

NACM Board Conflict of Interest Policy

I. Purpose

The National Association for Court Management (“NACM”) strives to maintain the highest ethical standards in all policies, procedures and programs and to avoid any conflicts of interest. The choice of individuals or corporations with whom NACM may have a business relationship must be determined solely on the basis of the best interests of NACM. The self-interest of any director or officer must not be permitted to affect such choice. This conflict of interest policy (this “Policy”) is designed to help directors and officers of NACM identify situations that present potential conflicts of interest and to provide NACM with a procedure for ensuring that such potential conflicts are disclosed to NACM and properly addressed. All conflicts or potential conflicts must be disclosed, and either waived or remedied, pursuant to the procedures set forth in Section 2.05 of this Policy.

II. Who is covered by this policy?

Officers and directors of NACM (each, a “Person”) are covered by this Policy and must abide by the provisions set forth herein. NACM recognizes that its directors may be bound by conflict of interest policies from other organizations with which they are affiliated. For purposes of this Policy, “Household” shall mean everyone who resides with a Person and all of a Person’s relatives by blood, marriage, adoption or otherwise, wherever they may reside.

III. What constitutes a conflict of interest?

A. General Considerations

The officers and directors of NACM owe a duty of loyalty to NACM that requires that in serving NACM they act, not in their personal interests, or in the interests of others whose interest conflict with the interests of NACM, but rather solely in the interests of NACM. Officers and directors must have undivided allegiance to NACM’s mission and may not use their positions, non-public information they have about NACM, or NACM’s property in a manner that allows them to secure a pecuniary benefit for themselves or the private interests of others.

A potential conflict would exist wherever a Person has an interest in or connection with, an enterprise with which NACM transacted or might transact business (or with individuals associated with such an enterprise) where that interest is of such a nature that it might influence the independent judgment of the Person. The conflicting interest referred to throughout this Policy may be an interest of a Person

or a member of a Person's Household. It is not possible to enumerate all situations which constitute a conflict. In determining whether there is a conflict involved, there is no substitute for sound judgment in each case based upon the particular facts involved. Listed below are certain circumstances which are deemed to create conflicts of interest and must be disclosed pursuant to Section 2.05 of this Policy.

B. Transactions

1. Persons and members of a Person's Household may not enter into transactions or contracts with NACM.
2. An entity in which a Person or a member of a Person's Household has a material financial interest or of which such Person is a director, officer, agent, partner, associate, legal representative, or employee may not enter into a transaction or contract with NACM provided that state or local courts are not precluded from contracting with NACM because a Director serves as an officer, agent or employee of such state or local court.
3. Examples of such transactions or contracts include the sale of products, the purchase of materials, supplies and equipment, the purchase, sale and lease of real estate, the purchase of advertising space and time, the extension of credit, the investment and borrowing of funds, the purchase of insurance, the handling and disposition of claims, the selection and use of consultants or other professional advisors, and the selection or supervision of contractors, suppliers, or vendors.

C. Financial

1. Persons and members of a Person's Household may not hold financial interests that conflict with the Person's conscientious performance of his or her duties or the interests of NACM.
2. Persons may not engage in financial transactions outside of NACM using non-public NACM information or allow the improper use of such information to further their private interests or the private interests of others.

D. Gifts

1. Persons and members of a Person's Household may not accept any personal gift or other personal item (other than items of an advertising nature of no more than nominal value) from any individual or entity seeking official action from or doing business with NACM, or whose interests may be substantially affected by the performance or non-performance of the Person's duties.

2. Persons and members of a Person's Household may not solicit any personal gift or other personal item of value from any individual or entity seeking official action from or doing business with NACM, or whose interests may be substantially affected by the performance or non-performance of the Persons duties.

IV. Obligations of Persons

Persons must understand and comply with this Policy, and, when in doubt, seek interpretation and guidance from the President of NACM. Persons must act impartially and may not give preferential treatment to any private organization or individual. Persons must endeavor to avoid any actual conflict or those actions appearing to create a conflict of interest.

V. Implementation of this Policy

A. Procedures to be followed

The Secretariat of the NACM will distribute this Policy to each officer and director annually. Each Person receiving the Policy must be instructed to review this Policy and then sign and return to the President of NACM one copy of the Conflict of Interest Certificate. Disclosures of interests or relationships which are subject to review must contain sufficiently detailed information to facilitate review. The NACM Secretariat will retain for 10 years copies of the executed Certificates.

The Secretary of the NACM should establish procedures to ensure that any new Persons are properly briefed, and execute a Certificate. At least annually immediately following the Annual Conference, every Person should be properly briefed and acknowledge compliance by executing a new Certificate. Each Person should also be informed of the requirement to file promptly a new Certificate whenever a new interest requiring disclosure arises.

Each Certificate must be reviewed in detail by the NACM President, as the case may be, to ascertain that it is complete.

B. Actions by the Officer or Director in conflict of interest situations

If a Person discloses an interest or relationship in Section 2 or Section 3 of the Certificate, the Person should (a) divest himself or herself of the interest or terminate the relationship; or (b) recuse himself or herself from discussions and/or decisions involving the disclosed interest or relationship.