



American Society for Aesthetics Conflict of Interest Policy

The American Society for Aesthetics thanks the American Philosophical Association for permission to adapt its Conflict of Interest Policy.

The purpose of the conflict of interest policy is to ensure both fairness and the appearance of fairness in all decision-making by trustees, officers, and editors of the American Society for Aesthetics. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to the American Society for Aesthetics.

Trustees, officers, and editors of the American Society for Aesthetics [the “ASA”] are expected to hold the American Society for Aesthetics as their primary professional priority when making business decisions on behalf of the ASA. Accordingly, trustees, officers, and editors must remain free of interests or relationships which are harmful or detrimental to the Society’s best interests. Trustees, officers, and editors shall not, during their term of official affiliation with the ASA engage in any business, directly or indirectly, which in any way is competitive or conflicting with the interests, business and/or policies of the Society.

Trustees, officers, and editors shall not disclose or use information relating to the ASA for their personal profit or advantage or the personal profit or advantage of themselves or their family members. Trustees, officers, and editors shall abstain from votes which may result in personal profit or advantage of themselves or their family members. Accepting gifts, monetary or otherwise, from individuals or entities can also result in a conflict of interest when the party providing the gift/favor does so under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his/her duties with the Society.

Trustees, officers, and editors must complete and submit a Financial Conflict of Interest Disclosure form to the President of the ASA when they commence service for the ASA, or upon the adoption of this policy for those already serving. This form shall list any and all additional employment/business relationships or transactions that are or could be considered a conflict of interest. Trustees, officers, and editors must provide written information immediately throughout their service of any additional employment or business relationships or transactions that develop that are or could be considered a financial conflict of interest.

The Trustees will assess the impact that any additional employment/relationship might have on a trustee, officer, or editor’s ability to perform his/her duties or responsibilities for the Society or any potential or perceived negative impact that might affect the good will of the Society.

Definitions

1. **Financial Interested Person.** Any trustee, officer, or member of a committee with delegated powers from the Board of Trustees, who has a direct or indirect financial interest, as defined below, is an interested person. This includes, but is not limited to, both elected and *ex officio* trustees, members of the finance committee, and members of the program committee. It does not include members of the Feminist Caucus, the Diversity Committee, or *ad hoc* committees appointed by the President for specific tasks.
2. **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the ASA has a transaction or arrangement,
 - b. A compensation arrangement (including any honorarium) with the ASA or with any entity or individual with which the Society has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Society is negotiating a transaction or arrangement.
3. **Compensation** includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. Compensation does not include reimbursement for travel, lodging, and other standard expenses incurred to conduct business for the ASA.
4. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board of Trustees decides that a conflict of interest exists.

Procedures

1. **Duty of Disclosure.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the trustees and members of committees with powers delegated from the trustees considering the proposed transaction or arrangement.
2. **Determining Whether Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the meeting of the trustees or committee while the determination of a conflict of interest is discussed and voted upon. The remaining trustees or committee members shall decide if a conflict of interest

exists.

3. Procedures for Addressing the Conflict of Interest.

a. An interested person may make a presentation at the meeting of the trustees, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The President of the Board of Trustees shall, if appropriate or as directed by a majority of the trustees, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence and determining that an actual conflict of interest does exist, the Board of Trustees shall determine whether the Society can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Trustees shall determine by a majority vote of the disinterested trustees whether the transaction or arrangement is in the Society's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of Conflict of Interest Policy

a. If the Board of Trustees has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of basis for such belief and afford the member an opportunity to explain alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Trustees or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. Record of Proceedings. The minutes of the Board of Trustees shall contain:

a. The names of the persons who disclosed or otherwise were found to have financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating

to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

6. Compensation

a. A voting member of the Board of Trustees who receives compensation, directly or indirectly, from the Society for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Society for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the Board of Trustees or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Society, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

7. Statements.

Each principal officer and member of a committee with powers delegated by the Board of Trustees shall sign a statement when they commence service for the ASA, or upon the adoption of this policy for those already serving, which affirms such person:

a. Has received a copy of the conflict of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and

d. Understands that the Society is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

-Adopted by the ASA Board of Trustees on November 15, 2017

Conflict of Interest Disclosure for the American Society for Aesthetics

I have read and agree to abide by the Conflict of Interest Policy of the American Society for Aesthetics. To the best of my knowledge, I have no conflicts as described in this policy.

Signature Date

Name (please print)

— OR —

I have read and agree to abide by the Conflict of Interest Policy of the American Society for Aesthetics To the best of my knowledge, I have no conflicts as described in this policy, **except those noted on the attached paper.**

Signature Date

Name (please print)