



Alumnae Association of Wilson College – Conflict of Interest Policy
(updated June 2016)

Purpose

The purpose of the Conflict of Interest Policy is to protect the interests of the Alumnae Association of Wilson College (hereinafter referred to as the "Association") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Officer, Alumnae Trustee or Director of the Association with governing board delegated powers (hereinafter referred to as a "Director") or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Definition - Conflict of Interest

A Director shall be considered to have a conflict of interest if she or he:

- (1) has existing or potential financial or other interests that impair or appear to impair her or his independent, unbiased judgment in the discharge of her or his responsibilities to the Association; or
- (2) is aware that a member of her or his family has financial or other interests that would impair or appear to impair the Director's independent judgment in the discharge of her or his responsibilities to the Association. For the purposes of this provision, a family member is defined as a spouse, parent, sibling, child, or any other relative residing in the same household as the Director.

Procedures

All Directors shall disclose to the Board of Directors any possible conflicts of interest at the earliest possible time. In addition, the Director shall excuse herself or himself from discussions of, and abstain from voting on, such matters under consideration by the Board of Directors or its Committees. The minutes of such meeting shall reflect that a disclosure was made and that the Director with a conflict or possible conflict abstained from voting. Any Director who is uncertain as to whether a conflict of interest may exist in any matter may request that the Board of Directors resolve the question in her or his absence by majority vote. Each Director shall complete and sign a disclosure form provided annually by the Chair of the Nominating Committee of the Board of Directors.

Responsibilities

The Board of Directors is responsible for assuring communication and implementation of the policy on conflict of interest and for conducting periodic reviews to ensure that the Association operates in a manner consistent with its charitable purpose.

The Chair of the Nominating Committee is responsible for annually distributing the Conflict of Interest Policy and Disclosure Statement to all Directors with governing board delegated powers for review and signature. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the Board of Directors shall decide if a conflict of interest exists.

The Director of Alumnae/i Relations is responsible for annually maintaining in the Office of Alumnae/i Relations signed copies of the Conflict of Interest Disclosure Statement for all Directors.

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Conflict of Interest Disclosure Statement

Name: _____

I. Employment

Current Employer: _____

Position: _____

To the best of your knowledge, does your employer offer any service (e.g., legal, accounting) or product to, or otherwise do business with the Alumnae Association of Wilson College?

Yes

No

If yes, what is the service/product and what is the estimated annual dollar volume of such business? _____

II. Investment and Other Financial Relationships

Do you personally offer any service or product to or otherwise do business with the Alumnae Association of Wilson College (or any of its Officers, Alumnae Trustees or Directors)?

Yes

No

If yes, what is the service/product and what is the estimated annual dollar volume of such business? _____

Do you have an ownership or significant investment interest in or compensation arrangement with any company that does business with the Alumnae Association of Wilson College (or any of its Officers, Alumnae Trustees or Directors) or can reasonably be expected to do so?

Yes

No

If yes, please provide the name of entity, your relationship to the entity and the nature of the business.

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III. Director and Officer Positions

Please list all organizations where you serve as an officer, director, or trustee, whether paid or unpaid. Indicate to the best of your knowledge whether such organization(s) do any business with the Alumnae Association of Wilson College or can reasonably be expected to do so.

<u>Name of Organization</u>	<u>Position</u>	<u>(potential) Relationship to Wilson</u>
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IV. Please provide, to the best of your knowledge, the following information for any family member* who is employed by, serves as a director/officer/committee member for, or owns or has a significant investment in or compensation arrangement with a company that does business with the Alumnae Association of Wilson College or that reasonably can be expected to do so. (*Family members include: spouse, parent, sibling, child or any other relative residing in the same household as Director)

<u>Family Member's Name</u>	<u>Relationship to You</u>	<u>Company Involved</u>	<u>Position in Company</u>
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The undersigned hereby certifies that:

She/he has received a copy of the Alumnae Association of Wilson College Conflict of Interest Policy, has read and understands the Conflict of Interest Policy, and agrees to comply with the Policy.

She/he has conducted reasonable investigation to ensure that the information contained in this disclosure statement is complete and accurate.

Date: _____

Signature: _____ Printed Name: _____