



## ITNS BOARD OF DIRECTORS CONFLICT OF INTEREST DISCLOSURE FORM

This Code of Conduct provides guidelines for the behavior of all ITNS board members, volunteers and staff regarding integrity, honesty, ethical conduct, and compliance to policies. This Code of Conduct has two parts. Part I is the discussion of Conduct and Disclosure. Part II outlines the expectations for Conflict of Interest and Confidentiality.

As a member of the Board of Directors I will:

- Maintain the confidentiality of all Board proceedings
- Be fully informed of an issue and actively partake in discussions before voting on the issue
- Any discussion of confidential ITNS business outside of board meetings will be conducted only with members of the BOD, relevant other parties, and will be reported to the BOD.
- Carefully consider and respect the opinions of other Board members
- Respect and support all decisions of the Board
- Bring to the attention of the Board all issues believed to be of significance to our organization or those we serve
- Represent all those whom this organization serves, not only specific geographic or special interest groups
- Consider myself a "trustee" of the organization and do my best to ensure that it is well managed, financially secure, and always operating in accord with our stated objectives
- Refer complaints directly to the proper level on the chain of command
- Use ITNS name or logo, or imply ITNS sponsorship or endorsement only when specifically authorized to do so by ITNS Board
- Acknowledge conflicts of interest between my personal life and position on the board, and abstain from voting or attempting to influence issues in which I am conflicted
- Consistently review and respond to all electronic and print materials, and in accordance with ITNS Bylaws, will participate in all meetings and teleconferences. If unable to do so, I will communicate directly with the president or their designee.
- Differentiate when speaking on behalf of ITNS versus self
- Recognize the authority vested in the Board to act as the governing body of ITNS

The ITNS Board of Directors may, in its discretion, take all actions to enforce and uphold the Code of Conduct.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

\_\_\_\_\_ I have nothing to disclose

\_\_\_\_\_ I have the following to disclose (attach written disclosure as a separate sheet if needed)



## CONFLICT OF INTEREST AND CONFIDENTIALITY POLICY AND FORM

The purpose of this conflict of interest policy is to protect ITNS's interest when contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or board of director or staff of ITNS. This policy is intended to supplement but not replace any applicable state, provincial, or country laws governing conflicts of interest applicable to nonprofit organizations.

It is expected that all ITNS staff, volunteers and board members avoid any conflict of interest between the interests of ITNS, and any personal, professional, or business interests. This includes avoiding any actual or perceived conflicts of interest. The purposes of this policy are: to protect the integrity of ITNS's decision-making process, to enable our constituencies to have confidence in our integrity, to protect the integrity and reputation of volunteers and board members and to avoid any legal wrongdoing.

Upon or before election or appointment, I will make a full, written disclosure of interests, relationships, and holdings that could potentially result in a conflict of interest. This written disclosure will be kept on file and I will update it as appropriate. In the course of meetings or activities, I will disclose any interests in a transaction or decision where I (including my business or other nonprofit affiliation), my family and/or my significant other, employer, or close associates will receive a benefit or gain. After disclosure, I understand that I may be asked to leave the room for the discussion and may not be permitted to vote on the question. I understand that this policy is meant to be a supplement to good judgment, and I will respect its spirit as well as its wording.

The individuals mentioned below shall sign and/or review the following statement semi-annually:

Internationally elected officials, and other individuals with discretionary authority acting on behalf of ITNS (collectively "Individuals") shall be made aware of and conform to the following policies. Individuals shall use their best efforts to avoid any actual or apparent conflict of interest or unauthorized representation of ITNS. Conflict of interest is defined as, but not limited to, activities that oppose, detract from, or in some manner could become detrimental to ITNS or activities involving ITNS in which the Individual has a financial interest. Potential conflicts of interest include, but are not limited to, receiving payment for services rendered by another entity, receiving anything of monetary value greater than \$25 per annum, serving as officers of other organizations or corporations, having stock or other ownership of corporations for which ITNS might become involved.

1. No Individual has the authority to act on behalf of ITNS except with such authority as is outlined in the Bylaws or approved by the Board of Directors or President
2. No Individual is authorized to use the ITNS name or logo or any terminology implying ITNS sponsorship or endorsement without prior approval of the Board
3. Any board member or members of his/her immediate family having any interest that might influence or affect his/her decision in any matter presented to the Board of Directors shall disclose his/her interest in such matter. Such disclosure shall be entered in the minutes of the meeting. Such board member may be asked to leave the room and shall not participate in any discussion thereof (unless such participation is requested by the Board of Directors) and may be asked to abstain from voting thereon.



4. Any Individual other than a board member having any interest that might influence or affect his/her decision in any matter relating to ITNS shall disclose his/her interest in such matter to the President or board. Such Individual shall not participate in any decision regarding that matter
5. The undersigned shall not accept or seek from any person or entity conducting or interested in conducting business with ITNS a gratuity, favor, loan, or gift greater than the nominal value beyond common courtesies usually associated with accepted business practice. Usual courtesies include travel expenses (including airfare, hotel and food), recognition of participation.
6. The ITNS Board of Directors (BOD) reserves to itself any and all flexibility in the determination of the significance of any reported conflict of interest. Furthermore, the ITNS BOD reserves the right to require compliance of interested parties in any decision made by the ITNS BOD when such a conflict is noted.

Please disclose affiliations or interests that may present a potential or possible conflict of interest:

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I have read, understand, and support the above conflict of interest policy. I will direct any inquiries or concerns not specifically addressed in this policy statement to the ITNS board prior to participating in any association business or performing any act that may be considered as a potential or possible cause of conflict of interest to ITNS.

**Consent to Serve/Confidentiality Agreement**

I agree to keep confidential information that I acquire in my capacity as an ITNS volunteer unless disclosure is authorized by ITNS or if information is first disclosed to the public by ITNS. If I have any questions about the confidential nature of information or issues, I will consult with the ITNS President or Executive Director.

I hereby assign to ITNS all rights in work products produced by ITNS as a volunteer.

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Signature      Position