

## **SHRM Hawaii**

### **Whistleblower's Policy**

#### **Reporting Responsibility**

It is the responsibility of all directors, officers, volunteers, employees and independent contractors of the Society for Human Resource Management Hawaii Chapter (the "Organization") to comply with and to report violations or suspected violations in accordance with this Whistleblower Policy.

#### **No Retaliation**

No director, officer, volunteer, employee or independent contractor who in good faith reports any dishonest, deceptive or unethical behavior related to the Organization shall suffer harassment, retaliation or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the Organization prior to seeking resolution outside the Organization.

#### **Reporting Violations**

The Organization shall maintain an open door policy and directors, officers, volunteers, employees and independent contractors are encouraged to share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, an employee's supervisor is in the best position to address an area of concern. However, if you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor's response, you are encouraged to speak with anyone in management whom you are comfortable in approaching. For suspected fraud, or when you are not satisfied or uncomfortable with following the Organization's open door policy, individuals should contact the Organization's Executive Director or President directly.

#### **Compliance Officer**

The Organization's Compliance Officer is its Executive Director and that person is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code and, at his or her discretion, shall advise the President. The Compliance Officer has direct access to the President of the board of directors and is required to report to at least annually on compliance activity.

### **Accounting and Auditing Matters**

The President and/or Treasurer and/or any audit committee of the board of directors shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Compliance Officer shall immediately notify the President and/or Treasurer and/or any audit committee of any such complaint and work with the committee until the matter is resolved.

### **Acting in Good Faith**

Anyone filing a complaint concerning a violation or suspected dishonest, deceptive or unethical behavior concerning the organization must be acting in good faith and have reasonable grounds for believing the information disclosed is dishonest, deceptive or unethical. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

### **Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

### **Handling of Reported Violations**

**The Compliance Officer will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.**

## SHRM Hawaii

### Policy on Conflicts of Interest

It is in the best interest of the Society for Human Resource Management Hawaii Chapter (the "Organization") to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. This conflict of interest policy is designed to help directors, officers, employees, independent contractors and volunteers of Organization identify situations that present potential conflicts of interest and to provide the Organization with a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency in the Organization's operations.

1. **Conflict of Interest Defined.** In this policy, a person with a conflict of interest is referred to as an "interested person." For purposes of this policy, the following circumstances shall be deemed to create a Conflict of Interest:
  - a. A director, officer, employee, independent contractor or volunteer, including a board member (or family member of any of the foregoing) is a party to a contract, or involved in a transaction with the Organization for goods or services.
  - b. A director, officer, employee or volunteer, (or a family member of any of the foregoing) has a material financial interest in a transaction between the Organization and an entity in which the director, officer, employee or volunteer, or a family member of the foregoing, is a director, officer, agent, partner, associate, employee, trustee, personal representative, receiver, guardian, custodian, or other legal representative.
  - c. A director, officer, employee or volunteer, (or a family member of the foregoing) is engaged in some capacity or has a material financial interest in a business or enterprise that competes with the Organization.

Gifts, Gratuities and Entertainment. Accepting gifts, entertainment or other favors from individuals or entities can also result in a conflict or duality of interest when the party providing the gift/entertainment/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 or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any particular transaction or activity of the Organization.

## **2. Definitions.**

- a. A "Conflict of Interest" is any circumstance described in Part 1 of this Policy.
- b. An "Interested Person" is any person serving as an officer, employee or member of the Board of Directors of the Organization or a major donor to the Organization or anyone else who is in a position of control over the Organization who has a personal interest that is in conflict with the interests of the Organization.
- c. A "Family Member" is a spouse, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, of an interested person.
- d. A "Material Financial Interest" in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect an Interested Person's or Family Member's judgment with respect to transactions to which the entity is a party.
- e. A "Contract or Transaction" is any agreement or relationship involving the sale or purchase of goods or services, the providing or receipt of a loan or grant, the establishment of any other type of financial relationship, or the exercise of control over another organization. The making of a gift to the Organization is not a Contract or Transaction.

## **3. Procedures.**

- a. Prior to board or committee action on a Contract or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting. If board members are aware that staff or other volunteers have a conflict of interest, relevant facts should be disclosed by the board member or by the interested person him/herself if invited to the board meeting as a guest for purposes of disclosure.
- b. A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.

Conflicts Policy  
Page Three

- c. A person who has a Conflict of Interest shall not participate in or be permitted to hear the board's or committee's discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
- d. A person who has a Conflict of Interest with respect to a Contract or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person's ineligibility to vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the Board of Directors of the Organization has a Conflict of Interest when he or she stands for election as an officer or for re-election as a member of the Board of Directors.
- e. Interested Persons who are not members of the Board of Directors of the Organization, or who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of Board or committee action, shall disclose to their supervisor, or the Chair or the Chair's designee any Conflict of Interest that such Interested Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Interested Person. The Interested Person shall refrain from any action that may affect the Organization's participation in such Contract or Transaction.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to his or her supervisor or the Chair or the Chair's designee, who shall determine whether full board discussion is warranted or whether there exists a Conflict of Interest that is subject to this policy.

- 4. **Confidentiality.** Each director, officer, employee and volunteer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflicts of interest or potential conflicts, which might be adverse to the interests of the Organization. Furthermore, directors, officers, employees and volunteers shall not disclose or use information relating to the business of the Organization for their personal profit or advantage or the personal profit or advantage of their Family Member(s).

**5. Review of policy.**

- a. Each director, officer, employee and volunteer shall be provided with and asked to review a copy of this Policy.
- b. Annually each director, officer, employee and volunteer shall complete a disclosure form identifying any relationships, positions or circumstances in which s/he is involved that he or she believes could contribute to a Conflict of Interest. Such relationships, positions or circumstances might include service as a director of or consultant to another nonprofit organization, or ownership of a business that might provide goods or services to the Organization. Any such information regarding the business interests of a director, officer, employee or volunteer, or a Family Member thereof, shall be treated as confidential and shall generally be made available only to the Chair, the Executive Director, and any committee appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.
- c. This policy shall be reviewed annually by each member of the Board of Directors. Any changes to the policy shall be communicated to all staff and volunteers

## Basic Conflict of Interest Disclosure Form

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Position (employee/volunteer/independent contractor): \_\_\_\_\_

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest between SHRM Hawaii and your personal interests, financial or otherwise:

\_\_\_\_\_ I have no conflict of interest to report

\_\_\_\_\_ I have the following conflict of interest to report (please specify other nonprofit and for-profit boards you (and your spouse) sit on, any for-profit businesses for which you or an immediate family member are an officer or director, or a majority shareholder, and the name of your employer and any businesses you or a family member own):

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Policy of Conflict of Interest SHRM Hawaii.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

## **SHRM Hawaii**

### **Document Retention Policy**

The Society for Human Resource Management Hawaii Chapter (the "Organization") shall retain records for the period of their immediate or current use, unless longer retention is necessary for historical reference or to comply with contractual or legal requirements. Records and documents outlined in this policy includes paper, electronic files (including e-mail) and voicemail records regardless of where the document is stored, including network servers, desktop or laptop computers and handheld computers and other wireless devices with text messaging capabilities.

In accordance with law, an the Organization shall not knowingly destroy a document with the intent to obstruct or influence an "investigation or proper administration of any matter within the jurisdiction of any department agency of the United States . . . or in relation to or contemplation of such matter or case." If an official investigation is underway or even suspected, document purging must stop in order to avoid criminal obstruction.

In order to eliminate accidental or innocent destruction, the Organization has adopted minimum document retention requirements.

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<b>Type of Document</b>	<b>Minimum Best Practice Requirement</b>
Accounts receivable & payable ledgers & schedules	7 years
Articles of Incorporation, charter, bylaws, minutes and other incorporation records	Permanently
Audit reports, Financial Statements (year end): general/private ledgers, trial balance, journals	Permanently
Bank statements, deposit records, electronic fund transfer documents, & cancelled checks	3 years
Checks (for important payments & purchases)	Permanently
Contracts, mortgages, notes and leases (expired)	7 years
Contracts (still in effect)	Permanently
Correspondence (general)	3 years
Donations	7 years
I-9's	3 years after date of hire or 1 year after termination
Insurance Policies (expired)	3 years
Insurance records, current accident reports, claims, policies, etc.	Permanently
Internal audit reports	3 years
Invoices (to customers, from vendors)	7 years
Inventory records	7 years
Personnel files (terminated employees) (Title VII, ADA, ADEA)	7 years after termination
Tax returns and worksheets	Permanently
Workers compensation documentation	10 years after 1 <sup>st</sup> closure

## **SHRM Hawaii**

### **Confidentiality Policy**

To ensure that confidential matters are not disclosed until disclosure is authorized by the board of the Society for Human Resource Management Hawaii Chapter (the "Organization"), the board hereby adopts this policy regarding privacy and confidentiality:

The officers, directors, volunteers, employees and independent contractors of the Organization owe a duty of confidence not to disclose or discuss with another person or entity, or to use for their own purpose confidential information concerning the business and affairs of the Organization received in their capacity as officers, directors, volunteers, employees and independent contractors, as the case may be, unless authorized by the board.

All matters that are the subject of closed sessions of the board are confidential until disclosed in an open session of the board or otherwise authorized by the board.

Every officer, director, volunteer, employee and independent contractor shall ensure that no statement not authorized by the board is made by him or her to the press, the public or governmental officials, unless required by law.