

## Fiduciary Policy

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### Policy

1. The members (also referred to as directors) and officers of the Board of Certified Safety Professionals (BCSP) understand the importance of serving BCSP to the best of their ability and with the highest degree of undivided duty, loyalty, and care. Therefore, BCSP adopts this policy for BCSP volunteer officers and directors and other individuals who voluntarily serve BCSP in particular capacities.
2. This policy applies to all matters related to BCSP, the certification programs BCSP offers or operates and any other BCSP activities.
3. BCSP personnel policies also cover BCSP staff fiduciary responsibilities separate from this policy.

### A. General Conflicts of Interest

1. BCSP directors and officers are committed to furthering the best interests of BCSP and shall undertake full disclosure of any actual, apparent or potential conflict of interest when such becomes known to BCSP directors and officers. BCSP directors and officers shall not profit personally from their affiliation with BCSP, or favor the interests of themselves, relatives, friends, supporters, or other affiliated organizations over the interests of BCSP or bring their interests into conflict or competition with the interests of BCSP. BCSP directors and officers may retain speaker gifts but not monetary honoraria received in connection with speaking engagements about BCSP certification programs. BCSP directors and officers may be reimbursed for travel and per diem expenses associated with such speaking engagements in accordance with BCSP travel policy.
2. BCSP Directors shall avoid potential conflicts of interest or potential undue influence while a BCSP Director that may arise from a) being employed by an endorsing organization, b) from concurrent service at a national, regional or local level on a committee of an endorsing organization that is responsible for services, courses or products relating to preparation for certification examinations offered by BCSP or c) from being a contractor, owner or employee of a private company which provides services, courses or products related to preparation for certification examinations offered by BCSP.
3. Whenever the Board is considering a matter which presents an actual or apparent conflict of interest for any BCSP directors and officers, the individual shall fully disclose his or her interest in such a matter and all material facts relating thereto. Such disclosure shall also be made if the conflict arises in the course of the individual's duties for BCSP. The disclosure shall be recorded promptly in writing and shall be recorded in the Board minutes. A director who may have an actual or apparent conflict of interest may request being disqualified from voting on the specific matter.
4. Upon each disclosure of a possible conflict of interest, the Board, through a simple majority vote, shall determine whether the person may participate in voting on the matter and may delay a vote in order to consult with the Board's legal counsel to establish compliance with any applicable law. The disclosure including all material facts and findings of the Board regarding the possible conflict of interest as well as any vote concerning the possible or actual conflict shall be recorded in the minutes.
5. Prior to a director or officer, directly or indirectly, becoming involved with a transaction with the Board in any capacity other than as a director or officer, the director or officer shall disclose the potential involvement of all material facts of the transaction in accordance with the above procedures. The Board shall review the transaction in detail to determine whether it is favorable to, is fair to and is in the best interest of BCSP before considering whether to approve it.

### **C. Security of BCSP Examination Materials**

1. All BCSP directors and officers recognize that all examination materials, whether in draft form, accepted for potential use or in use are considered confidential materials of BCSP. All BCSP directors and officers shall permanently hold in strictest confidence all matters pertaining to all forms of examination materials, whether in draft form, accepted for use or in use. All BCSP directors and officers shall permanently hold all matters pertaining to all BCSP examination in the strictest confidence, and shall not discuss, disclose, report or express in any way matters concerning the evolution, development, production, administration, scoring or reporting of such examinations, unless such information has been published by BCSP. These matters include but are not limited to examination questions and answers, scoring standards, identity of candidates, performance of individual candidates, results of examinations or any evaluation of examinations. BCSP directors and officers shall not release any materials connected with any BCSP examination to any person or entity, or make examination materials available for any purpose whatsoever, except as specifically authorized by BCSP. BCSP directors and officers may not copy or retain any question or material for their files and are required to keep examination materials under secure conditions. BCSP directors and officers, including volunteer question writers, question reviewers or examination committee members, shall sign statements agreeing to maintain security and confidentiality of examination materials for each activity in which they have involvement with examination materials. The following are specific examination materials and activities which fall under this policy:

- A. Item/question development and maintenance, including question writing workshops, question editing, question reviews.
- B. Formulation, revisions and evaluations of examination forms.
- C. Composition or review of itembanks.
- D. Review of current or past BCSP examinations.
- E. Evaluations of examinations and scoring by evaluation panels or panel members relating to setting of passing points.
- F. Results of examinations, including performance data of examination forms, except those statistics for which disclosure is required by national accreditation standards.
- G. Examination schedules, marking of answers, examination scores or pass-fail results of individuals, except that information normally published at the conclusion of an examination or published and mailed to an individual candidate. Examination scores or pass-fail results shall not be communicated verbally by telephone or through means which are likely to have access to other than the specific candidate, such as by e-mail. They may be sent by fax only with the written permission of a candidate.
- H. Application, evaluation and examination records of individuals will not be made accessible to anyone other than the individual, unless requested through a court subpoena or released by the individual in writing. Individuals must request access to their records in writing. BCSP retains the right to make public the name, city, state and country of any individual holding certification.

### **D. Examination Preparation Courses**

1. All BCSP directors and officers are specifically prohibited from participating in the development, translation, production, copying, publication or distribution of, teaching of any course, program, workshop or materials which are not created by, designed by or developed by BCSP and which are specifically directed toward preparation for any BCSP certification examination at any time during their service to BCSP. This prohibition shall also apply for a period of three years after service to BCSP. BCSP directors and officers may recommend preparing for certification examinations and assisting individuals in locating preparation materials or courses, but are restricted from promoting or recommending in the public domain particular preparation courses or materials other than those created by, designed by, or developed by and marketed by BCSP. BCSP directors and officers shall disclose to BCSP all material facts relating to any activity which appears to be prohibited by this section of the policy for discussion and review by the Board.

2. This section shall not apply to individuals who volunteer their services for particular question writing or review activities sponsored by BCSP or to individuals who serve as candidate evaluators.
3. All BCSP directors and officers are directed to clearly inform candidates and certificate holders that BCSP has no affiliation with and does not evaluate for candidate use, recommend or endorse any examination preparation courses or materials directed specifically at BCSP certifications unless such courses or materials are specifically created by, designed by, developed by or marketed by BCSP.

#### **E. Candidate Applications and Eligibility**

1. BCSP directors and officers may serve as a reference for a certification candidate if the person has served as a supervisor of the candidate during employment or is fully aware of the candidate's professional work. BCSP directors and officers shall not evaluate the applications of individuals whom they have supervised during employment or had close affiliation with in professional practice. If BCSP directors and officers receive for evaluation toward eligibility an application or other eligibility information of someone with whom they have had close affiliation, they shall return the materials to BCSP staff for evaluation by a different Director or evaluator.
2. This section applies to anyone BCSP retains to perform evaluation of candidates for eligibility for certification examinations.

#### **F. Employment by and Contracts With BCSP**

Board Members, while serving on the BCSP Board of Directors, and for one (1) year after completing their last year of service on the Board, may not be hired as an employee of BCSP, nor allowed to provide contracted services to BCSP or BCSP Foundation for compensation.

#### **G. Recertification Audits**

1. BCSP directors and officers shall return to BCSP staff for evaluation by another Director or evaluator any recertification audit materials or cases for any individual with whom they have had close affiliation or who has been a participant or student in a course taught by the potential evaluator.
2. This section applies to anyone BCSP retains to perform evaluation of candidates for eligibility for certification examinations.

#### **H. BCSP Business**

1. Whenever any BCSP directors and officers shall discover an opportunity for business or business advantage which is relevant to the mission and activities of BCSP, the opportunity belongs to BCSP and the individual shall present such an opportunity to the Board. Only at such time as the Board by recorded vote determines not to pursue the matter and relinquish such an opportunity may the individual consider it a matter of possible personal benefit or benefit for some other organization.
2. When approved by vote of the Board, all officers, directors, and designated BCSP representatives shall conduct Board matters in confidence. Confidential deliberation means that discussion surrounding an issue is not recorded in the minutes, but any votes on such issues shall be recorded.
3. BCSP directors and officers shall not accept or offer favors or gifts from or to anyone who does business or potentially does business with BCSP. Board members shall read and understand the articles of incorporation, bylaws, corporate policies, and financial statements. The BCSP Board of Directors shall routinely verify that all state, federal and local tax payments, registrations, and reports have been filed in a timely and accurate manner. Board members shall fully prepare for and participate in Board and relevant committee meetings. Board members shall be cautious and protective of the assets of BCSP and insure that they are used in the pursuit of the mission of BCSP.

4. If a Board member has significant doubts about a course of action of the Board, the Board member shall clearly raise the concern with one or more of the following: the President, the BCSP Chief Executive Officer the Board, and/or BCSP Ethics Hotline (when available). When appropriate, the person expressing the concern may also obtain independent expert advice however, expenses related to such independent expert advice shall be reimbursed by the BCSP only upon vote and approval of a simple majority of the entire Board.
5. Board members shall never exercise authority as Board members except when acting in scheduled meetings of the Board, the Executive Committee, or as delegated by the Board.
6. The Board of Directors may delegate to its Executive Committee or other committee consisting of Board members review of conflicts described by this policy. The Executive Committee or other committee considering conflicts may obtain counsel of the BCSP Counsel or other experts.
7. All individuals covered by the BCSP Fiduciary Policy will at the time of their initial service of volunteer or annually for Directors agree to protect the confidentiality of all information obtained in their involvement or association with BCSP unless authorized to release such information by the originating individual, organization or required by law to be released.

## **I. Compliance Procedures**

1. *Purpose.* The purpose of this procedure is to establish how BCSP assesses compliance with its fiduciary policy. The procedure will be implemented beginning with calendar year 1999.
2. *Annual Report.* Each BCSP Director, BCSP staff and any other individual who voluntarily serves in a particular capacity for BCSP will prepare, sign, and submit to the BCSP Chief Executive Officer an Annual Fiduciary Report not later than January 31. If there are any items in the reports, which may create problems for BCSP and its operations, the BCSP Chief Executive Officer will notify the BCSP President and/or the Executive Committee.

A copy of each person's Annual Fiduciary Report will be held on file at BCSP for as long as an individual serves on the Board of Directors or is employed by BCSP or serves in a particular capacity and for a period of three years thereafter.

3. *Initial Report.* Individuals who are nominated to serve on the BCSP Board of Directors will be given a copy of the BCSP Fiduciary Policy and asked to provide a statement indicating whether or not the candidate is able to comply with the Policy. The Annual Report will be used for the response.
4. *The Annual Fiduciary Report.* The Annual Fiduciary Report is a self-reporting document which will provide an opportunity for affected individuals to report any of the following:
  - Any identifiable or potential conflict of interest with BCSP, its business or policies.
  - Any economic conflict of interest which could impact BCSP.
  - Agreement to protect the confidentiality of information obtained in the process of certifying individuals unless authorized for release by the originating individual or organization or required by law.
5. Reported problems will be documented with the resolution outcome and maintained by the Executive Assistant.

### **History**

**Approved:** November 10, 1998

**Implementation:** January 1, 1999

**Amended:** May 1, 2002; January 26, 2009; January 1, 2012; January 1, 2013; April 9, 2020; November 6, 2020

### **Related Document**

Fiduciary Report Form (v.2)