

## **CONFLICT OF INTEREST POLICY**

- Policy Number:** GOV 102
- Effective Date:** Approved by the **Eastern Washington State Historical Society (EWSHS)** Board of Trustees on July 1, 2020.
- Application:** Applies to all trustees, employees, volunteers, advisory board members, interns, research associates, affiliated individuals and others who have been entrusted to act on behalf of, or in the name of the EWSHS.
- History:** This policy updates the previous version BP# 104 dated October 7, 2015.
- 

### **Article I PURPOSE**

1.1 EWSHS shall adhere to ethics guidelines, appropriate standards of conduct, and provisions to avoid potential conflicts of interest. Members of the EWSHS community, which includes trustees, employees, volunteers, advisory board members, interns, research associates, affiliated individuals and others who have been entrusted to act on behalf of or in the name of the EWSHS. In order to avoid conflicts of interests related to their work and efforts on behalf of the EWSHS, members of the community cannot engage in activities that are incompatible with their duties on behalf of the EWSHS. Members shall disclose personal interest in business, transactions, and professional activities considered by the EWSHS as conflicts of interest

1.2 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, and establishes the standards and principles for ethical conduct that apply to the EWSHS collectively and to all members of the EWSHS Community.

### **Article II OBLIGATIONS REGARDING CONFLICTS OF INTERESTS**

2.1 In connection with any actual or possible, conflict of interest, EWSHS Community members must disclose the existence of the direct or indirect interest and provide all material facts to the EWSHS's Board of Trustees. Proper avoidance/resolution of conflicts of interests relies on timely disclosure and proper recusal of the member. To avoid conflicts, the member shall:

- a. Recuse him or herself from the Board discussion regarding the specific contract, sale, lease, purchase, grant or specific transaction;
- b. Recuse him or herself from the Board vote on the specific contract, sale, lease, purchase, grant, or transaction; and
- c. Refrain from attempting to influence the remaining Board members in their discussion and vote regarding the specific contract, sale, lease, purchase, grant or transaction.

2.1 The disclosure and recusal of EWSHS Trustees shall occur during the course of an Open Board Meeting. The Board's Secretary shall record each recusal and the basis for

recusal. The prohibitions against discussion, voting, and attempting to influence set forth above does not prohibit the member from using his or her general expertise to educate and provide general information on the subject area to the other members. Additionally, if the result of a conflict of interest of a EWSHS Trustee causes a lack of a quorum or results in a failure to obtain a majority vote as required by law, a member or members of the Board may be permitted to fully participate in proceedings, provided they publicly disclose the basis for disqualification prior to participating in a vote that results in a Board Decision.

2.3 At the beginning of each fiscal year, each member of the Board of Trustees shall fill out a standard EWSHS Conflict of Interest Form.

### **Article III**

#### **MEMBERS OF THE EWSHS COMMUNITY CONTRACTING WITH THE EWSHS**

3.1 EWSHS Community members must receive approval from the Washington State Executive Ethics Board before entering into, or obtaining a beneficial interest in a contract or grant with the EWSHS if the process for awarding the contract or grant was not open and competitive, or, whenever only one bid or application was received. The review of the contract or grant is to determine whether the performance under the contract or grant by the EWSHS Community member is in accordance with the Ethics in Public Service Act, chapter 42.52 RCW.

3.2 EWSHS Community members seeking the approval of the Washington State Executive Ethics Board for a contract or grant application with the EWSHS shall provide the following information to the Washington State Executive Ethics Board Director no later than thirty days prior to the commencement of the contract:

- a. A description of the EWSHS Community member's current official duties and responsibilities;
- b. A statement of the work to be performed and a copy of the contract;
- c. The duration and dollar value of the contract, if applicable;
- d. A statement that no state resources will be used to perform or to fulfill the contract or grant;
- e. A description of how the work will be performed without the use of state resources; and
- f. A statement that the EWSHS has reviewed or approved the outside contract or grant under applicable rules or policies, except when requesting a conditional approval.

3.3 A EWSHS Community member who has a contract or grant or a beneficial interest therein which is preapproved by the Executive Ethics Board under this section is not required to file an application for approval of the contract. However, the EWSHS Community member is responsible for determining that the contract or grant would not conflict with RCW 42.52.120(1) or other applicable provisions of chapter 42.52 RCW. Provided that the applicable conditions in RCW 42.52.120(1) are met, the following contracts are approved by the Executive Ethics Board:

- a. A contract or grant whereby the EWSHS Community member receives assistance through state programs or federal programs administered by the state when they are entitled to receive such assistance by law and on the same basis as similarly situated citizens, and when the EWSHS Community member does not exercise discretionary judgment with regard to an assistance program for which he or she is otherwise eligible;
- b. A contract to perform teaching duties at a bona fide community college, vocational-technical school, or institution of higher learning, provided no state resources are used to perform the duties; there is no conflict with the performance of official duties;

and the officer or employee did not use his or her official position to influence the contract of employment;

- c. A contract held by a spouse, in which the EWSHS Community member has a beneficial interest, with a state agency, provided that the EWSHS Community member did not participate in the contract.
- d. A contract that was received by the EWSHS Community Member to provide expert witness services in state litigation provided no state resources are used to perform the duties; there is no conflict with the performance of official duties; and the EWSHS Community member did not use his or her official position to influence the contract.

3.4 If a contract or grant has been amended or the scope of work altered and the effect of the amendment or alteration may create a potential conflict of interest under RCW 42.52.120(1) or other applicable provisions of chapter 42.52 RCW, the EWSHS Community member must resubmit the contract to the Executive Ethics Board at least fifteen days prior to commencement of work under the amended or altered contract.

3.5 If a EWSHS Community member anticipates receiving a series of substantially identical contracts or grants with a state agency, they may request that the Executive Ethics Board preapprove such contracts or grants. Preapproval shall be effective for the period of one calendar year, after which the officer or employee shall resubmit the request.

#### **Article IV EMPLOYMENT CONFLICTS**

4.1 No EWSHS Community member may employ or use any person, money, or property under the member's official control or direction, or in his or her custody, for the private benefit or gain of the member or another; or

4.2 After termination of employment with the EWSHS, no member shall, within a period of one year from the date of termination of such employment, accept employment or receive compensation from an employer if:

- a. The EWSHS Community member, during the two years immediately preceding termination of EWSHS employment, was engaged in the negotiation or administration on behalf of the EWSHS of one or more contracts with that employer and was in a position to make discretionary decisions affecting the outcome of such negotiation or the nature of such administration;
- b. Such a contract or contracts have a total value of more than ten thousand dollars; and
- c. The duties of the employment with the employer or the activities for which the compensation would be received include fulfilling or implementing, in whole or in part, the provisions of such a contract or contracts or include the supervision or control of actions taken to fulfill or implement, in whole or in part, the provisions of such a contract or contracts. This subsection will not be construed to prohibit an EWSHS Community member from accepting employment with a state employee organization.

4.3 No person who has served as an EWSHS Community member may, within a period of two years following the termination of EWSHS employment, have a direct or indirect beneficial interest in a contract or grant that was expressly authorized or funded by specific legislative or executive action in which the former EWSHS Community member participated.

4.4 No EWSHS Community member may accept an offer of employment or receive compensation from an employer if the member knows, has reason to believe that the offer of employment or offer of compensation was intended, in whole or in part, directly or indirectly, to influence the member or as compensation or reward for the performance or nonperformance of a duty by the member during the course of employment with the EWSHS.

4.5 No EWSHS Community member may accept an offer of employment or receive compensation from an employer if the circumstances would lead a reasonable person to believe the offer has been made, or compensation given, for the purpose of influencing the performance or nonperformance of duties by the member during the course of EWSHS employment.

4.6 No member may subsequent to his or her EWSHS employment assist another person outside EWSHS, whether or not for compensation, in any particular transaction involving EWSHS in which the member participated during EWSHS employment. This subsection shall not be construed to prohibit any EWSHS Community member from rendering assistance to state officers or state employees in the course of employee organization business.

## **Article V MISCELLANEOUS PROVISIONS**

5.1 For the purposes of this Conflicts of Interests Policy no Member of the EWSHS Community shall:

- Have an interest, financial or otherwise, direct or indirect, or engage in a business or transaction or professional activity, or incur an obligation of any nature that is in conflict with the proper discharge of his or her official duties; or
- Have a beneficial interest, directly or indirectly, in a contract, sale, lease, purchase, or grant that may be made by, through, or is under the supervision of the officer or employee, in whole or in part; or
- Accept, directly or indirectly, any compensation, gratuity, or reward from any other person beneficially interested in the contract, sale, lease, purchase, or grant; or
- Assist another person, directly or indirectly, whether or not for compensation, in a transaction involving EWSHS, except in the course of or incidental to official duties if the member has participated in the transaction, the transaction was under the official responsibility of the member a period of two years preceding such assistance
- Assist another person in a transaction involving EWSHS if the member is a partner, managing officer or employee of the another business entity involved in the transaction; or
- Directly or indirectly, ask for, give, receive, or agree to receive any compensation, gift, reward, or gratuity for performing, omitting, or deferring the performance of any official duty, unless otherwise authorized by law; or
- Members are prohibited from using any state resources to engage in private work that is not part of official duties or to engage in political activities except those expressly authorized by law related to the performance of official duties.

### **References that apply to this policy**

Chapter 42.52 RCW	WAC 292-110-060

