September 13, 2010

ASOC POLICY ON AVOIDING CONFLICTS OF INTEREST

1. The purpose of this conflict of interest policy is to protect ASOC’s interests when it is contemplating entering into a transaction or arrangement that could benefit the private interest of any ASOC officer or director. This policy supplements but does not replace any applicable Washington, DC and federal laws governing conflicts of interest in nonprofit and charitable organizations.

2. In connection with any actual or possible conflict of interest, the officer or director should disclose the existence of the conflict to the Executive Director and Board Executive Committee. Each director and principal officer shall annually sign a statement affirming that he or she has received a copy of this policy, has read and understands it, agrees to comply, and understands that ASOC is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

3. If the Board has reasonable cause to believe that an officer or Board member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose. The Board chair may, if appropriate, appoint a disinterested person or committee to investigate the proposed transaction or arrangement. If, after hearing the response and making further investigation as warranted by the circumstances, the Board or other person or committee determines that the officer or member failed to disclose an actual or possible conflict, it shall take appropriate disciplinary and corrective action. If a conflict is found, the Board can vote on whether the transaction or arrangement is in ASOC’s best interests or not, and whether it is fair and reasonable to allow it or not.

4. A member of the Board who receives compensation, directly or indirectly, from ASOC is precluded from voting on matters pertaining to his or her compensation. Compensation for the Executive Director shall be determined by the Chair and Executive Committee, based on evaluating comparable compensation for similar organizations, duties and experience.

5. To ensure that ASOC operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted, including whether compensation arrangements and benefits are reasonable and the result of arm’s-length bargaining; whether all contractual arrangements conform to ASOC’s written policies and procedures; and whether all arrangements are properly recorded and further charitable purposes and do not result in impermissible private benefit.

6. All directors, officers and employees may report violations or suspected violations to the Executive Committee, and no one who makes such a report in good faith shall suffer harassment or retaliation. This "whistleblower" provision is intended to encourage and enable employees and others in the ASOC family to raise serious concerns within ASOC prior to seeking resolution outside. Anyone filing a complaint must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a serious violation of this policy.