



## All a-Board!

### The Purpose, People, and Process of CAA Boards

#### 4. Purpose: In Boards We Trust

Discussion Guide

**Length:** 7:36”

[Stream](#) | [Download](#)

#### Video Summary

This video discusses the fiduciary duty of loyalty and how it requires CAA board members to navigate the potentially tricky conflicts of interest that may arise throughout the course of their board service. It describes three types of conflicts of interest—the good, the bad, and the ugly—and explains how to identify them, how to determine if the board may proceed with a potentially conflicted transaction, and what steps, if any, must be taken before doing so.

#### Learning Objectives

After watching this video, participants will be able to:

- Define the fiduciary duty of loyalty.
- Describe what a conflict of interest is and why it is important for board members to understand conflicts.
- Identify the types of transactions that might create a conflict of interest.
- Analyze a potentially prohibited transaction to determine how board members and the CAA they serve should proceed.

#### Using the Video Effectively

Suggestions for how to use this video include:

1. Ask board members to watch the video on their own, and at a board meeting, facilitate a discussion of individual members’ reflections or responses to the questions below.
2. Show the video during a board meeting and facilitate a discussion of the questions below.
3. Show the videos as part of a larger board orientation or training process and facilitate a discussion of the questions below.

#### Suggested Discussion Questions

1. Did you learn anything new from watching this video?
2. Beyond what you heard in the video, what does the duty of loyalty mean to you personally?
3. What are some conflicts of interest that your board has encountered in the past? How were they addressed?
4. What policies and procedures does your board have in place to identify and cleanse what the video refers to as “ugly” conflicts of interest? What about “bad” conflicts of interest?
5. Are there any transactions or arrangements in place at your agency that you think deserve a second look to determine if there may be a conflict of interest?