



## Conflict of Interest Policy

**For Board of Directors, Committee Members, and Staff**

### **Part I - Conflict of Monetary Interest, Other Than Related Party Transactions**

- IALHA defines a conflict of interest (COI) as any financial (both direct and indirect) relationship including relationships of family members (definition below) that could influence or be perceived to influence an individual's objectivity when representing or conducting business for, or on behalf of, IALHA.
- IALHA defines "family" for these purposes as follows: spouse, parent, child or spouse of a child, brother, sister, spouse of a brother or sister, a cohabiting companion, or any other individual with a significant familial or familial-like relationship. Both parent and child shall include step-parent and step-child.
- For purposes of this Policy, the term "committee" includes any group of individuals designated by the President, or Board, or committee established to perform a particular task (e.g., task forces, ad hoc committees).
- Each IALHA Board member, committee member, or employee shall fulfill his obligation to disclose any conflict by signing this Policy and submitting Exhibits A and B. This must be done within 14 days of acceptance of the position or the individual cannot participate in any relevant meetings. Once an individual has signed this Policy, it is incumbent upon him to update the Exhibits as appropriate.
- This is a continuing obligation upon the individual; failure to disclose a conflict, or update the IALHA within five (5) days of becoming aware of a conflict, that individual is prevented from participating in any relevant meetings until the conflict is noted and resolved.

### **Conflicts of Interest or perceived conflicts of interest that arise as to a particular matter.**

If any COI exists as defined in this policy, this procedure will be followed (except for matters involving employees, which will be referred to the General Legal Counsel):

- Disclosure of Actual or Potential Conflict. The individual with the COI or potential COI shall immediately disclose *all material facts relating to* the existence of a conflict or potential conflict when the issue for which the conflict exists is brought up at the meeting. This disclosure should include the nature of the conflict and why the individual believes it may be considered to be a conflict.
- Provision of Information. The individual with the actual or potential conflict should provide to the Board any information relevant to the subject that s/he might have. In the case of a potential conflict, the board or committee will determine whether a substantial appearance of a COI exists; if so, the following procedures apply:
  - Leave Meeting. The individual with the *potential* conflict must recuse themselves from the meeting and not participate at all in the deliberations on the matter and any vote that might be taken. S/he may be brought back into the meeting for the sole purpose of answering questions.
  - Deliberation and Vote. The remainder of the committee or board should conduct the deliberation on the matter at hand and, if appropriate, proceed to a vote.

At all times, the conflicted person does count for determination of a quorum.



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### Part II --- Related Party Transactions

IALHA is prohibited from entering into any Related Party Transaction unless the transaction is determined by the IALHA Board of Directors to be fair, reasonable and in the corporation's best interest at the time of such determination. Further, any director, officer or key employee who has an interest in a related party transaction shall disclose in good faith to the Board, or an authorized committee thereof, and/or the Audit Committee, the material facts concerning such interest. The Board may delegate the review and approval of Related Party Transactions to the General Legal Counsel in which case all references to the Board in this Part II of this Policy shall be deemed to refer to the General Legal Counsel.

Before engaging in a related party transaction, the IALHA Board of Directors must:

- (1) Consider at least one alternative transaction to the extent available;
- (2) Approve the transaction by not less than a majority vote of the directors present at the meeting; and
- (3) Contemporaneously document in writing the basis for the decision, including its consideration of any alternative transactions.

A "related party transaction" is defined as "any transaction, agreement or any other arrangement in which a director, officer, related party has a financial interest and in which the corporation or any affiliate of the corporation is a participant."

A "related party" is defined as:

- (i) any director, officer or key employee of the corporation or any affiliate of the corporation;
- (ii) any relative of any director, officer or key employee of the corporation or any affiliate of the corporation;
- (iii) any entity in which any individual described in clauses (i) and (ii) of this subparagraph has a thirty--five percent or greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct or indirect ownership interest in excess of five percent; or
- (iv) substantial contributors to the corporation (within the current fiscal year or the past five fiscal years).

A "key employee" is "any person who is in a position to exercise substantial influence over the affairs of the IALHA."

Inappropriate hospitality or gift giving between individuals can also create a COI. Gifts, cash, travel, hotel accommodations, entertainment or favors are neither to be given nor received except those of nominal value exchanged in the normal course of business.

"Nominal Value" is defined as any gift more than \$250.00.

Favors or other assets or gifts may be accepted if they are part of open and generally accepted practices and serve to promote the best interest of IALHA and would not embarrass the individual or IALHA if publicly disclosed and do not compromise the objectivity and integrity of the recipient or donor.



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### **Part III --- Failure to Disclose and Enforcement**

#### **Failure to Disclose**

If the Board of Directors, applicable committee, or any other individual has reasonable cause to believe an individual subject to this Policy has failed to disclose an actual or potential monetary COI, he shall notify the IALHA President, Board of Directors Executive Committee, or the General Legal Counsel for "Enforcement".

#### **Enforcement**

Any person who violates or condones the violation of this Policy is subject to disciplinary measures, which may include termination of membership; expulsion from the board, council, or committee; or termination of employment. Allegations of violations should be reported to the IALHA President, to review the reported violation and initiate an investigation and recommend appropriate action in a confidential report to the Board of Directors. The IALHA President will file an ethics complaint against the individual, on behalf of the IALHA BOD.

Any questions concerning this Policy should be addressed to the IALHA Board of Directors in its entirety.



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**EXHIBIT A**  
**DISCLOSURE AND CERTIFICATION STATEMENT**

Name:

Position:

**Certification:**

By signing this form below, I certify that:

1. I have received a copy of the and Code of Ethics and IALHA Conflict of Interest Policy;
2. I have read and understand these policies;
3. I agree to comply with these policies;
4. I affirm that I have a continuing obligation to update Exhibit B and, if applicable, C; and
5. I understand that the IALHA is charitable and in order to maintain its federal tax exemption it must engage in activities that accomplish one or more of its exempt purposes and not engage in activities and transactions that provide impermissible benefits to individuals or entities.

I am aware that if, because of any relationships, positions, or circumstances concerning me, I may have or appear to have a potential conflict of interest, I am required to list such relationships, positions, or circumstances on the annexed Exhibit B and, if applicable, C as the case may be, and to return the appropriate completed Exhibit(s) with this Disclosure and Affirmation Statement.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date



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**EXHIBIT B**  
**CONFLICT OF INTEREST (COI) DISCLOSURE STATEMENT**

Print Name: \_\_\_\_\_

This Disclosure Statement must be submitted and updated as often as necessary to IALHA. Refusal to provide the requested information or providing incomplete or inaccurate information may result in removal from office or Board membership, committee membership or employment.

Note: Please include yourself or any immediate family member, including spouse, partner, parent, or children when answering the following questions.

1. If you or any member of your immediate family is an officer, partner, director, trustee, owner or employee of any person or any entity which does business with IALHA, please list the name and address of the entity(ies) and the nature of your relationship with said person or entity(ies), and describe the dealings. If none, please state "none."

\_\_\_\_\_  
\_\_\_\_\_

2. If you or any member of your immediate family holds an ownership interest in a closely-held company or other business entity, or at least a five (5%) percent ownership interest in any public company which does business with IALHA, please list the name and address of the entity(ies), the nature of your relationship with said person or entity(ies) and describe the dealings. If none, please state "none."

\_\_\_\_\_  
\_\_\_\_\_

3. If you have any reason to believe that any of the persons or entities with which you or immediate members of your family are affiliated may have business dealings with IALHA in the future, please list those entities and the nature of such dealings. If none, please state "none."

\_\_\_\_\_  
\_\_\_\_\_

4. Are you an employee or employer of another IALHA Director or do you have any other business dealings or financial dealings with another IALHA Director or any company or concern with which that Director is involved?      Yes      No

If you have answered yes to the above, please provide the details below:

If you or any member of your immediate family is an officer, partner, trustee, owner or part-or full-time employee (contractual or otherwise) of a Director of IALHA or the entity owned or in which said



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Director has at least a five (5%) percent ownership interest, please list the name and address of the Director, the nature of your relationship with said Director(s) and describe the dealings. If none, please state "none."

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5. If there is any relationship or matter not disclosed above which might be perceived to compromise your obligations to IALHA under its Conflict of Interest Policy or which may raise questions of a conflict between your duty and loyalty to IALHA, your loyalty to any other entity and/or your economic self-interest, please indicate here what that relationship or matter is. If none, please state "none."

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Signature

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Print Name

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Date



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**EXHIBIT C**

**CONFLICT OF INTEREST (COI) DISCLOSURE STATEMENT FOR SELECTIONS**

Please list all relationships within the selection period with individuals, businesses and/or other entities that may create a COI or which you believe might create the appearance of a conflict of interest with any applicant horse, owner or rider or members of their families (attach additional sheets as necessary to make the disclosure complete). Please review the Conflict of Interest Statement attached to the Selection Criteria for additional information.

This section only applies to family members, businesses in which you have an interest, sponsorships, and clients. **If you have no such relationships, please indicate "none."**

	Individual/Entity with whom a conflict exists or may exist.  EXAMPLE: Jane Rider, applicant	Relationship to the conflicting Individual/Entity and Nature of conflict.  EXAMPLE: My wife is her trainer.

I certify that I have disclosed on this list and any attachments hereto any and all situations that may constitute conflicts of interest or give the appearance of a potential COI in connection with the selection criteria for the \_\_\_\_\_ (insert discipline) Selection Process for the \_\_\_\_\_ (name of competition).

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Date