OPERATIONAL POLICY

Georgia State Council

Title: Conflict of Interest Policy	**Number: GA-006**
Cross Reference: ENA Operations	
Approved by: GAENA General Assembly	**Origination Date: 11/13/2021**
Revised by: GAENA ByLaw/Policy Committee	**Approval Date:**
	Revision Date: 01/2025

I. **POLICY PURPOSE:**

The purpose of the conflict of interest policy is to protect the interests of this tax-exempt organization, Georgia State Council Emergency Nurses Association (GAENA), when it is contemplating a decision that leads to entering into a transaction or arrangement that might benefit the private interest of an officer or director of GAENA or might result in a possible excess benefit transaction.

II. **POLICY BACKGROUND:**

Disclosure does not imply presumption of impropriety, or automatically preclude someone from participating in a GAENA activity or decision-making process. Rather, it reflects GAENA's recognition of the many factors that can influence one's judgment, and a desire to make as much information as possible available to other participants in GAENA-related matters to allow them to properly weigh/address the interests of others and, as necessary, to implement a plan to properly manage conflicts.

III. **PROTOCOL:**

This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

1. All interested persons involved in the decision-making process on behalf of GAENA must disclose any personal, professional, or business interest(s) that conflict, potentially conflict, or appear to conflict directly or indirectly with the affected activity or decision.
2. They must also disclose any significant financial interest or relationship with an entity having a commercial interest in the outcome of the decision.
3. By the disclosure of such interests, other GENA members and persons with governing board delegated powers may be given the opportunity to review the disclosed facts as they consider the proposed transaction or arrangement and have the opportunity to take potential biases into consideration.
4. Prior to, or at, the first GAENA meeting of the year, the President will obtain a completed conflict of interested form from each interested party to determine if there is a conflict of interest (COI). Interested parties will update the COI disclosure if their situation changes during the year.
5. The GAENA President will ask for disclosure of COI at each meeting. The Secretary will

document any COIs in the minutes.

6. Members of the GAENA State Council may choose to ask members with a conflict of interest to leave during discussion and voting, or may allow them to remain to provide input into the discussion.
7. Persons who fail to disclose a conflict, or potential conflict of interest in accordance with this policy may be subject to disciplinary action, including dismissal from office or appointment.
8. Disclosure will be made both verbally and in writing at the meeting of the GAENA either by the President, or via the member with an updated disclosure.
9. When an agenda item may lead to a potential conflict of interest, the remaining GAENA State Council or committee members shall decide if a conflict of interest exists.
10. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, s/he shall leave the meeting while the determination of a conflict of interest is discussed and voted upon.
11. Based on the decision of the rest of the GAENA State Council, the member may be called back to the meeting to provide input if it is determined that the interested party may be able to provide useful information related to the decision.
12. Each board member or committee chair will sign a conflict of interest disclosure annually.
13. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the members decide that a conflict of interest exists.

Definitions:

1. Interested Person: Any director, principal officer, or member of a committee with governing board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. Financial Interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
    a. An ownership or investment interest in any entity with which GENA has a transaction or arrangement
    b. A compensation arrangement with any entity or individual with which GENA has a transaction or arrangement, or a proposal ownership or investment interest in, or compensation arrangement with, any entity or individual with which GAENA is negotiating a transaction or arrangement.
3. Compensation: includes direct and indirect remuneration as well as gifts or favors that are not insubstantial