



## **Oklahoma Museums Association Conflict of Interest Policy and Nondisclosure Agreement**

**Approved by the Board of Directors June 6, 2023**

All members of the Board of Directors and staff of the Oklahoma Museums Association shall be subject to this conflict of interest and nondisclosure policy. Any action by such individuals in violation of these requirements shall not be permitted unless the Board of Directors expressly approves a waiver of specific provisions for specified circumstances.

### **I. Conflict of Interest**

A. Members of the Board of Directors and staff must always, during the course of services to Oklahoma Museums Association, reflect the highest standards of ethical behavior, integrity, and public responsibility.

B. Oklahoma Museums Association recognizes the inherent right of members of the Board of Directors and staff to engage in outside interests and private enterprise, and OMA does not wish to impede these activities. However, to the extent that such outside interests may affect a transaction in which OMA is or may be involved, there is potential for an actual or perceived conflict of interest. Since OMA has a legal obligation to avoid private inurement, self-dealing, and misuse of member funds and assets, it is the policy of OMA to avoid all such actual or potential conflicts of interest.

C. A transaction between OMA and members of the Board of Directors and staff, or related entity, is acceptable provided that all material facts have been disclosed and, except in the case of a charitable gift, the terms, conditions, and consideration involved are commercially fair and reasonable. Any proposed activity or transaction that presents or may be a conflict of interest, shall be presented to the President or his/her designee and approved, in advance, by the Board.

D. All members of the Board of Directors and staff will be asked to sign this document upon the beginning of their services with OMA.

### **II. Nondisclosure**

A. I agree that any information disclosed to me by members or staff of the Oklahoma Museums Association, or by third parties, in connection with my membership on the OMA Board or employment by OMA, will be considered privileged and confidential, including all such information relating to individual OMA members, any actions to establish, amend or implement OMA operations, policies, plans, goals, objectives, and discussion by OMA members, OMA staff, and third parties regarding these subjects.

B. Confidential information shall not include information previously known to me, the general public, or previously recognized as standard practice in the field.

C. I agree that I will hold all such privileged and confidential information in confidence during my lifetime, and will not use or disclose such information except as may be authorized by OMA, and will make my best effort to prevent its unauthorized disclosure. I acknowledge that unauthorized disclosure could cause irreparable harm and significant injury to OMA members. I agree that, upon request, I will return to OMA, as appropriate, all written or descriptive matter supplied by OMA, including OMA committee agendas, minutes, and supporting documents.

I have read this Conflict of Interest and Nondisclosure Agreement and agree to its terms.

---

Name and Date



## **Oklahoma Museums Association Code of Ethics**

### **GOVERNANCE**

The board of directors of the Oklahoma Museums Association is committed to the principles of good organizational governance, to enhance the organization's programs and protect its physical, human, and financial resources. It ensures that all these resources support the organization's mission, respond to the pluralism of society, and respect the diversity of the natural and cultural commonwealth. The Oklahoma Museums Association thereby affirms its chartered purpose, ensures the prudent application of its resources, enhances its effectiveness, and maintains public confidence.

### **PROGRAMS**

The Oklahoma Museums Association serves society by advancing an understanding and appreciation of the natural and cultural commonwealth through advocacy, professional development, educational activities, networking, publications, and research. These programs further the organization's mission and are responsive to the concerns, interests, and needs of society.

### **CODE OF ETHICS**

The code of ethics commits the board of directors, employees, and volunteers to the interest of public trust they were established to serve. Loyalty to the mission of the Oklahoma Museums Association and to the public it serves is the essence of its work, whether volunteer or paid.

To this end the board of directors has adopted the following Code of Ethics:

The ethics outlined in this code are issued for the guidance of the members of the board of directors, employees, and volunteers in the performance of duties.

The board of directors ensures that:

- where conflicts of interest arise, actual, potential or perceived, the duty of loyalty must never be compromised;
- no individual may use his or her position with OMA for personal gain or to benefit another at the expense of the organization, its mission, its reputation, or the society it serves;
- all those who work for or on behalf of OMA understand and support its mission and public trust responsibilities;
- its members understand and fulfill their board responsibilities and act corporately, not as individuals;
- OMA's programs and its physical, human, and financial resources are protected, maintained, and developed in support of its mission;
- it is responsive to and represents the interests of society;
- it maintains the relationship with staff in which shared roles are recognized and separate responsibilities respected;
- working relationships among board members, employees, and volunteers are based on equity, inclusivity, and mutual respect;
- professional standards and practices inform and guide operations;
- policies are articulated and prudent oversight is practiced;
- governance promotes the public good rather than individual financial gain.

*Adopted by the OMA Board of Directors, June 6, 2023*