



WISCONSIN WATERFOWL ASSOCIATION

HABITAT EDUCATION LEGISLATION

APRIL 2023

From: President, WWA
To: All WWA Directors and Employees

SUBJ: WWA CONFLICT OF INTEREST AND GIFT ACCEPTANCE POLICY

This document contains WWA's Conflict of Interest (CoI) Policy with which all directors and employees must comply. Each director and employee must acknowledge understanding of this policy at least annually.

SECTION 1. PURPOSE:

Wisconsin Waterfowl Association is a nonprofit, tax-exempt organization. Maintenance of its tax-exempt status is important both for its continued financial stability and for public support. Therefore, the IRS as well as state regulatory and tax officials view the operations of Wisconsin Waterfowl Association as a public trust, which is subject to scrutiny by and accountable to such governmental authorities as well as to members of the public.

Consequently, there exists between Wisconsin Waterfowl Association and its board, officers, and management employees and the public a fiduciary duty, which carries with it a broad and unbending duty of loyalty and fidelity. The board, officers, and management employees have the responsibility of administering the affairs of Wisconsin Waterfowl Association honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of Wisconsin Waterfowl Association. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with Wisconsin Waterfowl Association or knowledge gained therefrom for their personal benefit. The interests of the organization must be the first priority in all decisions and actions.

SECTION 2. PERSONS CONCERNED:

This statement applies not only to directors and officers, but to all employees who can influence the actions of Wisconsin Waterfowl Association. For example, this would include all who make purchasing decisions, all persons who might be described as "management personnel," and anyone who has proprietary information concerning Wisconsin Waterfowl Association.

SECTION 3. AREAS IN WHICH CONFLICT MAY ARISE:

Conflicts of interest may arise in the relations of directors, officers, and management employees with any of the following third parties:

1. Persons and firms supplying goods and services to Wisconsin Waterfowl Association.
2. Persons and firms from whom Wisconsin Waterfowl Association leases property and equipment.

3. Persons and firms with whom Wisconsin Waterfowl Association is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities, or other property.
4. Competing or affinity organizations.
5. Donors and others supporting Wisconsin Waterfowl Association.
6. Agencies, organizations, and associations which affect the operations of Wisconsin Waterfowl Association.
7. Family members, friends, and other employees.

SECTION 4. NATURE OF CONFLICTING INTEREST:

A conflicting interest may be defined as an interest, direct or indirect, with any persons or firms mentioned in Section 3. Such an interest might arise through:

1. Owning stock or holding debt or other proprietary interests in any third party dealing with Wisconsin Waterfowl Association.
2. Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) with any third party dealing with Wisconsin Waterfowl Association.
3. Receiving remuneration for services with respect to individual transactions involving Wisconsin Waterfowl Association.
4. Using Wisconsin Waterfowl Association's time, personnel, equipment, supplies, or good will for other than Wisconsin Waterfowl Association -approved activities, programs, and purposes.
5. Receiving personal gifts or loans from third parties dealing or competing with Wisconsin Waterfowl Association. Receipt of any gift is disapproved except gifts of a value less than \$50, which could not be refused without discourtesy. No personal gift of money should ever be accepted.

SECTION 5. INTERPRETATION OF THIS STATEMENT OF POLICY:

The areas of conflicting interest listed in Section 3, and the relations in those areas which may give rise to conflict, as listed in Section 4, are not exhaustive. Conflicts might arise in other areas or through other relations. It is assumed that the directors, officers, and management employees will recognize such areas and relation by analogy.

The fact that one of the interests described in Section 4 exists does not necessarily mean that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances it is necessarily adverse to the interests of Wisconsin Waterfowl Association.

However, it is the policy of the board that the existence of any of the interests described in Section 4 shall be disclosed before any transaction is consummated. It shall be the continuing responsibility of the board, officers, and management employees to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

Accepting a gift in your capacity as representative of WWA of is a special case Conflict of Interest circumstance. Guidelines for considering such gifts is contained in Attachment B.

SECTION 6. DISCLOSURE POLICY, PROCEDURE AND ENFORCEMENT:

Attachment A: CONFLICT OF INTEREST DISCLOSURE STATEMENT

Preliminary note: In order to be more comprehensive, this statement of disclosure/questionnaire also requires you to provide information with respect to certain parties that are related to you. These persons are termed "affiliated persons" and include the following:

- a. your spouse, domestic partner, child, mother, father, brother or sister;
- b. any corporation or organization of which you are a board member, an officer, a partner, participate in management or are employed by, or are, directly or indirectly, a debt holder or the beneficial owner of any class of equity securities; and
- c. any trust or other estate in which you have a substantial beneficial interest or as to which you serve as a trustee or in a similar capacity.

1. NAME OF EMPLOYEE OR BOARD MEMBER: (Please print)

2. CAPACITY: _____ board of directors
 _____ executive committee
 _____ officer
 _____ committee member
 _____ staff (position): _____

3. Have you or any of your affiliated persons provided services or property to Wisconsin Waterfowl Association in the past year?

_____ YES _____ NO

If yes, please describe the nature of the services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

4. Have you or any of your affiliated persons purchased services or property from Wisconsin Waterfowl Association in the past year?

_____ YES _____ NO

If yes, please describe the purchased services or property and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

5. Please indicate whether you or any of your affiliated persons had any direct or indirect interest in any business transaction(s) in the past year to which Wisconsin Waterfowl Association was or is a party?

____ YES ____ NO

If yes, describe the transaction(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

6. Were you or any of your affiliated persons indebted to pay money to Wisconsin Waterfowl Association at any time in the past year (other than travel advances or the like)?

____ YES ____ NO

If yes, please describe the indebtedness and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

7. In the past year, did you or any of your affiliated persons receive, or become entitled to receive, directly or indirectly, any personal benefits from Wisconsin Waterfowl Association or as a result of your relationship with Wisconsin Waterfowl Association, that in the aggregate could be valued in excess of \$1,000, that were not or will not be compensation directly related to your duties to Wisconsin Waterfowl Association?

____ YES ____ NO

If yes, please describe the benefit(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

8. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving _____?

____ YES ____ NO

If yes, please describe the proceeding(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

9. Are you aware of any other events, transactions, arrangements or other situations that have occurred or may occur in the future that you believe should be examined by Wisconsin Waterfowl Association's [board or a duly constituted committee thereof] in accordance with the terms and intent of Wisconsin Waterfowl Association's conflict of interest policy?

_____ YES _____ NO

If yes, please describe the situation(s) and if an affiliated person is involved, the identity of the affiliated person and your relationship with that person:

I HERBY CONFIRM that I have read and understand Wisconsin Waterfowl Association's conflict of interest policy and that my responses to the above questions are complete and correct to the best of my information and belief. I agree that if I become aware of any information that might indicate that this disclosure is inaccurate or that I have not complied with this policy, I will notify the Chairperson immediately.

Signature

Date

Wisconsin Waterfowl Association

GIFT POLICY AND DISCLOSURE FORM

As part of its conflict of interest policy, Wisconsin Waterfowl Association requires that directors, officers and employees decline to accept certain gifts, consideration or remuneration from individuals or companies that seek to do business with Wisconsin Waterfowl Association or are a competitor of it. This policy and disclosure form is intended to implement that prohibition on gifts.

- Section 1.** “Responsible Person” is any person serving as an officer, employee or a member of the board of directors of Wisconsin Waterfowl Association.
- Section 2.** “Family Member” is a spouse, domestic partner, parent, child or spouse of a child, or a brother, sister, or spouse of a brother or sister, of Responsible Person.
- Section 3.** “Contract or Transaction” is any agreement or relationship involving the sale or purchase of goods, services or rights of any kind, receipt of a loan or grant, or the establishment of any other pecuniary relationship. The making of a gift to Wisconsin Waterfowl Association is not a “contract” or “transaction.”
- Section 4.** Prohibited gifts, gratuities and entertainment. Except as approved by the Chairman of the Board or his designee or for gifts of a value less than \$50 which could not be refused without discourtesy, no Responsible Person or Family Member shall accept gifts, entertainment or other favors from any person or entity which:
1. Does or seeks to do business with Wisconsin Waterfowl Association or,
 2. Does or seeks to compete with Wisconsin Waterfowl Association or,
 3. Has received, is receiving, or is seeking to receive a Contract or Transaction with Wisconsin Waterfowl Association.