

October 5, 2021



**CONFLICT OF INTEREST POLICY
OF
USA Shooting**

Date	Changes	Approved By
September 1, 2020	Original	M. Suggs
October 5, 2021	Update Draft	M. Suggs

1. Purpose

USA Shooting (USAS) is committed to sustaining an ethical organization free of conflicts of interest and perceived conflicts of interest. Each Affiliated Individual (as defined below) has the responsibility to administer the affairs of **USAS** honestly and prudently, and to exercise their best care, skill, and judgment for the sole benefit of **USAS**. Those persons will exercise the utmost good faith in all transactions involved in their duties, and they will not use their positions with **USAS** or knowledge gained therefrom for their personal benefit. The interests of the organization must be the first priority in all decisions and actions. **USAS** requires that any of its Affiliated Individuals recognize, attempt to avoid activities or investments that involve, might appear to involve, or could result in a potential conflict of interest.

This policy does not attempt to provide an exhaustive list of every possible circumstance that might give rise to a conflict of interest, but provides examples of situations or “**transactions**” where potential conflicts of interest often arise. A “**transaction**” is any contract, transaction, agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a grant or loan, or the establishment of any other financial relationship with **USAS**.

2. Applicability of Policy

This Conflict of Interest Policy is applicable to all **USAS** Affiliated Individuals. “**Affiliated Individuals**” include, but are not limited to, members of **USAS**’s Board of Directors (the Board of **USAS**), officers, committee members, task force members, hearing panel members, and employees.

3. Definitions

“**Conflict of Interest**” or “**Conflict**” exists when an Affiliated Individual’s activities or interests interfere with, influence, or have the potential to interfere with or influence his or her responsibilities on behalf of the **USAS** or undermine the interests of the **USAS**. A “**conflict of interest**” also exists in the context of athlete or team selection when an Affiliated Individual participates in a selection decision that involves or impacts an athlete with whom the Affiliated Individual has a direct or indirect relationship, or when an Affiliated Individual participates in a benefits or services allocation decision that directly impacts the Affiliated Individual.

4. Areas in Which Conflicts May Arise

Conflicts of interest often arise due to the relationships Affiliated Individuals have with the following third parties:

- a) Persons or entities supplying goods and services to **USAS**;
- b) Persons or entities leasing property or equipment to **USAS**;
- c) Persons or entities with whom **USAS** is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities or other property;
- d) Competing or affinity organizations;
- e) Donors and others supporting **USAS**;
- f) Agencies, organizations, and associations which affect the operations of **USAS**; or
- g) Family members, friends, and other employees. A “**Family Member**” is defined as a spouse, domestic partner, parent, parent of spouse/domestic partner, child, stepchild, child of a domestic partner, sibling, or the sibling of a spouse/domestic partner of an Affiliated Individual.

Potential conflicts of interest often arise when Affiliated Individuals have an interest, directly or indirectly, with any persons or entities mentioned above. Examples of potential conflicts of interest are listed below. The list below is not intended to be an all-inclusive list of every instance that may create a potential conflict of interest, but, rather, is simply a sample of the types of relationships and activities that may give rise to a conflict of interest. If an Affiliated Individual or other disclosing individual has any question as to whether a relationship or activity may create a conflict of interest, a disclosure must be made.

Examples of potential conflicts of interest that should be disclosed are listed below:

- i. Affiliated Individual or their Family Member owns stock or holds debt or other proprietary interests in any third party dealing or who may potentially deal with **USAS**.

EXAMPLE: A **USAS** board member owns a 70% interest in a company seeking to enter into a contract with **USAS** to provide consulting services.

- ii. Affiliated Individual or a Family Member owns a business, maintains a second job, or provides goods or services under a provider, contractor, or consulting agreement, where by the outside business provides goods or services to **USAS**, the USOPC, or any other NGB.

EXAMPLE: **USAS** is contemplating entering into an agreement with a HR consulting company owned by an **USAS** employee's husband.

- iii. Affiliated Individual or a Family Member holds a position of executive, officer or director, participates in the management of, or is otherwise is employed (or formerly employed) by any third party dealing with **USAS**.

EXAMPLE: A **USAS** board member is the CEO of a technology company negotiating a contract with **USAS** to provide IT services.

- iv. Affiliated Individual uses **USAS**'s time, personnel, equipment, supplies, or goodwill for anything other than **USAS**-approved activities, programs, and purposes.

EXAMPLE: A **USAS** employee uses a **USAS** vehicle for a personal road trip.

- v. Affiliated Individual solicits gifts or gratuities using their **USAS** role or accepts personal gifts, loans, gratuities, or discounts from third parties in violation of **[NGB's]** Gift & Entertainment Policy. No personal gift of money should ever be accepted.

EXAMPLE: A **USAS** employee using her position at **USAS** to obtain box seats to a sporting event from a vendor for personal use.

EXAMPLE: Accepting tickets to an NFL game worth \$250 from a business seeking to obtain a contract to provide landscaping services for **USAS** headquarters.

EXAMPLE: A **USAS** board member gets paid a commission if **USAS** enters into a particular contract with a third party.

- vi. Affiliated Individual or a Family Member acts as an agent, representative, or consultant to a business whose interests may conflict with the interests of **USAS**.

EXAMPLE: A **USAS** board member agrees to promote another NGB in negotiations with potential sponsors or licensees.

- vii. Affiliated Individual or a Family Member has a business relationship with a sponsor, supplier, licensee, or vendor of **USAS** (for a current list of **USAS** sponsors, suppliers, and licensees, go to <http://usashooting.org>).

EXAMPLE: A **USAS** employee's spouse provides legal services to a **USAS** sponsor.

- viii. Affiliated Individual awards **USAS** business to, or provides favorable treatment to, a business owned or controlled by a family member, or personal friend.

EXAMPLE: **USAS** is contemplating entering into a contract for landscaping services with a company because the landscaping company is owned by an employee's brother.

- ix. Affiliated Individual drafts selection procedures or participates and/or votes within a discretionary selection committee of **USAS** when they have a relationship with an athlete who is potentially impacted by the selection procedures (e.g., as coach, official, parent, etc.) or when Affiliated Individual might benefit directly or indirectly from the selection method.

EXAMPLE: **USAS** employee participating in a decision to select an athlete on a **USAS** team for World Championships or major international competition when the **USAS** employee is athlete's current coach or family member.

EXAMPLE: The athlete representative assisting with drafting, voting on, and/or signing the procedures is also competing for a spot on the team for which the procedures are written.

- x. Affiliated Individual engages in activities or maintains interests, that interfere with or influence, or have the potential to interfere with or influence, the satisfactory performance of their responsibilities on behalf of **USAS** or undermine the interests of **USAS**.

EXAMPLE: A **USAS** board member has a significant client who owns or operates a facility being considered as the host of a **USAS** event.

EXAMPLE: An Affiliated Individual serves on a hearing panel or appeal panel involving discipline against a member of the Affiliated Individual's club / team / family.

EXAMPLE: An athlete is the potential recipient of benefits or services that are being allocated by **USAS** and participates in the allocation decision.

EXAMPLE: A Board Member has a familial, coaching, or other relationship with a potential recipient of benefits being allocated by **USAS** and participates in that decision.

- xi. USAS Officer is an officer of another NGB.

5. Interpretation of This Policy

The areas of conflicting interest and relations in those areas which may give rise to a conflict, as listed in Section 4, are not exhaustive. Affiliated Individuals should disclose all relationships and activities which may give rise to a potential conflict of interest, whether or not listed expressly in Section 4.

However, disclosure of a conflict or potential conflict of interest does not necessarily prohibit involvement in the disclosed activity or with the **USAS**. For example, the conflict might not be material enough to be of practical importance, or if it is material, it might be possible for the **USAS** and Affiliated Individual to implement appropriate mitigating measures upon full disclosure of all relevant facts and circumstances. However, it is **USAS's** policy that the existence of any of the interests described or similar in nature to those described in Section 4 will be disclosed before any transaction is consummated or any vote taken on an action, contract, relationship, or decision that would give rise to the potential conflict of interest. It is the continuing responsibility of each Affiliated Individual to scrutinize his/her transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

6. Disclosure Policy and Procedure

In addition to the mandatory self-disclosures required from each Affiliated Individual under Sections 9 and 10 of this policy, any individual with a good faith belief that another Affiliated Individual has a conflict of interest may notify the **USAS** Ethics Committee of such perceived conflict pursuant to the procedures set forth below. Such notice may be provided anonymously. Furthermore, should any Affiliated Individual become aware of any undisclosed conflict of interest, or any conflict of interest not fully disclosed, such person should make full disclosure of their knowledge of the potential conflict of interest involved to **USAS's** Ethics Committee.

Affiliated members are encouraged to disclose conflicts whenever they may arise or whenever the member becomes aware of them, in addition to annual disclosures. Specifically, Board members, committee members and members of tribunals or panels must disclose any conflicts when they arise or whenever they become aware of them.

After disclosure of the conflict or potential conflict of interest and all material facts, and after any discussion with the interested person and any other relevant party, the Ethics Committee will decide if a conflict of interest exists pursuant to the procedures set forth in Section 7 below, as applicable, and if there are mitigating measures that could be implemented to permit **USAS** to move forward with the transaction or activity.

7. Procedures for Addressing Potential Conflicts of Interest

a) With Respect to USAS Transactions or Business

In the event a potential conflict of interest exists with respect to a proposed transaction or arrangement, then promptly and before any decision is made regarding the proposed transaction or arrangement, the potential conflict of interest will be addressed as follows:

- i. The interested person may make a presentation to the Ethics Committee, which may be convened telephonically, regarding the transaction or arrangement involving the potential conflict of interest.
- ii. The Ethics Committee will determine whether an actual or apparent conflict of interest exists. For transactions, the Ethics Committee may consider whether a competitive bid or competitive evaluation exists.
- iii. If the Ethics Committee determines that an actual or apparent conflict of interest exists, it will determine whether there are mitigating measures that can be implemented to alleviate the conflict and/or what steps the interested individual and/or USAS must take or not take in order to avoid the conflict. The Ethics Committee may determine in some cases that the NGB cannot engage in the transaction or arrangement at all due to the conflict or potential conflict of interest.
- iv. Alternatively, the interested person may voluntarily recuse themselves from any and all discussion and approval (if applicable) of the conflict of interest and state that recusal verbally or in writing to the **USAS** compliance officer, board chair, or committee chair as applicable.

- v. Under no circumstances will a person with an actual or potential conflict attempt to unduly influence other employees, committee members, or board members regarding transactions or business before them.

b) With Respect to Drafting Selection Procedures and Athlete/Team Discretionary Selection

The following specific disclosure requirements and procedures apply in the context of drafting selection procedures and athlete/team discretionary selection decisions in order to ensure that no Affiliated Individual participating in the process has a conflict of interest that will impact his/her ability to make a fair and unbiased decision in the athlete or team selection process.

Any Affiliated Individual involved in the drafting of procedures, including the athlete representative, or on a discretionary selection committee who has a potential conflict of interest must disclose it to the Ethics Committee for review. The following process will be followed:

- i. The Interested Person may make a presentation to the Ethics Committee, which may be convened telephonically, regarding the potential conflict of interest.
- ii. The interested person will then recuse themselves from any and all discussion regarding the potential conflict of interest.
- iii. The Ethics Committee will determine whether an actual or apparent conflict of interest exists
- iv. If the Ethics Committee determines that a conflict of interest exists, it will either mandate the individual's recusal from the process or determine to what extent, if any, that individual can participate in the process. The Ethics Committee may determine that the individual can still participate in the drafting of the procedures or be included in the discussions for discretionary selection of a team, but not take part in any sign-off, vote, or decision. For example, a national team coach or high-performance director may provide information to the selection committee so long as such information is provided in a fair and unbiased manner and the committee member who disclosed the conflict of interest does not vote toward the final decision.
- v. Under no circumstances will a person with an actual or potential conflict attempt to unduly influence other members of the committee in the selection process.

If the Affiliated Individual is recused and a vacancy on the committee exists, either in the drafting process or on the discretionary selection committee, the **USAS Governance Committee** will use its best reasonable efforts to fill that vacancy. If a vacancy results in the athlete representative position, another athlete representative who meets the qualifications for that committee will be appointed and approved by a representative group of athletes.

8. Violations of The Conflicts of Interest Policy

If the Ethics Committee has reasonable cause to believe an Affiliated Individual has failed to disclose an actual or potential conflict of interest, it will promptly inform the Affiliated Individual of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the Affiliated Individual's response and after making further investigation as warranted by the circumstances, the Ethics Committee determines the Affiliated Individual has failed to disclose the conflict or potential conflict of interest, it will take appropriate disciplinary and corrective action. The Ethics Committee's decision will be final.

While any such failure to disclose a conflict or potential conflict of interest is under investigation, the Affiliated Individual will be precluded from engaging in further decisions of **USAS** that bear any relation whatsoever to the matter that is the subject of the conflict or potential conflict of interest.

9. Annual Disclosure Statements

Each Affiliated Individual will annually sign and submit to the designated compliance officer and **USAS's** CEO a statement, using the standardized form (USAS Conflict of Interest Statement), affirming that they:

- 1) Have received a copy of the conflicts of interest policy;
- 2) Have read and understand the policy;
- 3) Have agreed to comply with the policy, and
- 4) Understand that **USAS** is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes. Each annual disclosure will be reviewed and addressed by the Ethics Committee.

Additionally, each Affiliated Individual shall disclose any actual, perceived, or potential conflict of interest in the annual statement. The designated compliance officer will review the statements and refer reported conflicts of interest to the Ethics Committee chair for evaluation. Statements and this Policy shall be

delivered and collected electronically to each Affiliated Individual for the purpose of auditing this process.

Any new **USAS** employee will submit a conflict of interest disclosure statement within 14 days of his or her hiring by **USAS**. Any other new Affiliated Individual will submit a conflict of interest disclosure statement by the earlier of 30 days after his or her appointment or his or her first board, committee, or task force meeting. In no event will an Affiliated Individual participate in any decisions to commit **USAS** to a proposed transaction or in athlete or team selection procedures prior to submission of his or her conflict of interest disclosure statement. **USAS** Employees who have not completed their disclosure statements are not eligible for favorable employee actions, such as bonuses, salary increases, or promotions. Other Affiliated Individuals who have not completed their Conflict of Interest Statements will not be eligible to vote on business before the Board, Committee, task force, or panel they are serving on.

USAS will maintain copies of all Annual Statements submitted in accordance with document retention policies and procedures.

10. Periodic Statements/Updates

In addition, each director, officer, committee member, task force member, hearing panel member, and employee will submit to the Ethics Committee a signed statement as necessary describing any new potential conflicts of interest as and when such potential conflicts of interest arise. **USAS** will maintain copies of all periodic statements or updates submitted.

11. Conflict of Interest Policy Lead

USAS CEO or their designated compliance officer can be contacted with any questions about this policy. The current compliance officer is the High-Performance Manager.

For Athletes With Questions Regarding This Conflict of Interest Policy:

The Athlete Ombudsman provides cost-free, independent, and confidential advice regarding athlete rights; resolving disputes or grievances; and any sport rule, policy, or process, including NGB-athlete agreements, codes of conduct, or team selection procedures. The Athlete Ombudsman can also help athletes connect with legal counsel or mental health resources if needed. Athletes may contact the Athlete Ombudsman at:

PHONE: (719) 866-5000

EMAIL: ombudsman@usathlete.org

WEBSITE: www.usathlete.org