

DSRA CONFLICT OF INTEREST POLICY

1. Policy Statement

It shall be the policy of the Delphi Salaried Retirees Association [DSRA] to take steps necessary to ensure that no Members of DSRA who are in an elected position may have influence over decisions that could:

- Result in a personal gain, financial or otherwise, for that Member or Member's family
- Result in the gain of another organization in which the DSRA Member has an interest
- Conflict with the goals of DSRA in favor of other interests of the DSRA Member

2. Purpose

The purpose of the DSRA Conflict of Interest Policy [COIP] is to protect the interests of all of the Members of DSRA by assuring that all of those Members elected to serve in DSRA are truly serving in the best interests of the entire membership and not for other conflicting purposes.

3. Scope

This policy shall include provisions for determination of:

- A definition of a "Conflict of Interest" [COI]
- The application of the Conflict of Interest Policy
- The responsibilities for the application of the Policy
- A review and determination if a conflict of interest exists
- The record keeping requirements
- The confidentiality of information collected
- The requirement to submit to audits of compliance of this Policy.

4. Definition of Conflict of Interest

A DSRA Member serving in an elected position may be considered as having a COI with that of DSRA if that Member or a close family member has:

- An ownership or investment interest in any entity with which DSRA has a transaction or arrangement.
- A compensation arrangement with any entity or individual with which DSRA has a transaction or arrangement. Compensation includes direct or indirect remuneration as well as gifts or favors.
- A potential ownership or investment interest, or compensation arrangement with any entity or individual that DSRA is negotiating a transaction or arrangement.
- Interests, as described above, with any organization which has goals or objectives which are in direct conflict of those of DSRA.
- Membership on the Board of Directors of any other organization which represents Delphi Salaried Retirees in other capacities.
- Membership on other Board of Directors of any other organization which represents retirees in general.

The DSRA Board reserves the right to evaluate any of the above situations or any other situation that is disclosed by a DSRA Board Member on a case by case basis for a potential COI. Not all potential COI situations necessarily shall result in removal from an elected position within DSRA. Each situation shall be managed by the DSRA Board in such a way that is the most beneficial to the entire DSRA Membership.

5. Application of Policy

The DSRA COIP shall apply to all DSRA Members who may accept a nomination for an elected position on the DSRA Board of Directors.

It shall be the duty of DSRA to collect the appropriate information and make a determination in regards to a potential COI when a DSRA Member is nominated to represent DSRA and its Members in an elected position. It shall also follow up to verify that this information is updated, reviewed and approved on an ongoing basis [at a minimum annually] as that individual continues to serve in that position.

The DSRA Board may also, at their discretion, require any DSRA Members or outside organizations who are placed in critical or powerful positions representing the needs of the DSRA Membership to comply with all aspects of the DSRA COIP and disclose any and all information on related forms supplied by the DSRA Board.

6. Responsibilities for Application of Policy

The DSRA Board of Directors shall be responsible for:

- The creation and implementation of a standard form designed for the purpose of collecting information relative to determination of a potential COI.
- The review of COI Questionnaires and the determination if a conflict of interest exists before placing an individual into an influential position that could result in a decision or action that is not in the best interests of DSRA and its Members.
- The completion and review of annual follow up COI Questionnaires for DSRA Members who may hold elected positions for more than one year.
- The removal, reassignment or limitation of duties as deemed appropriate of any elected DSRA Member if a conflict of interest is found to exist depending upon the nature of the COI.
- The maintenance of records of completed COI Questionnaire forms and minutes of meetings in which discussions take place for the purpose of determining if a COI exists for a proposed candidate for an elected DSRA position.
- The maintenance of confidentiality of all records collected and maintained in regards to the fulfillment of the DSRA COIP.

The responsibility within the DSRA Board of Directors for fulfilling the above mentioned applications in regards to COI shall fall primarily to the Secretary of the DSRA Board of Directors unless otherwise specified within a particular DSRA Operating Procedure.

All DSRA Members who have been requested to complete a COI Questionnaire have the responsibility to complete the questionnaire completely and truthfully disclosing any personal relationships or the relationships of close family members which could result in decisions being made or actions being taken that may not be in the best interests of DSRA and its Members. Any individual providing information to DSRA in regards to a potential COI has a right to expect the privacy and confidentiality of that information.

Any DSRA Member who either refuses to complete and submit a COI Questionnaire in compliance with the COIP within the time frame requested or is found to have a COI may be prevented from running for an elected position within DSRA or continuing in such a position already held unless limitations are put on their authorities and responsibilities.

7. Compliance Audits

The DSRA Board of Directors shall be responsible to assure thorough internal, or as necessary, external audits that all requirements of a non-profit organization, section 501(c)(5), as defined by the Internal Revenue Service [IRS] have been met, continue to be met, and are not being jeopardized by any individual or organization that may have interests which have superseded or are superseding the non-profit interests of DSRA.

8. Change History Log

REV	APPROVED	DESCRIPTION OF CHANGE
000	3/4/2010	Initial application for DSRAPOL 001
001	3/31/2011	Application of Policy amended at Board Meeting 3/31/2011, scope redefined as Board members only, reference to Committee members and contracted representatives deleted.
002	4/28/2011	Changes to reflect potential conflict of membership on multiple DSRA related Boards.
003	7/21/2011	Full name of DSRA updated to Delphi Salaried Retirees Association.