

Conflict of Interest Policy for The Environmental Council of the States

The purpose of the following policy and procedures is to complement the bylaws of the Environmental Council of the States (ECOS) to prevent the personal interest of staff members, board members, and volunteers from interfering with the performance of their duties to ECOS, or resulting in personal financial, professional, or political gain on the part of such persons at the expense of ECOS or its Members, supporters, and other stakeholders.

Definitions: *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 trust. Persons in a position of trust include staff members, officers, and executive committee members. *Officer* means an officer of ECOS – the President, Vice President, Secretary-Treasurer, and Past President. *Volunteer* means a person -- other than a board member -- who does not receive compensation for services and expertise provided to ECOS and retains a significant independent decision-making authority to commit resources of the organization. *Staff Member* means a person who receives all or part of her/his income from the payroll of ECOS. *Member* means a Member of ECOS. *Supporter* means federal agencies, corporations, foundations, individuals, 501(c)(3) nonprofits, and other organizations that contribute to ECOS.

POLICY AND PRACTICES

1. Full disclosure, by notice in writing or verbal statement in an official meeting during which minutes are kept, shall be made by the interested parties to the Executive Committee in all conflicts of interest, including but not limited to the following:
 - a. An Executive Committee Member is related to another Executive Committee Member or staff member by blood, marriage or domestic partnership.
 - b. A staff member in a supervisory capacity is related to another staff member whom she/he supervises.
 - c. An Executive Committee Member stands to benefit from an ECOS transaction or staff member of such organization receives payment from ECOS for any subcontract, goods, or services other than as part of her/his regular job responsibilities at the member organization (state environmental agency) or as reimbursement for reasonable expenses incurred as provided in the bylaws and ECOS policy.
 - d. An Executive Committee Member or staff member is a member of the governing body of a non-governmental contributor to ECOS.
 - e. A volunteer working on behalf of ECOS 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 ECOS Officers shall determine whether a conflict of interest exists and, if so the Officers shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect ECOS' best interests. The subject of the conflict may not participate in the vote. Both votes shall be by a majority vote without counting the vote of any interested Officer, even if the disinterested Officers are less than a quorum provided that at least one consenting Officer is disinterested.

3. An Executive Committee member who is formally considering employment with ECOS must take a temporary leave of absence from the Executive Committee until the position is filled. Such a leave will be taken within the Executive Committee member's elected term, which will not be extended because of the leave. An Executive Committee member who is formally considering employment with ECOS must submit a written request for a temporary leave of absence from the Executive Committee to the Secretary-Treasurer, c/o the ECOS office, indicating the time period of the leave. The Secretary-Treasurer will inform the ECOS President of such a request. The request and any action taken shall be reflected in the official minutes of the Executive Committee.
4. An interested Executive Committee member, officer, or staff member shall not participate in any discussion or debate of the Executive Committee, 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 Executive Committee member.
5. Except as otherwise provided in Section 2 above, anyone in a position to make decisions about spending ECOS' resources (i.e., transactions such as purchases contracts) – who also stands to personally benefit from that decision – has a duty to disclose that conflict as soon as it arises (or becomes apparent); s/he should not participate in any deliberation related to such expenditures or decisions.
6. A copy of this policy shall be given to all Officers, Executive Committee members, staff members, volunteers or other key stakeholders upon commencement of such person's relationship with ECOS or at the official adoption of stated policy. Annually, at the ECOS Annual Meeting, the Executive Committee will reaffirm this policy and Executive Committee members will reaffirm their awareness and willingness to abide by the policy. Additionally, this policy will be posted on the ECOS website and be added to the conflict of interest section in the Employee Policies and Procedures Manual.