

## **Conflicts of Interest Policy - Penn Central Conference**

### **A. Introduction**

As stated in the Conference's Code of Ethical Practices and Business Conduct all staff and volunteers are responsible in all their dealings as representatives of the Conference for engaging in only the highest ethical behavior.

Consistent with that, the board of directors has adopted this Conflicts of Interest Policy so that any real, apparent or potential conflicts of interest between the Conference's best interests and the personal interests of all board members and certain staff and volunteers as defined below (each a "member") can be identified, evaluated and avoided or managed.

Typically, although there can be other types of conflicts, a conflict of interest may arise when a member has the opportunity to influence the Conference's business, administrative, mission or other decisions in ways that could lead to personal gain or advantage of any kind.

The board reserves the right to investigate and take appropriate action with respect to any potential conflict of interest involving a member irrespective of whether that conflict has been reported under this policy.

### **B. Conflicts of Interest**

A member is considered to have a conflict of interest when she or he or any of her or his family or associates (to her or his present knowledge) either (1) has an existing or potential financial or other material interest which impairs or might appear to impair the member's independence and objectivity of judgment in the discharge of her or his responsibilities to the Conference or (2) may receive a financial or other material benefit from knowledge of information confidential to the Conference.

A "member" includes all board members and such staff as the Conference Minister shall designate and such volunteers as the moderator shall designate who are providing significant services to the Conference.

The immediate family of a member includes her or his spouse, domestic partner, parents, siblings, children and any other relative living in the member's household.

### **C. Conflict Avoidance and Disclosure**

*Avoiding a real, apparent or potential conflict of interest is the responsibility of the member.*

In the first instance, each member should attempt to avoid conflicts of interest through the exercise of individual judgment and planning. If a situation arises that could present a conflict of interest, full disclosure of the circumstances surrounding it should be made at the earliest opportunity and where possible prior to making the commitment or taking the action that poses the possible conflict. The disclosure should be made in writing to the moderator or chair of the Finance Committee.

*For purposes of illustration only, here are some examples of real or apparent conflicts of interest:*

1. Situations where a member accepts appointment as a director, officer or manager in an enterprise that deals or seeks to deal with the Conference.
2. Situations in which a member possesses more than a small ownership interest in an enterprise that deals or seeks to deal with the Conference.

3. Situations where a member directly or indirectly leases, rents, trades or sells real or personal property to the Conference.
4. Relationships that might enable a member to influence the Conference's interactions with outside organizations which may lead to personal gain or the improper taking of advantage by anyone.
5. Situations where the member discloses to outside organizations information confidential to the Conference without authorization.
6. Situations where the member is invited to advise or serve an organization involved in the same general field as the Conference that may lead to personal gain or provide that other organization with a competitive advantage.

#### **D. Resolutions of Conflicts**

Upon receipt of any disclosure by a member of a possible conflict of interest, a member of the executive committee of the board of directors shall discuss the disclosure with the member in order to determine what appropriate action should be taken to either avoid or manage the conflict of interest. After determining that there are circumstances which may involve inappropriate situations, and in consultation with the Conference's legal counsel, the executive committee shall make a determination of such appropriate action.

For example, in some cases the determination will be that there is no real or apparent conflict of interest. In other cases where there is a determination of a real or apparent conflict of interest, possible resolutions could be appropriate disclosure of the conflict and/or recusal of the member from the affected decision-making process. The executive committee's determination shall be given to the member in writing with a copy filed with the secretary of the board.

The secretary shall periodically share with the board of directors a copy of each determination. Where practicable, efforts shall be made to keep the disclosure and determination confidential within the board.

#### **E. Policy Receipt and Compliance**

By July 1 of each year, each member shall submit to the secretary of the board an annual statement confirming her or his receipt of and compliance with this policy on the form provided along with a listing of all current conflicts that have been reported and any new conflicts that need to be reported in accordance with this policy. The secretary shall provide a summary of such reports to the board.

Approved by the Board

June, 2006

Ethical Practices\Conflicts Of Interest Policy

**Annual Disclosure of Real or Potential Conflict of Interest  
Penn Central Conference**

I, \_\_\_\_\_, a  
[please print name]

\_\_\_ Member of the Board

\_\_\_ Member of the staff

\_\_\_ Volunteer

hereby acknowledge that I have received and read the Conflict of Interest Policy of the Penn Central Conference Board of Directors.

\_\_\_ I have the following circumstances which I believe may lead to a real or apparent conflict of interest while I am serving Penn Central Conference:

\_\_\_ I have a member of my immediate family who may have this potential or real conflict of interest:

\_\_\_ I know of no real or apparent conflict of interest that would affect my role in the governance or operation of Penn Central Conference.

Date: \_\_\_\_\_

Signature \_\_\_\_\_