict as soon as it arises or becomes apparent; she/he should not participate in any final decisions.

6. A copy of this policy shall be given to the Board of Trustees, employees, committee chairpersons or other key stakeholders upon commencement of such person's relationship with the VCCVB or at the official adoption of stated policy.