



HEALTHIER WORKPLACES | A HEALTHIER WORLD

# Conflict of Interest Policy

*Approved August 1996; Revised November 2020*

## Policy Statement

All volunteer leaders must avoid both actual and apparent conflicts of interest that would interfere with their ability to discharge their fiduciary responsibilities to AIHA. The association expects its leaders to follow ethical standards, comply with all laws, and avoid any conflict of interest, or appearance of such, including having their titles or affiliation used to publicize personal or company activities, programs, or events (especially those conducted for private profit). **This policy applies to all volunteer leader roles, including: the AIHA Board of Directors and all national-level committees, advisory groups, task forces, project teams, and volunteer groups (collectively referred to as volunteer bodies). This policy also extends to local section officers (who are AIHA National members).**

## Board of Directors

It is the policy of the AIHA Board to carefully review all proposed contracts between AIHA and current officers and directors for potential conflicts of interest. This may be accomplished by having the Executive Committee initially review with a subsequent report to the full Board. These contracts must be peer reviewed and approved by a majority vote of the Board. In addition, such officers and directors must recuse themselves from any Board or Finance Committee deliberations and decisions affecting their potential contracts or employer.

At the beginning of a new “board cycle year” (generally around the time of the Annual Membership Meeting at AIHce), all Board members must disclose in writing any potential sources of bias and conflict of interest during their term in the forthcoming year. Disclosure forms must be signed by all individuals and submitted to the AIHA Executive Office. Questions pertaining to an individual Board member’s real or apparent conflict of interest will be referred to the Executive Committee for further review and resolution.

## Liaisons and Representatives

The AIHA President may appoint a national AIHA member to serve as a member of, or official AIHA representative or liaison to, an outside national committee, another association or group, or Board of another association or group.

Official liaisons and representatives are accountable to the relevant AIHA volunteer group(s), the Board, and the national AIHA office. This includes ensuring that the relevant volunteer group leaders, staff, and AIHA Board liaisons are copied on all pertinent communication, and consulted prior to any vote, statement or official position being taken by the group. If the group to which the liaison or representative is appointed has relevance to more than one AIHA volunteer group, the



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official liaison or representative is expected to communicate with the leaders of each of the relevant volunteer groups regarding areas of interest and issues of concern.

Official liaisons and representatives must adhere to established AIHA guidelines and policies when providing oral or written presentations on behalf of AIHA. Official liaisons and representatives must represent AIHA positions when existing white papers and position statements define them. If AIHA's position on a particular issue is not clear or no white paper exists, official liaisons and representatives are to contact the appropriate volunteer group chair(s), board liaison, and staff liaison for guidance and direction.

If an AIHA member is a member of an outside/non-AIHA committee or other group but is not AIHA's official liaison to that group, the member is to ensure that his/her opinions are not construed to represent positions of AIHA. It is proper, however, for a member in such a position to convey established views of AIHA (e.g., those in existing position papers).

## Volunteer Bodies and Local Section Officers

**All AIHA volunteer members must have a current Conflict of Interest (COI) disclosure form on file.** Members only need to submit a COI disclosure form once until potential conflicts change. This applies to national-level committees, advisory groups, task forces, project teams, and **active** members of volunteer groups (i.e., committees and working groups), **as well as local section officers.**

Once a year, committee members will be contacted and reminded to update their form if any changes have occurred since the previous submittal. This form is now linked to one's AIHA member profile in the association's database. Questions pertaining to a member's real or apparent conflict of interest should be referred to the Board President (and possibly to the full Board of Directors) for further review and resolution.

## Conflict of Interest Defined

The term "conflict of interest" includes, but is not limited to, circumstances where a volunteer leader, or a member of his or her immediate family:

- Owns any financial or other proprietary interest in any entity supplying (or seeking to supply) goods or services to AIHA;
- Receives any substantial benefit from a third party attributed to that party's past, present, or future business relationship with AIHA;
- Receives any substantial financial benefit from a pending decision of AIHA or from an organization or individual being evaluated by AIHA;
- Serves as an officer, director, or committee member of any competing organization, i.e., any nonprofit or business enterprise whose purposes, products, and/or services compete with those of AIHA;



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- Is or has been employed by or has a financial or management interest in an organization that will be directly impacted by a decision or policy enacted by the AIHA, or regulatory activities that are being considered for endorsement by the AIHA.

## Disclosure of the Existence of a Conflict

If any AIHA volunteer member knows, believes, or has reason to know or believe, that a conflict of interest exists with respect to any transaction involving AIHA, any decision of the Board, any decision of a committee, advisory group, project team or task force, or any action taken by an officer, such person must inform the volunteer body's leadership team first, the corresponding Board Liaison, the appropriate staff contact, and then potentially the AIHA Board leadership of the existence of such conflict of interest or potential conflict of interest. If the matter pertains directly to a Board action or decision, it should be directly brought to the Board leadership's attention.

**Annually, Board officers and directors must sign the AIHA Conflicts of Interest disclosure form upon appointment regardless of whether or not there are existing conflicts. Non-Board volunteers may sign only once upon joining any group but are expected to update their form if conflicts arise over time.**

## Avoidance of Certain Strategic Conflicts

Due to the strategic nature of certain key AIHA volunteer groups, and the potential for a continuing conflict of interest, volunteer leaders serving on the **AIHA Board** and certain national level committees (these include but may not be limited to: **Finance, Board Nominating, AIHA Named Awards & Honors, and Content Portfolio Advisory Group**) must refrain from concurrent service during their tenure on the Boards of organizations deemed to be of a competitive nature. The AIHA Board (or Executive Committee) may convene to discuss this matter as needed.

## Resolution of Conflicts on a Volunteer Body

If it is determined a conflict of interest exists, and the volunteer leader has made full disclosure of the facts surrounding the conflict, then the volunteer body must determine whether the volunteer leader may fully participate in the deliberations and/or vote(s) regarding the affected transaction. If the volunteer leader merely discloses the existence of the conflict of interest or potential conflict of interest but fails to disclose or is prohibited from disclosing all material facts regarding the conflict, then such volunteer leader must be prohibited in participating in any manner or form in the deliberations or decisions regarding the affected transaction. The recusal must be recorded in the meeting minutes.

Where conflicts are identified and fully disclosed as described above, the remaining members of the affected volunteer body must make a fair and full evaluation of all facts pertaining to the conflict of interest to determine its extent. If the remaining members of the group make a determination in writing that the nature and extent of the conflict of interest is so substantial and of such a continuing nature that they believe it would be impossible for the volunteer leader to



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discharge the duties of his or her office with the requisite degree of loyalty and integrity, then the volunteer group leadership may request the resignation of the volunteer who is subject to the conflict of interest.

Where conflicts cannot be resolved to the satisfaction of all parties, the matter must be referred to the AIHA Board for a final resolution.

### **Attachments**

- A: Frequently Asked Questions
- B: Conflict of Interest Disclosure Form for Volunteers
- C: Conflict of Interest Disclosure Form for Board Members



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## **Attachment A**

### **Conflict of Interest FAQ Document**

#### **Why does AIHA need a Conflict of Interest policy and disclosure?**

In an effort to ensure impartial and objective decision-making on policy development and content, all active volunteers (i.e., Board members and members of other volunteer bodies) are required to submit a Conflict of Interest Disclosure form, so potential conflicts are disclosed prior to any policy, product or document development. Additionally, AIHA frequently calls upon its members to provide review and comments on pending legislation, regulation, and other documents – often with very tight deadlines. Having updated forms on file for all Board members and active volunteers ensures potential conflicts are known prior to comment submission. AIHA encourages all its Board members and volunteers to follow ethical standards and principles, to comply with all laws, and to avoid any conflict of interest, or appearance of such.

#### **What does “fiduciary responsibility” mean in relation to AIHA and its volunteer leaders?**

With fiduciary responsibility, there is a strict standard of behavior expected for AIHA’s volunteers. In general terms, a fiduciary is expected to be extremely loyal to the person or entity to whom they owe the duty (the “principal”). As a fiduciary, AIHA’s volunteers have a duty not to be in a situation where personal interests conflict with their duty to AIHA, such as to their employer, and a duty not to profit from their position without expressed knowledge and consent of AIHA.

#### **Who must complete a Conflict of Interest Disclosure form?**

Annually, all Board officers and directors must sign the AIHA Conflicts of Interest disclosure form upon appointment regardless of whether or not there are existing conflicts. Non-Board volunteers may sign only once upon joining any group but are expected to update their form if conflicts arise over time.

#### **How are “competete” and “organization” defined, for the purposes of this policy and disclosure?**

The use of “competete” in AIHA’s Conflict of Interest Policy and Disclosure form does not have solely negative connotations, but rather points to other entities that may have similar areas of interest. Similarly, “organization” encompasses more than trade associations or professional societies and can include other administrative and functional structures such as businesses and corporations. A



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competing organization includes, but is not limited to, not-for-profit organizations and associations, employers, companies, suppliers, and vendors.

## **What are examples of conflicts of interest?**

Every case of potential conflict of interest needs to be evaluated within the context and scope of the potential conflict. AIHA cannot provide an all-encompassing checklist or list of examples. However, we can provide some additional points to consider. A conflict of interest may be anything that could:

- Impact or interfere with you fulfilling your duty to AIHA
- Prevent you from acting in AIHA's best interest
- Cause you to have an interest or position that is not consistent with, or interferes with your ability to uphold, AIHA's mission or strategic goals
- Interfere with your duty to AIHA

## **What is meant by “Other organization(s) to which I belong” and “Organization(s) in which I have a financial interest”?**

You may be a member of another professional association or society in the industrial hygiene or occupational and environmental health and safety area. It is your level of participation in those groups, regardless of position (i.e., leader or member), where a potential conflict of interest may exist, and for which we are asking that you self-disclose. If you are a member of an organization but are not an active participant in any of its activities, the potential for conflict of interest may not be present. Organizations can also include employers and other entities beyond other professional associations and societies. You may have a financial interest in many organizations, but that relationship may not have any impact on your service to AIHA. It is those relationships that may be impacted by AIHA's position, products, or services that may be potential conflicts of interest and for which we are asking that you self-disclose.

It is not AIHA's intention to force a member to choose between joining/participating in AIHA or other organizations unless that participation materially affects the strategic direction of AIHA and/or potential confidential business information.

If a volunteer is participating in, for example, one of our guideline development project teams and that person is also on a standard development committee for another organization or is employed by a company whose product line will be impacted by the guideline, AIHA needs to know that and then have the volunteer group determine if there is a conflict of interest.

Due to their strategic nature, volunteer leaders serving on the **AIHA Board** and certain national committees (these include but may not be limited to: **Finance, Board Nominating, AIHA Named**



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**Awards & Honors, and Content Portfolio Advisory Group)** must refrain from concurrent service during their tenure on the Boards of organizations deemed to be of a competitive nature (e.g., ACGIH, BGC, ASSP). The AIHA Board (or Executive Committee) may convene to discuss this matter as needed.

## **What happens if I self-identify as having a potential conflict of interest? How is an identified conflict of interest handled?**

Staff maintains a repository of disclosure forms and will perform an initial review for any identified potential conflicts of interest.

The following processes apply:

### **National Level Committees, Advisory Groups, Task Forces, Project Teams**

The AIHA Board has the authority to determine if a substantial conflict of interest exists and what measures should be taken to mitigate or eliminate the conflict of interest, including a request to resign from the group.

### **Committees and Working Groups (Volunteer Groups), Local Sections**

The leadership of a volunteer group or local section is responsible for evaluating all facts pertaining to a self-disclosed or otherwise identified potential conflict of interest by its members. If the consensus opinion of the remaining members of the volunteer group or local section determine in writing that the nature and extent of the conflict of interest is so substantial and of such a continuing nature that it would be impossible for the volunteer to discharge his or her duties with the requisite degree of loyalty and integrity, then leadership of the volunteer group or local section may require your resignation from the group. Alternately, it may be decided that you may continue in your role on the team, but that you would need to recuse yourself during certain discussions and votes. In all circumstances, the corresponding Board liaison must be notified of the matter. For any unresolved or particularly contentious matters, it may fall to the AIHA Board leadership to serve as the final arbiter of any decision.

## **What happens if I refuse to sign the Conflict of Interest Disclosure Form?**

First, we would encourage the group leadership to discuss the matter with you and try to resolve any problems. However, in the end, if you do not sign the form, you will not be allowed to serve as an active volunteer on any AIHA group, including, but not limited to, serving as an active committee member, a member of any national-level advisory group, task force or project team, or an elected AIHA Board member. **All members without a Conflict of Interest Disclosure form on file will be classified as a corresponding member of a volunteer group. Corresponding members are not able to claim Certification Maintenance points for their time served as a member of a group.**



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## **Attachment B:**

### **Conflict of Interest Disclosure Form FOR VOLUNTEERS**

I have reviewed the AIHA Conflict of Interest Policy and agree to be bound by its provisions for the duration of my appointed or elected term.

Volunteer Groups, National Committees, Advisory Groups, Task Forces, etc. OR Local Section(s) in which I participate:

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Outside groups/entities for which I am requesting to be the appointed as a: ☐ liaison OR ☐ representative OR ☐ not applicable

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Other outside organizations to which I, or a member of my immediate family, belong that may be affected by, or may affect, my AIHA service:

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Organization(s) that I, or a member of immediate family, have a financial interest in that may be affected by, or may affect, my AIHA service:

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By signing below, I further acknowledge and certify that —

1. I have truthfully and to the best of my knowledge identified in writing all relevant potential sources of bias and conflicts of interest, including all professional, consulting, and financial connections, as well as pertinent intellectual positions and public statements, that could be associated with my AIHA activities and will do so as these may arise in the future. I further acknowledge and state that, if during the course of the next year, any matters arise or issues are presented that could create a conflict of interest, apparent conflict of interest or bias for me, as those terms are described above, I will immediately provide AIHA with a written disclosure of such conflict of interest, apparent conflict of interest or bias.

2. The information I declare is solely for the confidential review by AIHA, and I do not authorize further disclosure or release of any of it for any other use.

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Name (print or type)

Signature

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Name of Employer

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Title

Date





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## Attachment C: Conflict of Interest Disclosure Form for BOARD MEMBERS

I have reviewed the AIHA Conflict of Interest Policy and agree to be bound by its provisions for the duration of my appointed or elected term. **Board members are asked to step down from all Volunteer Groups (Committees and Working Groups) as “active” members during their tenure;** however, they may remain as “corresponding” members.

Other outside organizations to which I, or a member of my immediate family, belong that may be affected by, or may affect, my AIHA service. Specifically, indicate Boards of other associations / organizations in which you currently serve.

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Organization(s) that I, or a member of immediate family, have a financial interest in that may be affected by, or may affect, my AIHA service:

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By signing below, I further acknowledge and certify that —

1. I have truthfully and to the best of my knowledge identified in writing all relevant potential sources of bias and conflicts of interest, including all professional, consulting, and financial connections, as well as pertinent intellectual positions and public statements, that could be associated with my AIHA activities and will do so as these may arise in the future. I further acknowledge and state that, if during the course of the next year, any matters arise or issues are presented that could create a conflict of interest, apparent conflict of interest or bias for me, as those terms are described above, I will immediately provide AIHA with a written disclosure of such conflict of interest, apparent conflict of interest or bias.

2. The information I declare is solely for the confidential review by AIHA, and I do not authorize further disclosure or release of any of it for any other use.

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Name (print or type)

Signature

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Name of Employer

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Title

Date