

CONFLICT OF INTEREST POLICY
OF
THE NATIONAL MARINE ELECTRONICS ASSOCIATION,
INC.

Adopted December 15, 2008

This Conflict of Interest Policy of the National Marine Electronics Association, Inc. (the "Association"): (1) defines conflicts of interest; (2) identifies classes of individuals within the Association covered by this policy; (3) facilitates disclosure of information that may help identify conflicts of interest; and (4) specifies procedures to be followed in managing conflicts of interest.

1. Definition of conflicts of interest. A conflict of interest arises when a person in a position of authority over the Association may benefit financially from a decision he or she could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated. This policy is focused upon material financial interest of, or benefit to, such persons.

2. Individuals covered. Persons covered by this policy are the Association's officers, directors, chief employed executive and chief employed finance executive.

3. Facilitation of disclosure. Persons covered by this policy will annually disclose or update to the Chairman of the Board of Directors on a form provided by the Association their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other Associations or those of family members.

4. Procedures to manage conflicts. For each interest disclosed to the Chairman of the Board of Directors, the Chairman will determine whether to: (a) take no action; (b) assure full disclosure to the Board of Directors and other individuals covered by this policy; (c) ask the person to recuse from participation in related discussions or decisions within the Association; or (d) ask the person to resign from his or her position in the Association or, if the person refuses to resign, become subject to possible removal in accordance with the Association's removal procedures. The Association's chief employed executive and chief employed finance executive will monitor proposed or ongoing transactions for conflicts of interest and disclose them to the Chairman of the Board of Directors in order to deal with potential or actual conflicts, whether discovered before or after the transaction has occurred

As a member of the NMEA Board of Directors, I have read the above conflict of interest policy and agree to abide by these guidelines to the best of my ability.

Print name: _____

Signature: _____ Date: _____

NMEA Policy:
NMEA Independent Contractor Policy and Officer and Director Limitations

Effective January 1, 2023

Concerning Independent Contractors performing services for NMEA, it is in the best interests of NMEA and it is the policy of NMEA:

1. A member of the Board of Directors or an Officer will not provide services as an Independent Contractor for NMEA during his or her term on the Board or as an Officer. If a Board member or Officer is serving as an Independent Contractor before assuming office, that person will cease providing services as an Independent Contractor while serving on the Board or as an Officer.
2. Independent Contractors cannot make up more than 49% of any NMEA standing committee, nor can an Independent Contractor chair, sub chair, or vote on any NMEA standing committee.
3. All Independent Contractors will be selected by the NMEA staff following a standardized application process that will include a letter of interest by the applicant along with his/her resume or vitae and such other relevant information as may be requested.
4. Former NMEA Directors and Officers will be given no special consideration for appointment as an NMEA Independent Contractor but shall follow the same application and approval process as all other applicants.

Scope of Policy

Each Officer and Director undertakes a substantial commitment of time, oversight, and other duties to the Association when elected and sworn into office. The members could view the existence of services provided to NMEA by independent contractors being comprised of present NMEA Directors and present and former NMEA Officers as projecting a system that treats the independent contractor applications of Directors and Officers more favorably than the applications of others. In addition, diversity of the independent contractors should provide a diversity of experience and will give more people the chance to participate in NMEA's activities and prospects for professional growth. Restricting members serving on the current Board of Directors and current Officers from participating as independent contractors will serve to avoid the appearance of impropriety. Independence of NMEA committees is best maintained if Independent Contractors remain a minority on any committee and do not vote.

Procedures

See above.

Authority Level

Action

NMEA Staff

Will follow established procedures when recruiting Independent Contractors, accepting applications and selecting the independent contractor members.

Officers & Directors

Will not participate in providing services to NMEA as active Independent Contractors during their terms of office.

Committee Chair/sub chair

Will ensure that Independent Contractors will not vote, or do not exceed more than 49% of the committee.

Adopted: June 11, 2022

CONFLICT OF INTEREST DISCLOSURE FORM
(NMEA Officers and Directors)

TO: THE CHAIRPERSON OF THE NMEA BOARD OF DIRECTORS

I acknowledge that:

- a. The NMEA Board of Directors adopted a Conflict of Interest Policy (the "Policy") on December 15, 2008. The persons covered by the Policy include NMEA's Officers and Directors.
- b. **I have read the Policy.** The Policy defines a conflict of interest as follows: A conflict of interest arises when a person in a position of authority over NMEA may benefit financially from a decision he or she could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated. This policy is focused upon material financial interest of, or benefit to, such persons.
- c. The Policy requires that the persons covered by it will annually disclose or update to the Chairman of the Board of Directors, on a form provided by NMEA, their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other associations or those of family members.

I provide the following disclosures that could give rise to a conflict of interest and I have provided full descriptions below or on attachments. My disclosures include the present and at any time during the past twelve (12) months. My disclosures include the items I have attached to this Form:

1. Transactions, agreements or arrangements, direct or indirect, or other activity, with a vendor, supplier or other party doing business with NMEA that has not been disclosed:

2. Receipt, directly or indirectly, of any payments, salary, loans or gifts of any kind or any free service or discounts or other fees from or on behalf of a vendor, person or organization engaged in transactions with NMEA that has not been disclosed:

3. Other disclosure(s). Description: _____

Date: _____, 202_____

Signature of NMEA Officer/Director

Printed Name



**CODE OF ETHICS
NATIONAL MARINE ELECTRONICS ASSOCIATION
BOARD OF DIRECTORS**

The members of the Board of Directors of the NMEA have agreed that to better serve the members who have elected them that they must:

1. Promote the NMEA and its Membership in an ethical manner without regard to personal gain or individual reward.
2. Agree to perform the tasks for which they volunteer in a timely manner accepting the responsibility that accompanies the honor of service.
3. Attend scheduled meetings of the Board of Directors; bringing with them the enthusiasm that contributes to successful leadership.
4. Refrain from personal confrontation and not allow personal differences to encumber the work of the Board.
5. Present a unified outcome of all issues when presenting these issues to the Membership or general public regardless of personal disagreement.
6. Not disclose the business of the Board to outsiders until final action has been approved.
7. Conduct their own businesses in an ethical manner to be representative of the spirit of NMEA goals.
8. Expect no treatment or benefit not available to Members of a similar class of membership.
9. Make decisions and chart a course for the NMEA that will endure through future Boards.
10. Encourage by education and example the ethical conduct endorsed by the NMEA Board.

As a member of the NMEA Board of Directors, I have read the above code of ethics and agree to abide by these guidelines to the best of my ability.

Print name: _____

Signature

Date.