**CODE OF ETHICS & CONFLICT OF INTEREST POLICY**

**CONFLICT OF INTEREST**

*Name of Corporation* trustees, officers, staff and volunteers should be sensitive to situations which could raise conflicts or the perception of conflicts between their personal interest and the *Name of Corporation’s* interests. Each trustee, officer, staff member and volunteer is in a position of trust with respect to *Name of Corporation* and should conduct him/herself accordingly. In all dealings, trustees, officers, staff and volunteers must act with fairness and the appearance of fairness and must be particularly aware of situations where there exists an actual conflict or perception of conflict between their private interests and *Name of Corporation* responsibilities. Such conflicts can arise in many area (for example, government grants and contracts, investments, positions with non-profit or for-profit companies, and interactions with present or prospective employees). Trustees, officers, staff and volunteers have a duty to report their own conflicts of interest as outlined below and accept the obligations inherent in the *Name of Corporation’s* policy for managing conflicts. In many situations, the key to dealing with a conflict of interest is to disclose it. Once disclosed, many conflicts of interest can be managed so that the interests of *Name of Corporation* are not compromised.

**CONFLICT OF INTEREST POLICY, DEFINITIONS AND PROCEDURES**

**Policy Statement:**

Trustees, officers, staff and volunteers of the *Name of Corporation* are expected to carry out their responsibilities to the *Name of Corporation* in a trustworthy manner and should be careful to avoid situations that could present a conflict of interest or the appearance of a conflict. A “*conflict of interest”* occurs where there is a divergence or perceived divergence between an individual’s private interest and his or her professional, fiduciary, and/or other *Name of Corporation ­*-related obligations that could cause an independent observer reasonably to question whether the individual’s fiduciary, and/or other *Name of Corporation* -related actions or decisions are influenced by considerations of material personal gain, financial or otherwise. Individuals who authorize or influence purchases or the choice of vendors/consultants or have knowledge of or access to confidential proprietary information should be particularly mindful of potential conflicts of interest. To protect the integrity of the *Name of Corporation*, we have established this policy governing conflicts of interest.

**Definitions:**

Conflict of Interest. An individual may have a conflict of interest if the individual, his/her family member, or an association entity:

* Has an actual or potential interest (including a substantial financial interest or as an officer or director of an entity with which *Name of Corporation* is engaging in a transaction or matter), that could reasonably cause an independent observer to question whether the individual’s professional judgment and/or actions or decisions are influenced by considerations of person gain, financial or otherwise; or
* Received or will receive a substantial, financial or other benefit from knowledge or confidential or proprietary *Name of Corporation* information.

A conflict of interest depends on the situation, and not on the character of actions of the individual. A conflict of interest may exist even if the actions or decisions would not harm the *Name of Corporation.*

Associated Entity. An associated entity is any entity, firm, association or corporation in which a person alone or together with family member(s), holds any interest in income or assets or holds a fiduciary position (such as officer, director or trustee).

**Procedures:**

If a trustee, officer, staff member or volunteer is involved in a matter or is engaged in an activity as to which a conflict of interest may exist, the individual must:

-promptly and fully disclose the conflict to the Chief Operating Officer.

-not participate (or stop participating) in the matter or activity until a decision has been made regarding the facts that were disclosed, and

-follow any directions given by the *Name of Corporation* concerning the matter.

-in matters or activities involving an officer or trustee, a conflict shall be disclosed to the Board prior to the Board’s taking any action to approve such matter or activity. The minutes of meeting at which the Board considered such matter or activity will note the disclose of the conflict.

**OTHER ETHICAL OBLIGATIONS**

**Stewardship of Property and Funds**

Trustees, officers, staff and volunteers must recognize that they are stewards of *Name of Corporation* property and funds, and as such have a responsibility to *Name of Corporation’s* contributors, including donors and federal, state, and local governments, and, accordingly, should treat *Name of Corporation* property with care.

**Confidential Information**

*Name of Corporation* is entrusted with man kinds of confidential, proprietary and private information. It is imperative that those who have access to this information make no unauthorized disclosures of the information, either during or after affiliation with the *Name of Corporation.*

**Gifts, Gratuities and “Kickbacks”**

*Name of Corporation* trustees, staff and volunteers should not accept any material gift, gratuity, or other payment, in cast or in kind, from any vendor seeking to do business or currently doing business with *Name of Corporation.* Cash is never an acceptable gift.