

## FLORIDA GREEN BUILDING COALITION

### **Board of Directors Conflict of Interest Policy**

The Board of Directors of the Florida Green Building Coalition must act at all times in the best interests of FGBC and not for personal or third-party gain or financial enrichment.

When encountering potential conflicts of interest, Board members shall identify the potential conflict and, as required, remove themselves from all discussion and voting on the matter. Specifically, members of the Board of Directors shall:

- avoid placing (and avoid the appearance of placing) one's own self-interest or any third-party interest above that of FGBC; while the receipt of incidental personal or third-party benefit may necessarily flow from certain FGBC activities, such benefit must be merely incidental to the primary benefit to FGBC and its purposes;
- not abuse their Board membership by improperly using their Board membership or FGBC's staff, services, equipment, materials, resources, or property for their personal or third-party gain or pleasure, and shall not represent to third parties that their authority as a Board member extends any further than that which it actually extends;
- not engage in any outside business, professional or other activities that would directly or indirectly materially adversely affect FGBC;
- not engage in or facilitate any discriminatory or harassing behavior directed toward FGBC staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to FGBC;
- not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to FGBC without fully disclosing such items to the Board of Directors;
- provide goods or services to FGBC as a paid vendor to FGBC only after full disclosure to, and advance approval by, the Board, and pursuant to any related procedures adopted by the Board;
- not persuade or attempt to persuade any employee of FGBC to leave the employ of FGBC or to become employed by any person or entity other than FGBC; and
- not persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with FGBC to terminate, curtail or not enter into its relationship to or with FGBC, or to in any way reduce the monetary or other benefits to FGBC of such relationship.

This policy shall apply not only to all members of the FGBC Board of Directors, but also shall apply to all members of FGBC committees, task forces, and others in the FGBC governance structure, as well as to all FGBC employees. All references herein to the Board of Directors shall be construed also to refer to these additional individuals.