



TRAVIS AUDUBON SOCIETY CONFLICT OF INTEREST POLICY

The Board of Directors of the Travis Audubon Society (TAS) has adopted the following policy designed to avoid any possible conflict between the personal interests of Board members or staff and the interests of TAS.

The purpose of this policy is to ensure that decisions about TAS operations and the use of disposition of TAS assets are made solely in terms of the benefits to TAS and are not influenced by any private profit or other personal benefit to the individuals. Board members and staff are also obliged to fully disclose actions that could be perceived or interpreted as a conflict of interest with TAS.

Conflicts of interest may occur when TAS enters into transactions with not-for-profit organizations as well as those that are undertaken with profit making entities. The best way to deal with this problem is to make known one's connection with organizations doing business with TAS and to refrain from participation in decisions affecting transactions between TAS and the other organization. Such relationships do not necessarily restrict transactions as long as the relationship is clearly divulged and non-involved individuals affiliated with TAS make any necessary decisions.

Policy

1. **Directors.** Any member of the Board of Directors who may be involved in a TAS business transaction in which there is a possible conflict of interest shall promptly notify the President. The Board member shall refrain from voting on any such transaction, participating in deliberations concerning it, or using personal influence in any way in the matter. The Board members presence may not be counted in determining the quorum for any vote with respect to the TAS business transaction in which he or she has a possible conflict of interest. Furthermore, the potential conflict of interest shall be disclosed to the other members of the Board before any vote and such disclosure shall be recorded in the Board minutes or the meeting at which it is made.
2. **Staff.** Any staff member who may be involved in a TAS business transaction in which there is a possible conflict of interest shall promptly report the possible conflict to the Executive Director. If the possible conflict involves the Executive Director, the possible conflict shall then be reported to the President. The Executive Director or, where applicable, President, after receiving information about a possible conflict of interest, shall take such action as is necessary to assure that the transaction is completed in the best interest of TAS without the substantive involvement of the person who has the possible conflict of interest. (This does not necessarily mean that the purchase or other transaction must necessarily be avoided, but simply that persons other than the one with the

possible conflict shall make the judgments involved and shall control the transaction.)

I have read and understand TAS' policy on Potential Conflicts of Interest. I agree to report promptly any such interest which arises in my conduct of TAS business and, in other respects, to comply with the policy and its procedures.

_____ (Signed)

_____ (Date)

For term of office beginning _____