



City of Irving (COI)

Irving Convention and Visitors Bureau (ICVB) Board of Directors

CONFLICT OF INTEREST DISCLOSURE FORM

Board Member Name: _____

The Board of Directors must act at all times in the best interests of the City of Irving, the Irving Convention and Visitors Bureau and the Irving Convention Center, not for personal or third-party gain or financial enrichment. When encountering potential conflicts of interest, Board members shall identify the potential conflict and, as required, remove themselves from all discussion and voting on the matter. Specifically, members of the Board of Directors shall:

- avoid placing (and avoid the appearance of placing) one's own self-interest or any third-party interest above that of the COI/ICVB/ICC; while the receipt of incidental personal or third-party benefit may necessarily flow from certain COI/ICVB/ICC activities, such benefit must be merely incidental to the primary benefit to the COI/ICVB/ICC and its purposes;
- not abuse their Board membership by improperly using their Board membership or the COI/ICVB/ICC staff, services, equipment, materials, resources, or property for their personal or third-party gain or pleasure, and shall not represent to third parties that their authority as a Board member extends any further than that which it actually extends;
- not engage in any outside business, professional or other activities that would directly or indirectly materially adversely affect the COI/ICVB/ICC;
- not engage in or facilitate any discriminatory or harassing behavior directed toward COI/ICVB/ICC staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the COI/ICVB/ICC;
- not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to the COI/ICVB/ICC without fully disclosing such items to the Board of Directors;
- provide goods or services to the COI/ICVB/ICC as a paid vendor to the COI/ICVB/ICC only after full disclosure to, and advance approval by, the Board, and pursuant to any related procedures adopted by the Board;
- not persuade or attempt to persuade any employee of the COI/ICVB/ICC to leave the employ of the COI/ICVB/ICC or to become employed by any person or entity other than the COI/ICVB/ICC; and
- not persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with the COI/ICVB/ICC to terminate, curtail or not enter into its relationship to or with the COI/ICVB/ICC, or to in any way reduce the monetary or other benefits to the COI/ICVB/ICC of such relationship.

To help avoid any conflicts of interest, on this form you are disclosing ownership or other proprietary interests, responsibilities, circumstances, or other reasons why you (or, by extension, any member of your family) might have an actual, apparent or potential conflict of interest with your duty to the COI/ICVB/ICC, both respect to the conflicts prohibited above and any others. You hereby invite further review by the COI/ICVB/ICC of any aspects of these circumstances that might be considered appropriate. In addition, you agree to take other steps, such as avoiding deliberation and resolution of certain issues or even withdrawing from your membership on the Board of Directors, if it is determined that such steps are necessary to protect the integrity of the Board of Directors and avoid the breach of your fiduciary duty to COI/ICVB/ICC. You also understand that the filing of this statement with the COI/ICVB/ICC represents a public record, subject to any Open Records Request. Finally, during such time as you continue to serve on the Board of Directors, you agree to notify the COI/ICVB/ICC Board Chair and Vice Chair promptly if and when you determine that

any additional actual, apparent or potential conflicts of interest with your duty to the COI/ICVB arise subsequent to the execution of this form. Please check and/or complete the appropriate section below:

Actual, apparent or potential conflicts:

There are no actual, apparent or potential conflicts.

* * * * *

You acknowledge and agree that your selection for service on the Board of Directors and the opportunities made available to you by serving on the Board constitute good and valuable consideration for entering into this Agreement, the receipt and sufficiency of which you hereby acknowledge.

Signature: _____ Date: _____

Name: _____

Title: _____