

Member Participation as a Vendor to the Association Policy	<i>Approved by the AUTM Board of Directors: December 8, 2002</i>
	<i>Amended by the AUTM Board of Directors: July 27, 2016</i>

The following Policy is designed to apply when a member of the association desires to offer goods or services to the association for a fee. This Policy is designed as a corollary to any existing association compliance with laws and rules concerning conflicts of interest, private inurement and private benefit. This Policy is not intended to apply when a modest honorarium may be paid to a Member for a speaking engagement at an AUTM educational event.

The following rules and restrictions will apply whenever a Member of the association desires to offer goods or services to the association in exchange for monetary compensation. Members can participate in a Request for Proposal (RFP) process and otherwise offer goods or services to the association for a fee only in the event of full compliance with this policy:

1. Full disclosure. If a Member or any related party¹ of a Member has an interest in a proposed transaction with the association in the form of a direct or indirect personal financial interest or other personal interest in the transaction, or in any entity involved in the transaction (or holds a position as a director, officer or employee of any such entity), he or she must make full disclosure of such interest before any discussion or negotiation of such transaction.
2. Would-be vendor must be “in the business.” The Member/would-be vendor must be “in the business” of providing the goods or services which such Member seeks to provide to the association.
3. No role in the decision-making process. Any Member who has such an interest in the proposed transaction shall not be present at any Board or committee meeting for any discussion of or vote in connection with the proposed transaction. Moreover, such Member must not participate, directly or indirectly, as an advocate on his or her own behalf, either formally at Board or committee meetings or informally through private contact, communication and discussion, except to the extent permitted for non-Member vendors to the association.
4. No role in the post-award evaluation process. If a Member of the association becomes a vendor to the association, such Member must not participate, directly or indirectly, in

¹ “Related party” is defined as member of your immediate family, which includes your spouse, children and all other dependents; estates, trusts and partnerships in which you or your immediate family has a present or vested future beneficial interest; and a corporation or entity in which you or your immediate family is a beneficial owner of more than five percent (5%) of the voting interests.

any process by which the Member's performance as a vendor to the association is evaluated, either formally at Board or committee meetings or informally through private conduct, communication and discussion, except to the extent permitted for non-Member vendors to the association.

5. Transaction must be in the best interests of the association. The transaction must be fair to and in the best interest of the association. To this end, to ensure a competitive evaluative process, an RFP process should be utilized whenever one of the would-be vendors is a Member of the association. Further, the following questions must be considered by the Board and/or other governing body making such decisions:
 - a. Is the association paying more or getting less than it would from a non-interest seller or buyer or comparable goods or services?
 - b. What efforts have been made to develop "comparables" to help establish "fairness" (e.g., surveys, competitive bids)?
 - c. Will the vendor provide the best quality goods/services at the most competitive price?
6. No special advantages in marketing or promotion. If a Member of the association becomes a vendor to the association, such Member cannot use his or her membership in the association to market or promote his or her business except to the extent permitted for non-member vendors to the association (e.g., advertisement in publications at standard advertising rates, booth at trade shows at standard booth rates, corporate sponsorships at standard rates), and provided that such marketing and promotion may highlight the fact that he or she is a vendor to and member of the association.
7. AUTM employees may not offer goods or services (for a fee) to the association above and beyond the scope of the employee's employment agreement.