

GENERAL SOCIETY OF THE WAR OF 1812 (GSW1812)

CONFLICT OF INTEREST POLICY

SECTION 1. PURPOSE:

The General Society of the War of 1812 (known hereafter as (GSW1812) is a not for profit, tax-exempt organization. Maintenance of its tax-exempt status is important for both continued financial stability, public and member support. Therefore, the Internal Revenue Service, as well as other regulatory agencies, tax officials and other stakeholders view the policy and operations of the GSW1812 as a public trust, which is subject to scrutiny by and accountable to such authorities as well as its constituents.

Consequently, there does exist between GSW1812 and its officers, committee chairmen, executive committee members, committee members and the general public a fiduciary duty that carries with it a broad and clear duty of fidelity and loyalty. The officers, committee chairmen, executive committee members, and committee members have the responsibility to administer the affairs in an honest and prudent manner, exercising the best skill, abilities and judgment for the sole benefit of the GSW1812. Those persons who serve in leadership capacities shall exercise good faith in all matters and transactions, and shall refrain from practices that allow personal gain or benefit due to knowledge or influence. The interest of the GSW1812 shall be the priority in all decision and actions.

SECTION 2. PERSONS CONCERNED:

This code and statement is intended for all officers, committee chairmen, executive committee members, and others as so determined by the Executive Committee of GSW1812. All persons who may influence decisions of GSW1812 may be added at any time.

SECTION 3. AREAS OF POTENTIAL CONFLICT:

Conflicts may arise in relations to officers, committee chairmen, executive committee members, with any of the following third parties:

1. Persons and firms supplying goods and services to GSW1812.
2. Persons and firms from whom GSW1812 leases property or equipment.
3. Persons and firms with whom GSW1812 is maintaining or plans to maintain a business relationship that involves the sale of real estate, securities, or other property.
4. Other organizations.
5. Donors and others supporting GSW1812.
6. Agencies, organizations, and associations that affect the operations of GSW1812.
7. Family members, close associates and other employees.

SECTION 4. NATURE OF CONFLICT OF INTEREST:

A conflicting interest may be defined as an interest, direct or indirect, with any person or firms mentioned in Section 3. Such interest may arise from the following activities:

1. Owning stock or holding debt or other proprietary interest in a third party dealing with GSW1812.
2. Holding office, serving on the board, participation in management, or being otherwise employed or previously employed with any third party who conducts business or intends to conduct business with GSW1812.
3. Receiving remuneration for services with respect to individual transactions involving GSW1812.
4. Using the time, personnel, equipment, good will or other resources of GSW1812 for activities other than approved activities, programs, and functions.

5. Receiving personal gifts, professional opportunities or loans from third-party vendors conducting business or intending to conduct business with GSW1812. Receipt of any gift of cash is prohibited. Gifts with a value of less than \$25 (twenty-five dollars) may be accepted only if the acceptance avoids a discourtesy.

SECTION 5. INTERPRETATION OF POLICY:

The areas of conflicting interest listed in Sections 3 and 4 are examples of potential conflicts and may be expanded as situations dictate. All persons who serve in leadership and critical areas of GSW1812 shall use best judgment to determine any possible conflicts. The GSW1812 Judge Advocate General shall be consulted on any question of this policy. Persons in leadership positions of GSW1812 shall disclose any potential conflict before transactions are consummated. The leadership shall scrutinize all transactions and disclose any activities that are, or have the appearance of, a conflict to the Executive Committee immediately upon knowledge of such activities. This policy, shall be mandatory for all affected members. Any change of the policy will require a two-thirds affirmative vote of the executive committee of GSW1812. Such vote will occur at a called meeting of the executive committee.

SECTION 6. DISCLOSURE POLICY AND PROCEDURE:

Transactions with parties with whom a conflicting interest exists may only be undertaken when all four (4) stipulations are met:

- 1. The conflict of interest is fully disclosed.**
- 2. The person with the conflict refrains from discussion and approval of such transaction. A competitive bid or comparable valuation exists.**
- 3. The leadership, executive committee, or duly constituted committee determines that the transaction serves the best interest of GSW1812.**
- 4. Disclosure shall be made to the GSW1812 President General (GSW1812 Judge Advocate General if the GSW1812 President General is the person in conflict) who shall bring the matter to the Executive Committee for discussion and resolution. Disclosures that involve Executive Committee members shall be made to the GSW1812 Judge Advocate General.**

The duly constituted committee shall determine whether a conflict exists. Further, the constituted body shall determine in a fair, just, and reasonable manner if the approval of such transaction with the disclosed conflict best serves the interest and mission of GSW1812.

A GSW1812 Conflict of Interest Statement must be signed each year by all Executive Committee members, and others as so determined by the Executive Committee of GSW1812.

SECTION 7 POSITIONS INVOLVED:

The Constitution Article III as amended defines the Executive Committee Members as : President General, Immediate Past President General, Deputy President General, Secretary General, Treasurer General, Judge Advocate General, Registrar General, Historian General, and the Vice President Publications.

Additional positions which fall under the Conflict of Interest are the Quartermaster General and the Archivist General.

Under the terms of this policy, The President General has appointed The Judge Advocate General as the Compliance Officer.