USPK
UNITED STATES
PARKOUR ASSOCIATION

Board of Directors

Code of Conduct

Conflict of Interest Policy

Whistleblower Policy

Contract

Board Member Code of Conduct

All members of the Board of Directors, including those serving as Chair and Vice-Chair, have equal votes. No Board Member has more power than any other Board Member, and all should be treated with equal respect.

Board Members are responsible for monitoring the Organization's progress in attaining its goals and objectives while pursuing its mission. All individuals should collaborate in a collaborative process, assisting each other in conducting the affairs of the Board.

To assist in the governance of the behavior between and among members of the Board of Directors and the Organization's staff, all Board Members should adhere to the following Code of Conduct:

Confidentiality

Board members are reminded that confidential financial, personnel, and other matters concerning the organization, donors, staff, or clients/consumers may be included in board materials or discussed from time to time. Board members should not disclose such confidential information to anyone outside of the current board of directors.

Anti-Harassment

Board members must not engage in any intimidating, harassing, discriminatory, abusive, derogatory, or demeaning speech or actions ("harassment" includes, but is not limited to: communication or conduct that a reasonable person in the individual's circumstances would consider unwelcome, intimidating, hostile, threatening, violent, abusive or offensive, such communication may be related to gender, gender identity and expression, sexual orientation, disability, national origin, race, age, religion; it also includes stalking, following, harassing photography or recording, sustained disruption of talks or other events, inappropriate physical contact, and unwelcome sexual attention).

Active Participation

Board members are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. This includes:

Making attendance at all meetings a high priority

- Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand.

- Showing respect and courteous conduct in all board and committee meetings.

Putting the interests of the organization above personal interests

- Cooperating with and respecting the opinions of fellow Board members, and leaving personal prejudices out of all board discussions.

- Supporting actions of the Board even when the Board member personally did not support the action taken.

- Representing the organization in a positive and supportive manner at all times and in all places.

- Demonstrating practical problem-solving approaches. Board Members have a public stage to show how individuals with diverse perspectives can find common ground and seek a compromise that benefits the community.

- Differing viewpoints are healthy in the decision-making process. Individuals have the right to disagree with ideas and opinions, but without being disagreeable. Once the Board of Directors acts, Board Members should commit to supporting the action and not create barriers to its implementation.

- Ensure that all projects/tasks are handed off to the appropriate board member, staff, or volunteer if they are on vacation or taking an extended leave. See Time Off Checklist [2026]

Observing established lines of communication

- Practicing civility and respect in discussions and debate - The dignity, style, values, and opinions of each Board Member shall be respected. Difficult questions, tough challenges to a particular point of view, and criticism of ideas and information are legitimate elements of a free democracy in action. This does not allow, however, Board Members to make belligerent comments.

- Refraining from intruding on issues that are the responsibility of staff or volunteer committees, except to monitor the results and ensure that procedures are consistent with Board policy.

- Directing requests for information or assistance to the Board President.

Commitment to resolving disputes

- Board members are expected to collaborate effectively and resolve conflicts amicably to ensure cohesive decision-making and organizational advancement.

- In cases of a dispute, Board members are expected to resolve the conflict together. If you are unsatisfied with the response (lack of timely response, disagreement on the answer, or fear of approaching, go to the Board President. If you do not feel comfortable addressing the issue with the Board President, go to the Vice President.

- In some instances, the Board President or Vice President may facilitate a discussion to resolve the issue. Board members are expected to respect and accept the outcomes of facilitation processes, maintain professional relationships, and abstain from harboring personal grievances against fellow members.
- In the event of a dispute:
    - Exceptions could arise in situations where the facilitation process itself was flawed, biased, or not conducted in accordance with the organization's policies or best practices.
    - For instance:
        - If there is evidence of procedural irregularities or bias in the facilitation process, members may have valid reasons to question the outcome.

        - If a board member's fundamental rights or ethical principles are violated during the facilitation process, they may have legitimate grounds to contest the result.

        - If the facilitator demonstrates apparent favoritism or conflicts of interest that compromise the integrity of the process, board members may rightfully dispute the outcome.

        - In cases where significant new information or unforeseen circumstances emerge after the facilitation, board members may need to reassess their stance despite previously agreeing to the result.

        - These exceptions underscore the importance of ensuring fair, transparent, and impartial facilitation processes within the board of directors.

Board Conduct with Organization Staff

- The primary responsibility of the Board of Directors is the formulation and evaluation of policy and attaining its goals and objectives while pursuing its mission. Routine matters concerning the operational aspects of the Organization are to be delegated to professional staff members of the Organization.

- Treat all staff as professionals with clear, honest communication that respects the abilities, experience, and dignity of everyone. Poor behavior towards staff is not acceptable. Board

Members should develop a working relationship with the Executive Director wherein current issues, concerns, and organizational projects can be discussed comfortably and openly.

- Never publicly criticize an individual employee - The Board should never express concerns about the performance of an Organization employee in public. Comments about staff performance should only be made to the Executive Director through private correspondence or conversation.

- Do not get involved in administrative functions - The Board's authority to make decisions regarding a policy or other organizational matters is during Board meetings and through the Executive Director. If approached by Organization personnel concerning specific Organization policy, Board Members should direct inquiries to the appropriate staff supervisor or Executive Director. The chain of command should be followed.

Board Conduct with the Public

- The needs of the Organization's community and mission should be the priority of the Board of Directors. When a Director believes they may have a conflict of interest, they shall disclose this conflict and follow any procedures outlined in the Organization Conflict of Interest Policy.

- When responding to community requests and concerns, Directors should be courteous, positively responding to individuals and routing their questions through appropriate channels and to the responsible management personnel.

- When handling complaints, the complaints should be referred directly to the Executive Director.

- Make no promises on behalf of the Organization. Board Members are frequently asked to explain a Board action or give their opinion about an issue during meetings with community members. It is appropriate to provide a brief overview of the Organization Policy and refer to the Organization staff for further information. It is inappropriate to promise Board action overtly or implicitly or promise Organization Staff will do something specific.

- Make no personal comments about other Board Members. It is acceptable to disagree about an issue publicly, but it is unacceptable to make derogatory comments about other Board Members, their opinions, and actions. The community is constantly observing Board Members during their tenure. Honesty and respect for the dignity of everyone should be reflected in every word and action taken by Board Members, 24 hours a day, seven days a week.

Board Members, Officers, and Committee Members Conflict of Interest Policy

Purpose

The United States Parkour Association encourages the active involvement of its directors, officers, and employees in the community. To deal openly and fairly with actual and potential conflicts of interest that may arise as a consequence of this involvement, the United States Parkour Association adopts the following Conflict of Interest Policy.

Policy

Directors, officers, and employees are expected to use good judgment, to adhere to high ethical standards, and to conduct their affairs in such a manner as to avoid any actual or potential conflict between the personal interests of a director or employee and those of the United States Parkour Association. A conflict of interest exists when the loyalties or actions of a director, officer, or employee are divided between the interests of the United States Parkour Association and the interests of the director, officer, or employee. Both the fact and the appearance of a conflict of interest should be avoided.

Definitions

- **Affiliation** includes all direct and indirect financial interests between a director, officer, or employee and a person with whom the United States Parkour Association is considering entering into any transaction. It also includes any other interest that may influence the judgment of a director, officer, or employee.
    - An objective test is applied to determine whether an affiliation exists between the director or employee and the other person: whether the involvement or relationship of the director, officer, or employee with the other person is such that it reduces the likelihood that the director, officer, or employee can act in the best interests of The United States Parkour Association.

- **Person** means any individual, trust, estate, partnership, association, company, or corporation.

- **Substantial influence over the United States Parkour Association.** The following persons are deemed to have substantial influence over the United States Parkour Association: the Executive Director, each member of the Board of Directors, and the officers of the United States Parkour Association.
    - The known affiliations of close family members of each such person and that person's spouse, as well as the known affiliations of any entity for which that person or that person's spouse holds more than a 35% ownership, are deemed to be affiliated with the person. For purposes of this provision, "close family member" means parents, grandparents, children, grandchildren, brothers, or sisters.

Procedures

Duty to Disclose

- Each employee shall disclose to the Executive Director all material facts regarding the affiliation of such employee with any person with whom the United States Parkour Association is considering entering a transaction. The employee shall make that disclosure promptly upon learning of the link between that person and the transaction.

- The Executive Director and any other person with substantial influence over the United States Parkour Association shall disclose to the Board of Directors all material facts regarding his or her affiliation with any person with whom the United States Parkour Association is considering entering a transaction. The Executive Director or other person with substantial influence shall make that disclosure promptly upon learning of the link between that person and the transaction.

- If there is a question as to whether the employee has substantial influence over the United States Parkour Association, the Executive Director shall present this issue to the Board of Directors, and the Board shall resolve the matter.

- At any meeting of the Board of Directors at which a transaction involving an affiliated person will be considered, a director shall disclose to the members of the Board all material facts regarding the director's affiliation with any person with whom the Board is considering entering into any transaction.

Determining Whether a Conflict of Interest Exists

- Concerning an employee without substantial influence over the United States Parkour Association, the Executive Director shall determine whether a conflict of interest exists.

- Concerning the Executive Director or other person with substantial influence over the United States Parkour Association, the Board shall determine if a conflict of interest exists.

- After an affiliation disclosure by a director at a Board meeting, the director shall leave the meeting while the implications of the affiliation are considered and voted upon. The remaining Board members shall determine if a conflict of interest exists.

Consequences of the Existence of a Conflict of Interest

- With regard to an employee without substantial influence over the United States Parkour Association, the Executive Director shall decide the appropriate response by the United States Parkour Association once a conflict of interest has been determined to exist. An employee may

appeal any adverse determination to the Board.

- Concerning the Executive Director or a person with substantial influence over the United States Parkour Association, the Board shall follow the procedures outlined in Article V to decide whether to enter into the transaction and, if so, to ensure that the terms of the transaction are reasonable.

- In the case of a director, if it is determined that a conflict of interest exists, the director shall leave the meeting while the transaction is discussed and shall not vote on it. The remaining directors shall follow the procedures outlined in Article V to decide whether to enter into the transaction and, if so, to ensure that the terms of the transaction are reasonable.

Findings of the Board

If the Board of Directors determines that a person with substantial influence over the United States Parkour Association has a conflict of interest concerning a transaction of the United States Parkour Association, the United States Parkour Association may engage in the transaction only if the following conditions are met before the transaction:

- Such a person shall disclose to the Board all material facts concerning the person's affiliation with the transaction.

- The Board shall review the material facts. The transaction may be approved only if a majority of the directors, not counting the vote of such person, concludes that:
    - The proposed transaction is fair and reasonable to the United States Parkour Association, and
    - The United States Parkour Association proposes to engage in this transaction for its own purposes and benefits and not for the benefit of such person, and
    - The proposed transaction is the most beneficial arrangement that the United States Parkour Association could obtain in the circumstances with reasonable efforts.

The minutes of any meeting at which such a decision is taken shall record the nature of the affiliation and the material facts disclosed by such person and reviewed by the Board.

Annual Statements

- Each person who is deemed to have substantial influence over the United States Parkour Association shall sign an Annual Disclosure Statement, which affirms that the person has received a copy of this Conflict of Interest Policy, has read and understood the Policy, and has agreed to comply with the Policy, and discloses any direct or indirect affiliations. This statement must be signed at the time the person assumes a position of substantial influence and at least annually thereafter.

- Annual Disclosure Statements shall be submitted to the Secretary of the United States Parkour Association at or before the first meeting of the Board of Directors each year and filed with the minutes of that meeting.

Remedies

- Any director who fails to comply with this Conflict of Interest Policy may, in the discretion of the Board of Directors, be censured or removed from the Board.

- If an employee who is deemed to have substantial influence over the United States Parkour Association fails to comply with this Conflict of Interest Policy, he or she may be put on notice or terminated, in the discretion of the Board of Directors.

- Any other employee who fails to comply with this Conflict of Interest Policy may be put on notice or terminated, in the discretion of the Executive Director.

Periodic Reviews

- To ensure that the United States Parkour Association operates in a manner consistent with its charitable purposes and its status as an organization exempt from federal income tax, the Board shall authorize and oversee a periodic review of the administration of this Conflict of Interest Policy.

- The review may be written or oral. The review shall consider the level of compliance with the Policy, the continuing suitability of the Policy, and whether the Policy should be modified and improved.

Volunteer & Staff Direct Supervision Conflict of Interest Policy

Purpose

The purpose of this Conflict of Interest Policy is to establish guidelines for managing potential conflicts of interest within USPK. All volunteers and staff members are expected to avoid conflicts that could compromise the integrity and objectivity of their roles. This policy clarifies acceptable degrees of separation when engaging in multiple roles, particularly in situations involving competition, coaching, and management.

Disclosure and Recusal

Any potential conflicts must be disclosed to the USPK Board or the relevant supervising body. Staff and volunteers must recuse themselves from decisions or activities where a conflict of interest may arise, particularly in cases not explicitly covered by this policy.

Failure to disclose a conflict of interest may result in corrective actions, up to and including removal from the role.

Under the USPK Conflict of Interest Policy, the following relationships would generally be considered unacceptable for direct supervision by a staff member due to potential conflicts of interest, perceived or actual biases, and the need to maintain impartiality.

Family Members

Immediate Family: This includes spouses, domestic partners, parents, children, and siblings. Direct supervision of immediate family members could compromise objectivity and is therefore prohibited.

Extended Family: While one degree of separation may be permitted, any role where a staff member would directly manage extended family members, such as cousins, in-laws, aunts, or uncles, would also typically be deemed a conflict. In these cases, an intermediary should be in place to maintain distance.

Romantic Partners

Spouses and Domestic Partners: Supervising a spouse or domestic partner is not permitted, as this creates an apparent conflict of interest.

Other Romantic Relationships: Any romantic relationship with a subordinate or supervisor would similarly be considered a conflict. Staff members involved in a romantic relationship with another staff member should not be in a direct reporting relationship.

Financial Relationships

Business Partnerships: If a staff member has a business partnership or significant financial relationship (e.g., joint investments) with another staff member, supervising this person could create a conflict of interest, as decisions may appear to benefit personal financial interests.

Financial Dependence: If a staff member financially supports or is financially dependent on a subordinate, direct supervision would be unacceptable due to potential biases or undue influence.
4. Other Conflict-Prone Relationships

Close Friendships: If a close personal friendship exists between a supervisor and a direct report, this could lead to perceived favoritism or conflict. While less strictly defined than family relationships, it is generally advisable to avoid direct supervision in these situations, especially if the relationship could influence decision-making.

Former Romantic Partners: Supervising a former romantic partner can be problematic due to potential unresolved conflicts or biases. These relationships should be managed carefully, ideally avoiding direct supervisory roles.

Legal Dependents: Any person for whom a staff member has legal guardianship or financial responsibility (such as a ward or dependent) should not be supervised directly to avoid conflicts of interest.

For each of these relationships, if both parties still need to work together within the organization, an intermediary should be put in place to ensure an appropriate degree of separation.

Specific Instances:

Competition and Coaching Involvement

Volunteers who are also competitors or coaches are not permitted to serve in any volunteer capacity at competitions in which they are competing or coaching.

Staff members who compete or coach in USPK events are prohibited from performing paid work at these events in any capacity, including administrative or support roles, to prevent conflicts of interest.

Management and Supervision Roles

Board Members and Staff Roles: USPK maintains a strict separation between Board responsibilities and staff management roles.

Board members are not permitted to directly manage or supervise staff members with relationships that have a conflict of interest. Staff members must report to other designated supervisors to maintain independence between board governance and operational oversight.

One degree of separation is acceptable, as long as there is an intermediary in the reporting chain to prevent direct management or oversight.

Committee & Project Interactions

Volunteers: USPK allows one degree of separation in hierarchical relationships, provided an intermediary is present in the chain of authority.

Board Member and Regional Coordinator: A Board member may serve in a volunteer capacity at the regional level (e.g., as a Regional Coordinator) if a National Coordinator is acting as an intermediary. This structure ensures a buffer in supervisory roles and limits direct oversight.

Board Member and Committee Member: A Board member may participate on committees in which they do not directly supervise or manage any other committee members. Committee structures should be set up to ensure that no direct oversight is occurring if one degree of separation is present.

Staff: One degree of separation is also acceptable in staff structures.

- For instance, a staff member who holds an advisory or supervisory role over a particular project can collaborate with or advise a volunteer on the project, provided there is an intermediary supervisor to avoid a direct reporting relationship.

Periodic Reviews

- To ensure that the United States Parkour Association operates in a manner consistent with its charitable purposes and its status as an organization exempt from federal income tax, the Board shall authorize and oversee a periodic review of the administration of this Conflict of Interest Policy.

- The review may be written or oral. The review shall consider the level of compliance with the Policy, the continuing suitability of the Policy, and whether the Policy should be modified and improved.

Private Entity Conflict of Interest Policy

Purpose

The purpose of this Conflict of Interest Policy is to protect the integrity of the United States Parkour Association and its partnerships, particularly in the context of our collaboration with [Private Entity Name]. This policy aims to ensure that all actions taken by our organization and its representatives are free from any potential conflicts that could undermine our mission or the trust of our stakeholders.

Definition

A conflict of interest arises when a member of the United States Parkour Association, including board members, staff, and volunteers, has a personal or financial interest in a relationship or transaction that may affect their decision-making in connection with our partnership with [Private Entity Name].

This situation often arises when personal interests (like financial gain or relationships) could compromise the integrity of professional duties. For example, a board member of a nonprofit may have a financial stake in a company that could benefit from a decision made by that nonprofit, creating a potential conflict between personal gain and the organization's mission. Managing these conflicts is crucial to maintaining transparency and trust.

Policy Statement

Disclosure of Interests

- All members of the United States Parkour Association must disclose any potential conflicts of interest regarding the partnership with [Private Entity Name] before participating in any discussions or related decision-making.

- Disclosure must include any financial interests, relationships, or affiliations with [Private Entity Name] that could be perceived as influencing our organization's actions.

Assessment of Conflicts

- Upon disclosure, the board will assess the potential conflict and determine whether it is significant enough to impact decision-making or organizational integrity.

- If a conflict is identified, the individual with the conflict will be recused from discussions and decisions regarding the partnership.

Guidelines for Participation

- Leaders (board, volunteers, or staff) of the United States Parkour Association are encouraged to participate as representatives of the organization. However, they must refrain from promoting personal interests that conflict with the mission of the United States Parkour Association.

- All communications must accurately represent the interests of the United States Parkour Association and avoid any endorsement of individual interests.

Monitoring and Reporting

- The board will monitor all activities related to the partnership with [Private Entity Name] to ensure compliance with this policy.

- Any concerns regarding potential conflicts of interest should be reported to the board chair immediately.

Periodic Reviews

- To ensure that the United States Parkour Association operates in a manner consistent with its charitable purposes and its status as an organization exempt from federal income tax, the Board shall authorize and oversee a periodic review of the administration of this Conflict of Interest Policy.

- The review may be written or oral. The review shall consider the level of compliance with the Policy, the continuing suitability of the Policy, and whether the Policy should be modified and improved.

ANNUAL AFFIRMATION AND DISCLOSURE STATEMENT

The Conflict of Interest Policy of the United States Parkour Association requires an annual affirmation that you have received, read, understand, and agree to comply with the Conflict of Interest Policy. In addition, the Policy requires that you annually disclose:

- Your affiliations with any organization with which the United States Parkour Association may have a financial relationship and
- Persons with whom you have a close relationship (such as a family member or close companion) who are affiliated with any organization with which the United States Parkour Association may have a financial relationship.

Business, Person, Organization, Relationship, Date of Relationship		

WHISTLEBLOWER POLICY

#02-2019 Adopted 12-10-19

Purpose

The United States Parkour Association (USPK) requires that directors, key volunteers, independent contractors, and employees comply with all applicable laws and regulations and observe high ethical standards in the conduct of their duties and responsibilities. This Whistleblower Policy is intended to encourage and enable USPK directors, employees, and volunteers to raise serious concerns so that USPK can address and correct inappropriate conduct and actions.

Reporting Responsibility

It is the responsibility of all directors, independent contractors, and employees to comply with all applicable laws and regulations, and to report violations or suspected violations in accordance with this Whistleblower Policy.

Procedures

USPK has an open-door policy and encourages employees, independent contractors, and volunteers to share their questions, concerns, suggestions, and complaints with someone who can address them properly. Employees, volunteers, independent contractors, or directors who are concerned about possible ethical or legal violations should report their concerns to USPKs executive director, board president, the chair of the governance committee, or any other board member. Volunteers may also report concerns to the staff member supervising their work.

A preliminary report may be made verbally or in writing. Once a written report is received, an investigation will be opened. All reports will be promptly investigated, and appropriate corrective action will be taken if warranted by the investigation.

Protection from Retaliation

No director, employee, independent contractor, or volunteer who in good faith reports a suspected violation shall suffer harassment, retaliation, or adverse employment consequence based on the reporting of such a violation. 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.

Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing there is an indication of a breach. 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 handled with sensitivity and discretion and kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Effective Date: January 8, 2026

All policies are designed to maintain the integrity of USPK's mission, promote transparency, and protect the interests of all stakeholders involved in our events and organizational structure.

Review and Enforcement

This policy will be reviewed annually by the USPK Board to ensure clarity and alignment with organizational values and needs. All volunteers and staff are required to acknowledge understanding and adherence to this policy as a condition of their service.

Board Member Contract

As a member of the Board of Directors of The United States Parkour Association ("USPK"), I have a legal and ethical responsibility to ensure that the organization performs at its best in pursuit of its goals. I will support the purpose and mission of the organization and pledge my commitment to assist in carrying out its work.

As a board member, I will consistently act responsibly and prudently during my 4-year term of service. I understand my duties to include:

Legal, fiscal, and moral responsibility, along with my fellow board members, for the well-being of this organization. As such, it is my responsibility to:

- Be familiar with our budget and participate in the budget review process.
- Know and approve all policies and programs and oversee their implementation.
- Support decision-making on organizational issues and board matters.
- Interpret the organization's work and values to the community, represent the organization, and serve as a spokesperson.
- Keep up-to-date on the business of the organization.
- I will excuse myself from discussions, decisions, and votes where I may have a conflict of interest.
- Keep all matters of USPK confidential.
- Use USPK board powers and resources for the benefit of USPK.

Attend 80% of scheduled board meetings. Should I be unable to attend a meeting, I will provide advance notice, review minutes, etc.

Make an annual meaningful personal contribution, be it financial, in-kind, or in time (outside of regular board meetings). My contribution will be a minimum of 8 hours per month.

Work in good faith with my fellow board members and staff toward the achievement of the organization's goals.

Should I fail to fulfill these commitments to the organization, I understand that the Board President will call upon me to discuss my responsibilities.

Should there come a time when I am no longer able to fulfill my obligations to the organization, it will be my responsibility to resign my position as a member of the Board of Directors.

As a board member, I understand that the organization will be responsible to me in the following ways:

- I will be sent, without request, quarterly financial reports and an update of organizational activities that allow me to meet the "prudent person" standards of the law.
    - The board may request financials more frequently, subject to regular accounting cycles. Further, I will have information about programs and policies, goals, and objectives as appropriate.

- Opportunities will be provided for me to discuss with the Executive Director and the Board President the organization's programs, goals, activities, and status.

- It is expected that board members and the Executive Director will respond promptly and straightforwardly to questions that are necessary to carry out my fiscal, legal, and moral responsibilities to the organization.

- Board members and the Executive Director will work in good faith with me toward achieving our goals.

- If the organization does not fulfill its commitments to me, I may call upon the Board President and Executive Director to discuss the organization's responsibilities to me.

I commit to serving on the board through the USPK election cycle in **2026**. If I am unable to serve on the board for any reason, it is my responsibility to provide written notice to the board and Executive Director and work to transition any remaining projects to them.

_____	_____
Print Name - Board of Directors Member	Term Start Date and Term End Date
_____	_____
Signature - Board of Directors Member	Signature Date
_____	_____
Title, Board of Directors	Signature Date