

Mascoutah Historical Society

Conflict of Interest Policy and Annual Statement

Article I – Purpose

1. The purpose of the Conflict of Interest Policy is to protect the Mascoutah Historical Society's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interests of an officer or director.
2. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

Article II – Definitions

1. Interested person – Any director, officer, or member of a committee with governing board delegated powers, who has a financial or nonfinancial interest, as defined below, is an interested person.
2. Financial interest – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the Mascoutah Historical Society has a transaction or arrangement,
 - b. A compensation arrangement with the Mascoutah Historical Society or with any entity or individual with which the Society has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Mascoutah Historical Society is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

3. Nonfinancial interest – A person has a nonfinancial interest if the person has:
 - a. A relationship as an unpaid volunteer, officer, or director of an organization that may be affected, directly or indirectly, by action to be taken, or not taken, by the Mascoutah Historical Society, or
 - b. A political, religious, friendship, or personal relationship which may be affected by an action to be taken, or not taken, by the Mascoutah Historical Society.

Article III – Procedures

1. Duty to Disclose - An interested person must disclose the existence of any financial or nonfinancial interest in his or her annual statement.
2. Recusal of Self – Any officer or director must recuse himself or herself at any time from involvement in any decision or discussion in which the officer or director believes she or he has or may have a conflict of interest.
3. Procedures for Addressing the Conflict of Interest – An interested person may make a presentation at the Executive Board meeting, but after the presentation he/she shall leave the meeting during the discussion of, and the vote on, the transaction, arrangement, or other matter involving the conflict of interest.
4. Violations of the Conflict of Interest Policy
 - a. If a member of the Executive Board has reasonable cause to believe a member has failed to disclose an actual or possible conflict of interest, she or he shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose and recuse.
 - b. If, after hearing the member’s response and after making further investigation as warranted by the circumstances, the Executive Board determines the member has failed to disclose an actual or possible conflict or interest or has failed to recuse himself or herself, it shall take appropriate disciplinary and corrective action.

Article IV – Records of Proceedings

The minutes of the Executive Board and all committees with Board delegated powers shall contain:

1. The names of persons who recused themselves from involvement in any decision or discussion in which they believed they had or may have had a conflict of interest.
2. The names of the persons who were present for discussions and votes relating to any transaction or arrangement, the content of the discussion, and a record of any votes taken in connection with the proceedings.

Article V – Annual Statements

1. Each officer, director, and member of a committee with Board delegated powers shall annually sign a statement which affirms such person:
 - a. Has received a copy of the Conflict of Interest Policy,
 - b. Has read and understands the policy,
 - c. Has agreed to comply with the policy, and
 - d. Understands the Mascoutah Historical Society is a nonprofit organization, and in order to maintain its federal tax exemption it must engage in activities which accomplish one or more of its tax-exempt purposes.
2. If at any time during the year, the information in the annual statement changes materially, the officer, director, or member of a committee with Board delegated powers shall disclose such changes and revise the annual disclosure form.

3. The Executive Board shall regularly and consistently monitor and enforce compliance with this policy by reviewing annual statements at the July Executive Board meeting, and taking such other actions as are necessary for effective oversight.

Initial Conflict of Interest Policy adopted April 3, 2022

Colleen Hoercher, Secretary

Mascoutah Historical Society (MHS)
Executive Board Member
Conflict of Interest Annual Statement

1. Name _____ Date _____

2. Are you a member in good standing of the Mascoutah Historical Society? **Yes No**

3. Other than the Historical Society, what organizations or other membership affiliations do you represent?

A. _____

Are you a voting Director? **Yes No** Are you an Officer? **Yes No**

If you are an officer, which position do you hold? _____

B. _____

Are you a voting Director? **Yes No** Are you an Officer? **Yes No**

If you are an officer, which position do you hold? _____

C. _____

Are you a voting Director? **Yes No** Are you an Officer? **Yes No**

If you are an officer, which position do you hold? _____

4. I affirm the following:

I have received a copy of the Society's Conflict of Interest Policy. _____ **(initial)**

I have read and understand the policy. _____ **(initial)**

I agree to comply with the policy. _____ **(initial)**

I have reviewed the officer or director job description as stated in the bylaws.

_____ **(initial)**

I understand that the Mascoutah Historical Society is a nonprofit organization and in order to maintain its federal tax exemption status it must engage primarily in activities which accomplish one or more of its tax-exempt purposes. _____ **(initial)**

5. Disclosures:

a. Do you have a financial interest (current or potential), including a compensation arrangement, as defined in the Conflict of Interest policy? **Yes No**

i. If yes, please describe it: _____

ii. If yes, has the financial interest been disclosed, as provided in the Conflict of Interest policy? **Yes No**

b. In the past, have you had a financial interest (current or potential), including a compensation arrangement, as defined in the Conflict of Interest policy? **Yes No**

i. If yes, please describe it, including when (approximately): _____

ii. If yes, has the financial interest been disclosed, as provided in the Conflict of Interest policy? **Yes No**

Signature of Executive Board member

Date

Date of review by Executive Board: _____