

## **POLICY #: 100**

### **TITLE: Conflict of Interest (Code of Conduct)**

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#### **PURPOSE:**

Making Hope Happen Foundation requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the Making Hope Happen Foundation, officers, directors and employees are expected to act with honesty, integrity and openness in their dealings as representatives of the organization. This policy is intended to serve as a guide for proper conduct relative to the governing board's expectation that representatives will exercise their legally required duties of care, loyalty and obedience as leaders of the organization conscientiously, in a manner worthy of trust that enhances the organization's credibility with stakeholders.

#### **POLICY STATEMENT:**

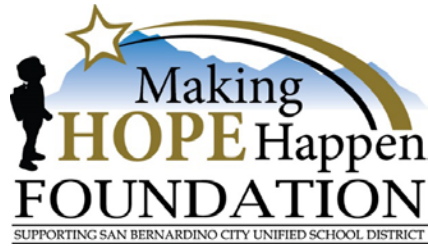
It is the policy of the Making Hope Happen Foundation that no member of its board of directors or staff shall derive any undue personal profit, advantage or gain, directly or indirectly, monetary or otherwise by reason of his or her to the Making Hope Happen Foundation and that each will exercise their responsibilities in a manner that benefits the organization and protects the confidentiality of proprietary information.

No director, officer or employee shall breach or permit the breach of any law, regulation or policy regarding the proper conduct of a director in a public benefit nonprofit California Corporation, or decline, refuse or fail to carry out any of the duties imposed on directors who perform functions with respect to assets held in charitable trust, as imposed by the United States of America, or the State of California. Further no director, staff member or volunteer shall withhold any information relative to the legitimate interests of the Foundation from either the Board of Directors. Directors, officers and employees are required by law and this policy to demonstrate conformance to the following duties:

**Duty of Care:** requires directors, officers and employees to exercise good judgement when making decisions for the organization.

**Duty of Loyalty:** requires directors, officers and employees to give undivided allegiance to the organization when making decisions or in using information obtained in their capacity as a leader of the organization.

**Duty of Obedience:** requires directors, officers and employees to maintain compliance with laws and regulations and be faithful to the organization's mission.



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Additionally, directors, officers and employees are expected to honor the Making Hope Happen Foundation with their words and deeds promoting the good reputation of the organization and its mission. Directors, officers and employees are expected to keep commitments made to the organization and to others in the name of the organization.

**Conflicts of Interests:**

Directors, officers and employees accept responsibility for carefully avoiding conflicts of interest, both actual and perceived, between the Making Hope Happen Foundation and their own personal, professional and business interests. A conflict of interest occurs when a person receives an unfair advantage or financial benefit because as a result of a decision or activity influenced by their leadership role within the organization.

Even with careful attention to avoiding conflicts of interest, these situations may from time to time arise and may happen without intent. The responsibility to disclose or report any known or suspected conflict of interest rests individually with each member of the Making Hope Happen Foundation Board of Directors or Staff regardless of whether or not the alleged conflict involves him or her directly.

Conflicts may occur when a decision involves a disqualified person, a self-dealing transaction, the perception of unfairness, a negative outcome to the organization, or an action contrary to approved policy. Each director, officer or employee has the responsibility to report a suspected conflict of interest to the board president in a timely manner and when possible before a decision involving a conflict of interest is made. If the report is made prior to a decision, disclose of the conflict must be made known to the entire board prior to and any party to the conflict must be excused from the discussion and vote on the issue.

At the beginning of each fiscal year, each director, officer or employee will be provided a copy of this policy and reminded of their responsibility to avoid and report any known or suspected conflicts of interest. Each director, officer and employee will be asked disclose any interests, relationships or holdings that could potentially result in a conflict of interest in writing.

**Agreement to be bound by policy:** I, \_\_\_\_\_, the undersigned director, officer or employee of the Making Hope Happen Foundation agree to be bound by this policy as it relates my service, and to conduct myself in accordance with its provisions during my tenure with the Foundation.

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

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ADOPTED DATE: OCT 12, 2016  
REVISION DATE: N/A