



**NAWGJ CONFLICT OF INTEREST POLICY  
ACKNOWLEDGEMENT AND FINANCIAL INTEREST DISCLOSURE STATEMENT**

Our organization follows a Conflict of Interest Policy designed to foster public confidence in our integrity and to protect our interest when we are contemplating entertaining a transaction or arrangement that might benefit the private interest of a director, an officer, or any of our key members or other interested persons.

**Part 1: Acknowledgement of Receipt:**

*I hereby acknowledge that I have received a copy of the Conflict of Interest Policy of NAWGJ, have read and understood it, and agree to comply with its terms. I further understand that NAWGJ is a charitable, tax exempt entity, and to maintain a federal tax exemption status, I must engage primarily in activities that accomplish its Mission.*

\_\_\_\_\_  
**Signature**

\_\_\_\_\_  
**Date**

\_\_\_\_\_  
**Printed Name**

\_\_\_\_\_  
**Date**

**NAWGJ CONFIDENTIAL AGREEMENT**

*I understand that in my service as a member of the State/Regional/National Governing Board for NAWGJ, I may receive certain confidential information belonging to the National Association of Women's Gymnastics Judges (NAWGJ). I further understand that I have a legal and ethical obligation to safeguard all such information. I agree that, consistent with such obligation, during my service and thereafter, I will not use confidential information, disclose it to other, or induce or assist others to do so except to perform my duties. I understand that my obligation to maintain those confidences shall continue beyond the time my employment or service terminates.*

\_\_\_\_\_  
**Signature**

\_\_\_\_\_  
**Date**

\_\_\_\_\_  
**Printed Name**

\_\_\_\_\_  
**Date**

**Region \_\_\_\_\_ State \_\_\_\_\_ Office Held \_\_\_\_\_**

**Where to send when completed:**

- State Governing Board (SGB) member sends completed form to the State Judging Director (SJD).
- State Judging Director (SJD) sends completed forms to the Regional Judging Director (RJD).
- Regional Judging Director (RJD) sends completed forms to the Vice President (VP).

# NAWGJ Conflict of Interest Policy

## A. Introduction

**1.** The purpose of the conflict of interest policy is to protect NAWGJ's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of NAWGJ or might result in a possible excess benefit transaction. NAWGJ is committed to not only monitor and prevent any financial abuse, but also to use its best efforts to avoid the appearance of impropriety or favoritism, even where none actually exists.

**2.** This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

## B. Definitions

### Interested Person

Any director, principal officer or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

### Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- 1.** An ownership or investment interest in any entity with which NAWGJ has a transaction or arrangement
- 2.** A compensation arrangement with NAWGJ or with any entity or individual with which NAWGJ has a transaction or arrangement, or
- 3.** A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which NAWGJ is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
- 4.** A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

## C. Procedures

### Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of

committees with governing board delegated powers considering the proposed transaction or arrangement.

### Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

### Procedures for Addressing the Conflict of Interest

- 1.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- 2.** The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- 3.** After exercising due diligence, the governing board or committee shall determine whether NAWGJ can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- 4.** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in NAWGJ's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

### Violations of the Conflicts of Interest Policy

- 1.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- 2.** If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to

disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **D. Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

- 1.** The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- 2.** The names of the persons who were present for discussions and votes relating to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### **E. Compensation**

- 1.** A voting member of the governing board who receives compensation, directly or indirectly, from NAWGJ for services is precluded from voting on matters pertaining to that member's compensation.
- 2.** A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from NAWGJ for services is precluded from voting on matters pertaining to that member's compensation.
- 3.** Any voting member of the governing board can provide information to any committee regarding compensation. This also applies to any committee member whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly from NAWGJ, either individually or collectively.

#### **F. Annual Statements**

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- 1.** Has received a copy of the conflicts of interest policy
- 2.** Has read and understands the policy,
- 3.** Has agreed to comply with the policy, and
- 4.** Understands NAWGJ is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

#### **G. Periodic Reviews**

To ensure NAWGJ operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- 1.** Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- 2.** Whether partnerships, joint ventures, and arrangements with management organizations conform to NAWGJ's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

#### **H. Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, NAWGJ may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

##### Transactions which are Deemed Approved

The following transactions or arrangements are deemed approved and generally do not need to be the subject of a vote or other determination regarding conflicts of interest:

- 1.** Judging Fees – Fees paid solely for rendering services as a judge at a competition or event shall be deemed approved, provided that such payments are similar in size and structure to those paid to others who are not interested persons
- 2.** Honorariums for Services Rendered – Reasonable fees paid solely for rendering services as a presenter or clinician at an educational clinic or for event services shall be deemed approved, provided that (a) full disclosure is made, and (b) the compensation is similar in size and structure to that paid to others who are not interested persons.
- 3.** But if each of the stated conditions are not present or satisfied, the proposed transaction or arrangement should be reviewed (see Procedures: Duty to Disclose).