

AICGS Conflict of Interest Policy

Conflict of Interest Policy for the American Institute for Contemporary German Studies (AICGS)

The purpose of the following policy and procedures is to prevent the personal interest of staff members, board members, and volunteers from interfering with the performance of their duties to the AICGS, or result in inappropriate personal financial, professional, or political gain on the part of such persons in the dealings of themselves or their family members or other related persons or entities with the AICGS or its supporters and other stakeholders.

Definitions: Conflict of Interest (also Conflict) means a conflict, or the appearance of a conflict, between the private interests of a person in a position of trust with the AICGS on the one hand and the AICGS and such person in carrying out her/his official responsibilities within the AICGS on the other hand. Persons in a position of trust include staff members, officers, and board members of the AICGS. *Board* means the Board of Trustees. *Officer* means an officer of the AICGS or the Board of Trustees of the AICGS. *Staff Member* means a person who receives all or part of her/his income from the payroll of the AICGS.

POLICY AND PRACTICES

1. Full disclosure, by notice in writing, shall be made by the interested parties to the Executive Director or the Chairman of the Board of Trustees, as specified in Item 5 below, in all cases where there is a true or apparent conflict of interest or a true or apparent potential conflict of interest, including but not limited to the following:
 - a. A board member is related to another board member or officer or staff member by blood, marriage or domestic partnership.
 - b. A staff member or officer in a supervisory capacity is related to another staff member whom she/he supervises.
 - c. A board member or his or her organization stands to benefit from an AICGS transaction or an officer or a staff member of the AICGS receives payment from AICGS 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 in the bylaws and board policy.
 - d. A board member's organization receives grant funding from the AICGS.
 - e. A board member, officer, or staff member is a member of the governing body of a contributor to the AICGS.
 - f. A volunteer working on behalf of the AICGS meets any of the situations or criteria listed above.
2. Following full disclosure of a true or apparent conflict of interest or potential conflict of interest, or any condition listed above, the Executive Committee of the Board of Trustees shall (i) first determine whether a conflict of interest exists and, (ii) if so, vote to authorize or reject the transaction or take any other action deemed necessary

to address the conflict and appropriately protect the AICGS's interests. An interested member of the Executive Committee may participate in the discussion of the matter as set forth in Item 4 below, but both votes shall be by a majority vote of the disinterested members of the Executive Committee without counting the vote of any interested member, even if the disinterested members are less than a quorum of the Executive Committee, provided that at least one consenting member of the Executive Committee is disinterested. If no member of the Executive Committee is disinterested, the matter shall be submitted to the full Board of Trustees. Records of the proceedings listing the names of all parties in attendance shall be kept.

3. A Board member or Committee member who is formally considering employment with the AICGS must take a temporary leave of absence until the position is filled. Such a leave will be taken within the Board member's elected term, which will not be extended because of the leave. A Board member or Committee member who is formally considering employment with the AICGS must submit a written request for a temporary leave of absence to the Secretary of the AICGS Board, c/o the AICGS's office, indicating the time period of the leave. The Secretary of the AICGS will inform the Chairman or Chairmen of the Board of such a request. The Chairman or Chairmen will bring the request to the Executive Committee of the Board for action. The request and any action taken shall be reflected in the official minutes of the AICGS.
4. An interested member of the Board of Trustees, officer, or staff member shall not participate in any discussion or debate of the Executive Committee of the Board of Trustees or 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, true or apparent conflict of interest or possible conflict of interest. However, such interested person may be present to provide clarifying information in such a discussion or debate, and the interested party's participation shall be supervised by the Chairman.
5. Anyone in a position to make decisions about spending the AICGS's resources (e.g., transactions such as purchase contracts) – who also stands to benefit from that decision – has a duty to disclose that conflict as soon as the conflict arises (or becomes apparent) by giving written notice to such effect to the Executive Director, or if the Executive Director is the interested party, to the Chairman of the Board of Trustees.
6. A copy of this policy shall be given to all Board members, officers, staff members, volunteers or other key stakeholders upon commencement of such person's relationship with the AICGS or at the official adoption of stated policy. Each board member, officer, staff member, and volunteer shall sign and date the policy at the beginning of his or her term of service or employment and each year thereafter. Failure to sign does not nullify the policy.
7. This policy and disclosure form must be filed annually by all specified parties.

AICGS's

**Employee/Trustee Conflict of Interest
Disclosure Form**

This form must be filed annually by all specified parties, as identified in the AICGS Conflict of Interest Policy Statement (ratified by the AICGS's Board of Trustees on 2 June 2009).

_____ I have no conflict of interest to report

_____ I have the following conflict of interest to report (please specify):

The undersigned, by his or her affixed signature, affirms his or her understanding of the implications of this policy.

Signature

Printed Name

Date