

Conflict of Interest Policy and Requirements for Public Disclosure

Policy: It is the NCOGC policy that all members of the Board of Directors and its staff are to avoid conflicts of interest or the appearance of conflicts of interest. All Board members and staff are expected to make decisions affecting the Foundation based solely on the best interests of the NCOGC. The purposes of this policy are to protect the integrity of the NCOGC and the decisions of its Board, and to ensure that the Foundation's constituencies have confidence in the integrity of the NCOGC and its Board.

A Director or staff member shall be considered to have a conflict of interest if:

- (a) the Director or staff member has existing or potential financial or other interests which impair or might reasonably appear to impair the Director or staff member's independent, unbiased judgment in the discharge of his or her responsibilities to the NCOGC, or
- (b) the Director or staff member is aware that a member of his or her family (which for purposes of this Article shall be a spouse, parents, siblings, children, any other relative residing in the same household as the Director or staff member), or any organization in which the Director or staff member (or member of his or her family) is an officer, director, employee, member, partner, or trustee or has a controlling interest, has such existing or potential financial or other interests.

All Directors and staff members shall avoid actual or possible conflicts of interest and shall disclose to the Board any possible conflict of interest upon learning of the conflict. No Director shall participate in the discussion of or vote on any matter, at any Board or Committee meeting, in which the Director has a conflict of interest. The minutes of such a meeting shall reflect that the Director disclosed a conflict of interest and that the Director did not participate or vote on the matter. Any Director who is uncertain whether a conflict of interest exists in any matter shall request the Board or Committee to resolve the question by majority vote.

All Directors and staff members shall sign an annual form acknowledging and agreeing to abide by this Policy and disclosing any known conflicts of interest.

Procedure:

- 1) Annual Conflict of Interest Disclosure Statement shall be provided to board members and staff in June of every year.
- 2) The Director shall ensure all statements are signed and returned as required.
- 3) All copies shall be retained in accordance the retention and destruction policy.