

Know Your Policy "Insider" and Out

How does your land trust handle conflicts of interest? What plan does your land trust have in place to document the disclosure and management of actual and potential conflicts? These may seem like elementary questions that your land trust answered when it first drafted its conflict-of-interest policy or thought about when it first applied for accreditation, but do you know if your land trust is consistently meeting the accreditation requirements? The consequences of mismanaged conflicts of interest can include legal and reputational risks. Your land trust should regularly review its policies and procedures and the related requirements.

"We review our conflict-of-interest policy at our annual board meeting. The board members sign an acknowledgement of reviewing the policy," says Amy Trujillo, executive director of Wood River Land Trust in Idaho. "Our policy helps make things transparent and identify actual or perceived conflicts, which helps maintain our solid reputation as sound decision-makers."

Accreditation is a third-party verification process that relies on your land trust having documentation that it is meeting *Land Trust Standards and Practices* and the accreditation requirements. To meet the conflict-of-interest requirements, your organization's meeting minutes need to provide a clear historical record of transactions and show that every effort was made to remove undue influence from decision making by documenting the insider left the room during the vote.

Wood River Land Trust received a question during its renewal application process about fully documenting the requirement that the conflicted party was absent for the vote.

"We documented that an insider abstained and did not participate in deliberations, but it was not clear if she left the room for the vote. Sometimes it can be hard at the moment of a vote to remember all the details that need to go in the minutes. Our board secretary drafts the minutes and sometimes staff helps draw up the final document so a detail like who was present, unfortunately, was overlooked," Trujillo explains.

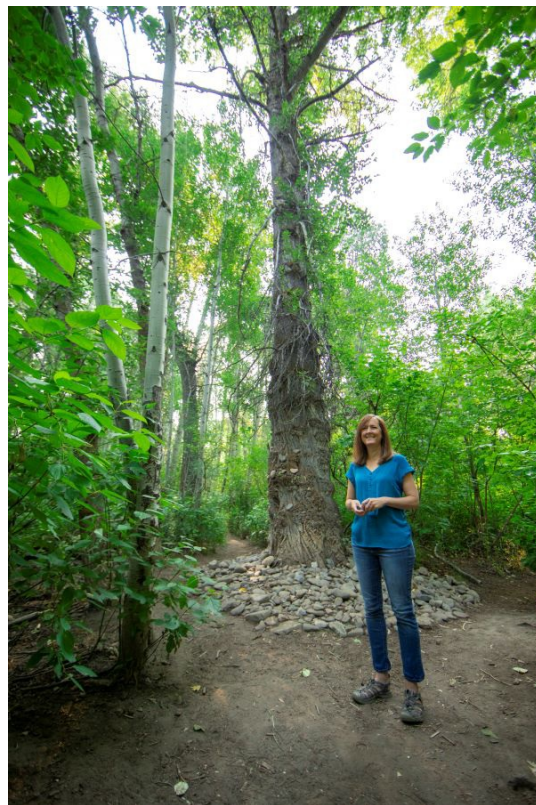
If your policies and procedures need a refresh, there are resources to help. The Alliance's Resource Center is the best place to start when looking for template policies and guidance for understanding practice elements. From there, land trusts have come up with simple but effective ways to clearly document who left the room during a meeting (this includes digital meeting spaces and conference calls) and when they return.

When the issue was flagged for Wood River Land Trust, they recognized they needed to be more vigilant.

"Our response was to create a comprehensive conflict-of-interest checklist that staff uses to ensure that all elements of our conflict-of-interest policy are being followed and documented," says Trujillo.

Good governance and solid policies and procedures are the building blocks of a strong land trust. As organizations grow and take on new projects, it is important to regularly review policies and procedures to ensure that best practices are being implemented. Wherever your land trust is at in its accreditation journey, now is the perfect time to review your conflict-of-interest policy and to ensure your land trust has taken every measure to ensure proper documentation needed to show it is meeting the Standards and Requirements.

For more guidance, please visit the Alliance's Resource Center and review that Accreditation Commission's Requirements Manual.



WHO'S AN "INSIDER"?

The Standards define "insiders" as board and staff members, substantial contributors, parties related to the above, those who have an ability to influence decisions of the organization and those with access to information not available to the general public. Those with the ability to influence decisions or have access to information can include committee members, certain volunteers, contractors, consultants and advisory board members.

**Image by DJ Glisson, II/Firefly Imageworks -- Wood River Land Trust's Executive Director Amy Trujillo.*

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