

Conflict of Interest Policy of Laurel Boys and Girls Club

The board of directors of the Laurel Boys and Girls Club (LBGC) have an obligation to carry out their responsibilities in a manner that advances the interests of the Laurel Boys and Girls Club, and to take no action in the course of their term, or otherwise that could be detrimental to those interests. The purpose of this Conflict of Interest Policy ("CI Policy") for LBGC Employees is to provide guidance to any LBGC employees and/or Board of Directors (BOD) in complying with this obligation.

I. DEFINITIONS

As used in the CI Policy, the following terms have the meanings indicated:

- A. The term "LBGC employee" means a regular, probationary, part-time, or temporary LBGC Board Member. The term does not mean a consultant retained by LBGC;
- B. The term "immediate family" of an LBGC BOD means his or her parent, spouse or spousal equivalent, child, grandparent, grandchild, sibling, mother-or father-in-law, sister-or brother-in-law, or daughter-or son-in-law;
- C. The term "directly or indirectly" means an action taken by an LBGC employee in his or her own name (directly), or through a member of the immediate family or a business associate of an LBGC Board Member (indirectly);
- D. The term "participate in a LBGC decision" means the authority to approve, disapprove, recommend, or otherwise influence the position taken by

LBGC; and

- E. The term "Conflict of Interest Officer" means the person who is responsible for the implementation of the CI Policy.

II. STATEMENT OF PRINCIPLE

No LBGC Board of Director shall, directly or indirectly, have any interest or relationship, take any action or engage in any transaction, or incur any obligation which is in conflict with, or gives the appearance of a conflict with, the proper and faithful performance of his or her LBGC responsibilities.

III. PROHIBITED ACTIVITIES

The activities that are prohibited by the Statement of Principle set forth in Section II include, but are not limited to, the following:

- A. No LBGC Board of Director shall have a direct or indirect financial or personal interest in or relationship with any business, firm, person, or entity that does or seeks to do business with LBGC. This prohibition shall not apply to the utilization of any services that the business, firm, person, or entity makes available to the general public in the normal course of business.
- B. No LBGC Board of Director shall receive any compensation, gift, gratuity, loan or other thing of value from any business, firm, person, or other entity which does or seeks to do business with LBGC, or which has financial or other interests that may be affected by the performance or nonperformance of the LBGC BOD responsibilities. The term "compensation, gift, gratuity, loan, or any other thing of value" does not include an item or items received during a membership year with an aggregate value of \$250 or less, or a loan that is available to the general public on similar terms. The prohibition in this Section III (B) shall not apply if the board member receives the item in question in order to perform his or her LBGC responsibilities.
- C. No LBGC BOD Member shall, (1) except in the performance of his or her LBGC responsibilities or in response to a legal mandate, disclose any

information obtained by reason of his or her LBGC BOD duties that is not otherwise available to the general membership of LBGC, and that could be used to the detriment of LBGC; or (2) use or permit others to use information obtained by reason of his or her LBGC BOD duties that is not otherwise available to the general membership of LBGC to directly or indirectly further the LBGC Board Members's financial or personal interest.

- D. No LBGC Board Member shall, without the advance written approval of the CI Officer, directly or indirectly sell goods or services to LBGC.
- E. No LBGC Board Member shall accept any other position or assignment which would conflict with his or her obligation to carry out his or her LBGC responsibilities in a manner that advances the interests of LBGC, or interfere with the LBGC Board Member's ability to properly carry out those responsibilities.
- F. No LBGC Board Member shall use or permit others to use his or her status as a board member to create the impression that LBGC endorses or has endorsed a product, service or program when that is not in fact the case.
- G. No LBGC Board Member shall, without the advance written approval of the LBGC CI Officer, use his or her LBGC status as a board member to directly or indirectly further the LBGC Board Member's financial or personal interest.

IV. IMPLEMENTATION PROCEDURE

- A. The LBGC Executive Director shall serve as the Conflict of Interest Officer ("CI Officer"), and shall in that capacity be responsible for the implementation of the CI Policy. The CI Officer shall monitor the implementation of the CI Policy, and recommend to the LBGC Board of Directors such modifications in the Policy as he or she may from time to time deem appropriate.
- B. (1) If an LBGC Board Member believes that he or she may be engaged or about to become engaged in an activity that is prohibited by the CI Policy, he or she shall consult with the CI Officer. The LBGC Board Member and the CI Officer shall attempt to deal with the matter informally. If they are unable to do so, the CI Officer shall submit to the LBGC Board Member a written opinion indicating whether the activity in question is prohibited by the CI Policy, and, if so, what should be done to correct the situation.

(2) If the LBGC Board Member disagrees, in whole or in part, with the conclusions of the CI Officer, he or she may appeal to the LBGC Executive

Committee by filing a written notice of appeal with the LBGC Executive Director within ten (10) calendar days after receiving the opinion of the CI Officer. The Executive Committee shall decide the appeal as expeditiously as possible, and the decision of the Executive Committee shall be final and binding. If the LBGC Board Member files a timely appeal, he or she need not comply with the opinion of the CI Officer pending the outcome of the appeal. If the LBGC Board Member does not file a timely appeal, he or she shall comply with the opinion of the CI Officer.

C. (1) If an LBGC member believes that another LBGC Board Member is engaged or is about to become engaged in an activity that is prohibited by the CI Policy, the member or employee may file a written complaint with the CI Officer. The complainant shall identify himself or herself to the CI Officer, but the CI Officer shall, if requested to do so by the complainant, treat the complaint as confidential and not reveal the complainant's name.

(2) Upon receiving a complaint, the CI Officer shall consult with the complainant and the LBGC Board Member in question. Based upon the information received from the complainant and the LBGC Board Member, and/or other relevant information, the CI Officer shall decide whether the LBGC Board Member is engaged or is about to become engaged in an activity that is prohibited by the CI Policy, and, if so, what should be done to correct the situation. The CI Officer shall submit to the LBGC Board Member and the complainant a written opinion setting forth his or her conclusions.

(3) If the LBGC Board Member disagrees, in whole or in part, with the conclusions of the CI Officer, he or she may appeal to the LBGC Executive Committee by filing a written notice of appeal with the LBGC Executive Committee within ten (10) calendar days after receiving the opinion of the CI Officer. The Executive Committee shall decide the appeal as expeditiously as possible, and the decision of the LBGC Executive Committee shall be final and binding. If the LBGC Board Member files a timely appeal, he or she need not comply with the opinion of the CI Officer pending the outcome of the appeal. If the LBGC Board Member does not file a timely appeal, he or she shall comply with the opinion of the CI Officer.

- D. In implementing the CI Policy, the CI Officer and the LBGC Executive Committee shall consider all relevant factors, including the specific LBGC responsibilities of the LBGC Board Member and the nature of the allegedly prohibited activity, and shall interpret and apply the CI Policy in a manner that furthers its intended purpose.

V. MISCELLANEOUS

- A. Nothing in the CI Policy shall be interpreted or applied to deprive an LBGC Board Member of any right that he or she may have under a contract with LBGC or a statute. To the extent that the CI Policy is inconsistent with any such right, the contractual or statutory right shall take precedence.
- B. If a question arises as to whether the CI officer has engaged, may be engaged, or is about to become engaged in an activity that is prohibited by the CI Policy, the matter shall be dealt with by the LBGC Executive Committee.
- C. All information and documents involved in the implementation of the CI Policy shall be treated as confidential, and the CI Officer shall make such information and documents available to others only on an "as needed" basis.

VI. EFFECTIVE DATE AND AMENDMENT; DISTRIBUTION

- A. The CI Policy shall become effective on the date that it is adopted by the LBGC Board of Directors, and shall supersede all prior LBGC policies dealing with the same subject. The LBGC Executive Committee may amend the CI Policy from time to time as it deems appropriate, provided that written notice of any proposed amendment shall be given to the LBGC Board Members at least thirty (30) calendar days before the amendment is acted on by the LBGC Executive Committee.
- B. The CI Policy shall be posted on the LBGC Website, and a copy of the Policy shall be distributed to all LBGC Board Members.