**The Delaware Military Heritage and Education Foundation/Delaware Military Museum Conflict of Interest Policy**

***Conflict of Interest Policy***

1. Any Board Member of the Delaware Military Heritage and Education Foundation, Inc., the entity that runs and oversees the Delaware Military Museum (hereafter known as the “Foundation”), who may be involved in Foundation or personal business transactions in which there is a possible conflict of interest shall promptly notify the Foundation Chairman/Board of Directors. The member shall refrain from voting on any such transaction/conflict of interest, or participating in deliberations concerning that transaction/conflict of interest. The member will refrain using personal influence in any way in the matter. The member’s presence may not be counted in determining the quorum for any vote with respect of the Foundation business transaction in which he/she has a possible conflict of interest. Furthermore, the member or the chairman shall disclose a potential conflict of interest to the other members of the Foundation/Board before any vote on the Foundation business/personal business transaction (conflict of interest) in which he/she has a possible conflict of interest. Such disclosure must be recorded in the Foundation minutes of each meeting at which it is made and must be reflected in the minutes.
2. Any Foundation staff member who may be involved in a Foundation business transaction or personal business transaction in which there is a possible conflict of interest shall promptly report the possible conflict of interest to the chairman and the Executive Director. If the possible conflict of interest involves Executive Director, the possible conflict of interest shall be then reported to the Chairman/Vice Chairman. Any staff member who may be involved in foundation or personal business transactions in which there is a possible conflict of interest shall promptly notify the Foundation Chairman/Board of Directors. The member shall refrain from voting on any such transaction conflict of interest, or participating in deliberations concerning that transaction/conflict of interest. The member will refrain using personal influence in any way in the matter. The member’s presence may not be counted in determining the quorum for any vote with respect of the foundation business transaction in which he/she has a possible conflict of interest. Furthermore, the member or the Chairman shall disclose a potential conflict of interest to the other members of the Foundation/Board before any vote on the foundation business/personal business transaction (conflict of interest) in which he/she has a possible conflict of interest. Such disclosure must be recorded in the foundation minutes of each meeting at which it is made and must be reflected in the minutes.
3. Any foundation advisor or volunteer shall make known to the Chairman and Executive Director any potential conflict of interest involving Foundation business transactions or personal business transactions in which the advisor or volunteer may be rendering assistance.
4. The Chairman, after receiving information about possible conflict of interest, shall take such action as is necessary to assure that the transaction is completed in the best interest of the Foundation without substantive involvement of the person who has the conflict of interest if it is deemed to be such. If it is not deemed to be a conflict of interest by the Board of Directors, it is not a conflict of interest.
5. Honorariums- all honorarium monies received by any foundation member when giving a presentation on behalf of the Foundation or when you are asked to give this presentation because of your title, position, or membership in the Foundation must be turned over to the Foundation to avoid a conflict of interest.
6. **Examples of Conflicts of Interest:**

*(Please remember these are hypothetical examples to help the reader determine if it should be reported as above)*

1. A Foundation member has items for sale (making or earning them money from the sale, not the Foundation) while attending an event in their official capacity (as a speaker or representative of the Foundation or being asked to attend or using their Foundation title) thus personally benefiting because of the Foundation. This makes it a conflict of interest.
2. A Foundation member receives an honorarium (making or earning money because of the Foundation) while being a speaker or presenter to any group, club, society, etc., giving this presentation not as a private individual, but being asked because of your membership in the Foundation, or because you are giving a presentation on the Foundation or Foundation business, would be seen as personally benefiting because of the Foundation. This makes it a conflict of interest
3. A Foundation member whose family members have items for sale on that member’s behalf (making or earning them money from the sale, not the Foundation) while attending an event in their official capacity (as a speaker or representative of the Foundation or being asked to attend or using their Foundation title) thus personally benefiting because of the foundation. This makes it a conflict of interest.
4. A Foundation member who personally or whose family could financially benefit (making or earning them money from the sale, trade, or deal, etc.) while in the official business transaction with the Foundation. Unofficial business transactions are officially banned. These make it a conflict of interest.
5. **A clarifying example for personal conflicts of interest:**

According to our original policy, which was effective 22 October 2007, conflict of interest involves a business transaction. If a Foundation member is selling items, making them money and advancing their cause, this would be considered a conflict of interest. If a Foundation member is handing out items for free and not receiving a monetary recompense/gain/payment/monies, etc. this is not considered a conflict of interest. The Foundation member would simply have to clear the items being handed out for free with the Foundation Chairman of the Board and the Executive Director of the Foundation before it is done.

***(Possible Conflict of Interest: the Foundation’s policy must be followed whether an individual believes a conflict of interest might or might not exist. Board of Directors exists to rule on conflict of interests.)***

1. **Definitions:**
2. Involved in a Foundation business transaction: means initiating, making the principal recommendation for, or approving a purchaser contract; recommending or selecting a vendor, contractor, drafting or negotiating the terms of such a transaction; or authorizing or making payment from Foundation accounts. The language is intended to include not only transactions for the Foundation’s procurement of goods and services, but also for the disposition of Foundation property and the provision of services for space by the Foundation.
3. A possible conflict of interest: is determined to exist where a Foundation board member/officer, staff member, advisor, volunteer, etc., or a close relative to them, or a member of that person’s household, is an officer, director, employee, proprietary, partner, or trustee of, or, when aggregated with those relatives and members of that person’s household, holds 1% or more of an issued stock in the organization seeking to do business with the Foundation. A possible conflict of interest is also considered to exist when such a person is, or expects to be, retained as a paid consultant or contractor by an organization which seeks to do business with the Foundation, and whenever the transaction will be entailed a payment of money or anything else of value to this official, to a close relative, or to a member of that person’s household.
4. A possible conflict of interest: exists when an individual affiliated with the Foundation as a trustee, director, officer, or employee of a not-for-profit organization which is seeking to do business with or have a significant connection with the Foundation or is engaged in activities which could be said in a business context to be in competition with the programs of the Foundation.
5. A possible conflict of interest exists: when an individual affiliated with the Foundation has an interest in an organization which is in competition with a firm seeking to do business with the Foundation if the individual’s position gives him/her access to proprietary or other privileged information which could benefit the firm in which he/she is an interest.
6. A possible conflict of interest: exists when any member of the Foundation stands to personally monetarily profit from use of their title, position, authority, or anything else with their link to the Foundation.
7. **Why does the Foundation do this:**
8. In keeping with an IRS requirement to maintain our 501(c)(3) status, each board member, officer, employee, and member, must complete, and have on file at the foundation, an acknowledgment statement of the Foundation’s conflict of interest policy. According to our bylaws, this must be done as no member of the foundation may knowingly or unknowingly put in jeopardy our IRS status. If they do, they are violating the foundations bylaws.
9. Though a similar document was signed by members of the Delaware National Guard Heritage Committee, that Committee is defunct, no longer exists, and has nothing currently to do with the foundation. It is still necessary for all board members the Foundation annually to sign our current acknowledgment.
10. If you are unable to attend the board meeting designated yearly, you may print off and sign the acknowledgment, and mail it to the Foundation at our PO Box. On the acknowledgment, please write attention Executive Director.
11. This policy statement shall be provided annually to each member, officer, staff member, advisor, volunteer, etc., and all persons appointed to a Foundation position which regularly involves initiation, review, or approval of significant Foundation contracts or other commitments. As well as being individually responsible for their own possible conflicts of interest, each member, officer, staff member, advisor, and volunteer, etc., shall complete the acknowledgment that they have received and understand this training and that they understand that they are personally responsible for reporting any real or possible conflict of interest according to the information above to the Chairman of the Board and the Executive Director of the Foundation. This signed annual policy will be kept in a written record as well as any report of possible conflicts of interest and of any adjustments made to avoid possible conflicts of interest. This shall also be kept as part of the Foundation’s files.
12. **Conflict of interest flowchart:**

**Conflict of interest voted on and *none found* by the Board of Directors.**

**4. Possible conflict of interest voted on by the Board of Directors.**

**Conflict of interest voted on and *found* by the Board of Directors.**

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**3. Possible conflict of interest reported to the Board of Directors of the Foundation.**

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**Measures Implemented by the Board of Directors.**

**Nothing happens.**



**2. The possible conflict is reported to the Chair and Executive Director by anyone.**

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Secretary records the information and proceedings in the BOD Minutes, and gives a copy to the E-Director to file.

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**1. Possible conflict of interest identified.**

**The Delaware Military Heritage and Education Foundation/Delaware Military Museum Conflict of Interest Acknowledgment**

I have read and understand the Foundation’s policy on conflicts of interest. I agree to abide by it. I agree to report promptly any such conflict of interest that arises with my or others conduct with, at, or in any Foundation/personal business and in all other respects. I also agree in all respects to comply with the policy and its procedures.

Full Legal Name (Printed: Christian, Middle Given, Surname)

Signature

Date (MM/DD/YYYY)