

Conflict of Interest and Disclosure Policy

The purpose of this policy is to provide guidance in identifying and handling potential and actual conflicts of interest involving ELECTRI International. In most instances, conflicts of interest can be avoided simply by continuing to exercise good judgment. The policy and procedure will also help assure compliance with the U.S. Internal Revenue Service (IRS) rules against private benefit and with state statutes addressing conflict transactions.

The Foundation is committed to the highest levels of integrity. Those associated with ELECTRI International are expected to conduct their relationships with each other, the Foundation, and outside organizations with objectivity and honesty. The general rule is that: members of the Foundation Board of Trustees, members of the ELECTRI Council and employees of their respective companies, other program and project volunteers enlisted by the Foundation, academic investigators and associates, consultants engaged for professional services, and NECA employees assigned to the Foundation are obligated to avoid and disclose financial or personal conflicts of interest involving the Foundation, and remove themselves from a position of decision-making authority with respect to any conflict situation involving ELECTRI International.

Volunteer leaders, research investigators, employees, and consultants serving nonprofit organizations should be aware that their roles come with certain legal and ethical obligations. They are required to

- act in the best interests of the organization,
- subordinate individual interests to the welfare and best interests of the organization they serve,
- avoid disclosing confidential information, and
- avoid actual and/or potential conflicts of interest.

ELECTRI International is confident that it has implemented a well-defined decision-making process that is independent, objective, and unbiased. Therefore,

- Members of the Foundation Board of Trustees, members of the ELECTRI Council and employees of their respective companies, other program and project volunteers enlisted by the Foundation, academic investigators and associates, consultants engaged for professional services, and NECA employees assigned to the Foundation understand and agree that they must act, at all times, in the best interests of ELECTRI International and not for personal or third-party gain or financial enrichment.
- All individuals who participate in the ELECTRI International program process, from project concept to decision to full implementation, must notify the Foundation Executive Director ~ and possibly take corrective action ~ if their interests will, in any way, conflict or compete with those of the Foundation.
- Any individual affiliated with ELECTRI International who has knowledge of a potential or actual conflict of interest affecting the interests of the Foundation will bring this matter to the attention of the Foundation Executive Director for his/her further investigation and action, as necessary.

Steps to Identify and Avoid Conflicts of Interest

A conflict of interest typically exists when a board member or employee has a personal interest that may influence him or her when making a decision for the organization. When encountering potential conflicts of interest, the individual shall identify the potential conflict and, as required, remove himself/ herself from all discussion and/or voting on the matter.

Specifically, they shall:

- Always place the interests of ELECTRI International above their own self-interest or any third-party interest;
- Not attempt to persuade any individual or organization working with ELECTRI International to modify the relationship in any way that would reduce the end benefits to ELECTRI International;
- Not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to offer the provider special treatment or consideration with respect to matters pertaining to ELECTRI International;

Determining the Appropriate Reaction to Disclosure of Potential Conflict

The ELECTRI International Board of Trustees has the exclusive authority and responsibility to decide and take appropriate action regarding the disclosure of potential or actual conflict of interest.

The Executive Director of the Foundation will, at his/her discretion, work to resolve any issue of potential conflict before the situation reaches a level requiring action and/or intervention by the Foundation Board of Trustees. The Board of Trustees, in coordination with the Executive Director, may choose among the following actions:

- **Request Resignation:** The conflicting interest relates to a continuing, pervasive, and important Foundation function, such as the commissioning and funding of projects. The interest must be defined as one that cannot easily be isolated on an agenda so as to permit recusal. In this case, the Executive Director, on behalf of the Board of Trustees, shall request that the contributor, volunteer, academic investigator, or consultant resign his/her position within the Foundation structure, since this is the only way to ensure that the other interest does not intrude upon and skew Council and/or Trustee decision-making. While this is an extreme and rare result of a conflict of interest disclosure, it is sometimes the best and only fair alternative.
- **Require Recusal:** The conflicting interest that has been disclosed affects an important policy or program for the organization. To assure that the Trustees' decision-making is without bias, it is best for the individual in question to recuse himself/herself when the leadership of the Foundation, including its ELECTRI Council, takes reports, debates, or makes decisions, regarding that policy or program. In short, the individual may not participate in any way in any work of the Council or Board in the area where he/she has conflicting interests except as requested by the Council or Board..
- **Accept Disclosure:** The disclosure is worthy of the Trustees' attention, but the disclosure itself, and the Trustees' awareness of the disclosure, is considered sufficient to correct for any bias that it might entail. In short, the Trustees would likely decide that although the individual clearly has some other interest, the Trustees will simply take the information into account as the individual participates in decision-making.