



Conflict of Interest Policy

I. Introduction

Fremont Area Community Foundation is a publicly supported charitable foundation serving the communities of Newaygo County and the nearby areas of Western Michigan. The Community Foundation is dedicated to its mission of expanding private philanthropy in those communities. The Community Foundation operates within the public trust and strives to maintain the highest standards of conduct in all of its operations.

The Community Foundation recognizes that it can best accomplish its mission when the Board of Trustees, volunteer committee members, staff, and other groups associated with the Community Foundation represent the diverse interests, cultures, occupations, and expertise of the community. Thus, the Community Foundation recognizes that members of the Board of Trustees and others representing or affiliated with the Community Foundation will from time to time face possible conflicts of interest or situations in which the appearance of conflict of interest could be detrimental to the Community Foundation and the communities it serves. The Community Foundation adopts this policy in recognition of its responsibility to the public trust, in recognition of the importance of fairness and objectivity in its conduct of business, as a means of assuring that every decision of the Community Foundation is made in the interest of the Community Foundation and the communities it serves and as a means of publicly codifying its expectations of board, staff, volunteers, and others serving the Community Foundation.

This Conflict of Interest Policy applies to all persons holding positions of responsibility and trust on behalf of the Community Foundation, including but not limited to members of the Board of Trustees, members of board committees who are not members of the board, volunteer committee members, members of the boards of supporting organizations to the Community Foundation, and members of the Community Foundation staff (hereinafter “representatives”). This policy shall be provided to each representative at the time that he or she is asked to serve the Community Foundation.

II. General Policies and Expectations

Representatives of the Community Foundation are expected to commit themselves to ethical and professional conduct. This includes the proper use of authority and appropriate decorum.

Representatives must represent unconflicted loyalty to the interest of the Community Foundation. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups, business interests, personal interests, or paid or volunteer service to other organizations. It also supersedes the personal interest of any staff or volunteer member acting as a consumer or client of the Community Foundation's services.

It is the policy of the Community Foundation that except for reasonable and necessary remuneration required by law or by established Community Foundation policy, no representative shall derive any personal profit or gain, directly or indirectly, by reason of his or her service to the Community Foundation. There may be no self-dealing or any conduct of private business or personal services between any representative and the Community Foundation except those conducted in an open and objective manner to ensure equal competitive opportunity and equal access to information.

Board members or volunteer committee members must not use their positions to obtain employment in the Community Foundation for themselves, family members, or close associates. Should a board or volunteer committee member desire employment, he or she must first resign.

Board and volunteer committee members may not attempt to exercise individual authority over the policies and operations of the Community Foundation except through their roles as voting members of the board or volunteer committees. Staff members may not attempt to exercise individual authority over the policies and operations of the Community Foundation except through their specific job responsibilities and established supervisory structure.

Individual board members and volunteer committee members in their interaction with the press are not to speak for the Community Foundation except as expressly authorized by the board chair. Staff members in their interactions with the press and the public are also not to speak for the Community Foundation except as expressly authorized by the president and CEO.

The Community Foundation will comply with both the letter and spirit of all public disclosure requirements, including the open availability of its Form 990 tax returns. However, all representatives must hold strictly confidential all issues of a private nature, including, but not limited to, issues related to private businesses, contributions from individuals, and businesses and other private entities.

III. Policies on Conflict of Interest

In conducting the affairs of the Community Foundation, duality or conflict of interest shall be presumed when a person to whom this policy applies or a member of his/her immediate family serves as a trustee, officer, staff member, or holder of more than 10% of corporate stock of an affected organization or firm; has a formal affiliation or interest in an affected organization or firm; or could expect financial gain or loss from a particular decision.

Before a staff, board, or volunteer committee member begins his or her service with the Community Foundation, and annually thereafter, he or she shall file with the president and CEO of the Community Foundation a list of his or her principal business activities, as well as involvement with other charitable and business organizations, vendors or business interests, or other associations where such activities or associations might produce a conflict of interest.

In addition to the disclosure required by the previous paragraph, each representative is under an obligation to the Community Foundation, to his or her fellow staff or volunteers, and to the community served by the Community Foundation to inform the Community Foundation of any position he or she holds or of any business or a vocational activity that may result in a possible conflict of interest or bias for or against a particular grantee, action or policy, at the time such grant, action, or policy is under consideration by the board or any volunteer committee of the Community Foundation. Any duality or possible conflict of interest on the part of any representative shall be disclosed to the chair of the board (in the case of volunteers) or the president and CEO (in the case of staff members) and made a matter of record as soon as the issue in question is raised and a possible conflict is known.

When the board, committee, or staff is to decide upon an issue about which a representative has an unavoidable conflict of interest, that representative shall physically absent herself or himself without comment from not only the vote, but also from the deliberation, unless directly requested by the chair of the board or relevant committee to provide factual information or answer factual questions that may assist the board or committee in making a wise decision. In no case shall that representative vote on such matter or attempt to exert personal influence in connection therewith.

Disclosure and abstention shall be recorded in the minutes of the meeting(s) at which the issue is discussed and decided.

In any situation not specifically covered by the previous sections of this policy, representatives shall consider carefully any potential conflict of their personal interests with the interests of the Community Foundation and refrain from any action that might be perceived as an actual or apparent conflict of interest.

IV. Examples of Appropriate Actions Under This Policy

Example 1. An officer or other paid employee of a bank or other financial institution who is also a board or finance committee member of the Community Foundation should inform the chair of the board of his or her potential conflict of interest and abstain from discussing or voting on the retaining, employing, or dismissing of his or her financial institution as an investment manager of the Community Foundation.

Example 2. A board or distribution committee member who is also a board, staff, or committee member of a proposed grantee should inform the chair of his or her conflict of interest and abstain from voting on or discussing any motion for or against the proposed grant, except as expressly requested by the chair to provide factual information or answer factual questions that would be useful to the board or committee in making its decisions. If several grants are being voted upon concurrently, the board or committee member must voice his or her conflict of interest to the chair before the vote so that a vote on the grant with which there is a conflict may be taken separately.

Example 3. A board or committee member whose personal financial interests could be positively or adversely affected by the Community Foundation's accepting, holding, or disposing of a particular gift from a donor or by knowledge of the gift should inform the chair of his or her potential conflict of interest; refrain from seeking, obtaining, or reviewing non-public information about the gift; and abstain from discussing or voting on acceptance of the gift.

V. Duties of the Board Chair and the President and CEO

The chair of the board shall be responsible for the application and interpretation of these policies as they relate to board members, volunteer committee members, or the president and CEO. The president and CEO shall be responsible for the application and interpretation of the above policies as they relate to members of the Community Foundation's staff.

VI. Duties of Trustees

Each board trustee has the affirmative responsibility to report to the board chair (in the case of concerns related to board, committee members, or the president and CEO) or to the president and CEO (in the case of concerns related to members of the staff) any and all knowledge of any action or conduct that appears to be contrary to this policy.

If, after hearing the board trustee or staff member's response and after making further investigation as warranted by the circumstances, the board or relevant committee determines the trustee has failed to disclose an actual or possible conflict of interest, the board or relevant committee shall take appropriate disciplinary and corrective action.

VII. Periodic Reviews and Monitoring

To ensure the Community Foundation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, the board or relevant committee shall conduct periodic reviews of the activities of board trustees, staff, and volunteers. The periodic review shall, at a minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- Whether partnerships, joint ventures, and arrangements with other entities conform to the Community Foundation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

VIII. Disclosure

See attachment

Adopted by Fremont Area Community Foundation Executive Committee on July 28, 2016

Conflict of Interest Acknowledgement

I have listed below my principal business activities and those of my immediate family and those charitable organizations that employ me or a member of my family or for which one of us serves as a member of the board.

Name of Organization	Nature of Affiliation

I hereby certify that I have read, understood, and agree to the Community Foundation's policies as described in this statement and that the information given above is complete and accurate to the best of my knowledge.

Date/name (printed or typed)

Signature