

# IREM Leadership Integrity: Ownership Disclosure & Conflict of Interest Policy

IREM Statement of Policies

Article I: Organization

Section 1. Governance and Volunteer Participation

## 1.8 Leadership Integrity

- 1.8.1 Members serving as IREM leaders (Officers, Board of Directors, Governing Councillors, standing committee, advisory council, and ethics panel members, and senior staff) or as IREM chapter leaders (Chapter Officers, Chapter Board of Directors, chapter committee members, and IREM Association Executives), shall serve with integrity and shall not:
- (a) engage in undisclosed conflicts of interest;
  - (b) take inappropriate advantage of their position; or
  - (c) abuse their position of trust and responsibility.
- 1.8.2 In support of this statement, all members involved in making decisions on behalf of the Institute shall disclose their ownership interests according to the following ownership disclosure and conflict of interest policy.
- 1.8.3 Ownership Disclosure and Conflict of Interest Policy
- (a) When IREM has an ownership interest in, or is engaged in a partnership agreement for mutual benefit with, an entity, and a member has an ownership interest, as defined in section 1.7.7, in that same entity, such member must disclose the existence of his or her ownership interest prior to speaking to a decision-making body on any matter involving that entity.
  - (b) If a member has personal knowledge that IREM is considering doing business with an entity in which a member has any financial interest, as defined in 1.7.8, or with an entity in which the member serves in a decision-making capacity, then such member must disclose the existence of his or her financial interest or decision-making role prior to speaking to a decision-making body about the entity.
  - (c) If a member has a financial interest in, or serves in a decision-making capacity for, any entity that the member knows is offering competing products and services as those offered by IREM, then such member must disclose the existence of his or her financial interest or decision-making role prior to speaking to a decision-making body about an issue involving those competing products and services.
- 1.8.4 After making the necessary disclosure, a member may participate in the discussion and vote on the matter unless that member has a conflict of interest as defined below.
- 1.8.5 A member of any of IREM's decision-making bodies (including those of chapters) will be considered to have a conflict of interest whenever that member:
- (a) Is a principal, partner or corporate officer of a business providing products or services to IREM or a local chapter or in a business being considered as a provider of products or services ("business"); or
  - (b) Holds a seat on the Board of Directors of the Business unless the person's only relationship to the Business is service on such Board of Directors as IREM's or an IREM chapter's representative; or
  - (c) Holds an ownership interest of more than one percent of the Business.
- 1.8.6 Members with a conflict of interest must immediately disclose their interest at the outset of any discussions by a decision-making body pertaining to the Business and any of its products or services. Such members may not participate in the discussion relating to that Business other than to respond to questions asked of them by other members of the body. Furthermore, no member with a conflict of interest may vote on any matter in which the member has a conflict of interest, including votes to block or alter the actions of the body in order to benefit the Business in which they have an interest.
- 1.8.7 Ownership interest is defined as the cumulative holdings of the member, the member's spouse, children, siblings and to any trust, corporation or partnership in which any of the foregoing individuals is an officer or director, or owns, in the aggregate, at least 50% of the (a) beneficial interest (if a trust), (b) stock (if a corporation) or (c) partnership interests (if a partnership).
- 1.8.8 Financial interest means any interest involving money, investments, credit, or contractual rights