

Conflict of Interest Policy

1. Purpose

The Richmond Artists Alliance (RAA) is committed to acting in the best interests of the organization, its members, and the public. This policy is intended to ensure that decisions are made fairly, transparently, and without improper influence, and to protect the credibility of the Alliance with members, funders, and partners.

2. What Is a Conflict of Interest

A conflict of interest occurs when a director, officer, or committee member has a personal, financial, or relational interest that could reasonably be seen to influence their judgment or actions on behalf of RAA.

Conflicts may be **actual, potential, or perceived** and may include, but are not limited to:

- Financial benefit to the individual or a family member
- Paid work, commissions, or contracts involving the individual or a family member
- Decisions that materially affect a spouse, partner, or close family member
- Preferential access to opportunities, information, or resources
- Use of RAA information or position for personal advantage

3. Duty to Disclose

All directors and officers have a duty to disclose any actual or potential conflict of interest:

- As soon as it arises, and
- Before discussion or decision-making on the matter

Disclosure does not imply wrongdoing; it is a normal and expected part of responsible governance.

4. Handling a Conflict

When a conflict is disclosed:

1. The conflicted individual will **leave the discussion** related to the matter.
2. The conflicted individual will **not vote** on the matter.
3. The remaining board members will determine how to proceed in the best interest of RAA.
4. The disclosure and recusal will be **recorded in the meeting minutes**.

5. Quorum and Voting

If a conflict affects quorum, quorum will be calculated **excluding** the conflicted individual.

6. Related Individuals

Related individuals (including spouses or partners) may serve on the board or as officers of RAA. However:

- They may not vote on matters that directly affect one another.
- They may not jointly control financial decisions.
- The board should ensure that decision-making authority is not unduly concentrated.

7. Financial Controls

RAA will maintain financial safeguards, including:

- At least two unrelated signing officers
- Board oversight of budgets and expenditures
- Clear separation between governance decisions and paid work

8. Annual Declaration

Each director and officer will annually sign a declaration confirming that they:

- Have read and understand this policy
- Agree to comply with it

- Have disclosed any relevant conflicts

9. Review

This policy will be reviewed periodically by the board and updated as the organization evolves.