



OREGON OLDTIME FIDDLERS' ASSOCIATION (OOTFA)

DIRECTORS AND OFFICERS CONFLICT OF INTEREST POLICY with/AGREEMENT

INTRODUCTION

Philanthropic organizations such as OOTFA have a responsibility to conduct themselves in accordance with the highest principles to maintain the public's trust and to fulfill the mandate of their non-profit, tax-exempt status accorded by the U.S. government.

Furthermore, the degree of trust of OOTFA constituents, donors, volunteers, and other supporters is vital to the well-being of the organization. Any conflict of interest, or merely the appearance or suggestion of conflict, can damage an organization's reputation and ability to carry out its mission. Therefore, all those individuals having a relationship with OOTFA (board director, district officer, committee and/or working group member, contractor, and consultant) shall disclose any possible or potential conflict of interest.

Since the Board of Directors of OOTFA has ultimate fiduciary responsibility for the organization it is imperative that its governing policies and practices pass the highest form of scrutiny in the public forum.

This Conflict of Interest Policy is designed for OOTFA's Board of Directors and District Officers as to help ensure the public's trust by avoiding and/or managing/minimizing conflicts that may present themselves in the daily organizational life of OOTFA.

CONFLICT OF INTEREST POLICY

Each Director and District Officer shall exercise their powers in the sole interest of the OOTFA, and not in their own interest or the interest of another entity or person.

To this end, each Director and District Officer shall:

- A. Avoid any material conflict of interest that may be perceived as creating a potential conflict between the interests of OOTFA and the interests of the entity in question. (This includes but is not limited to employment, significant equity ownership--more than 10% of the equity in such company or concern and /or more than 5% of the net worth of the individual -- and/or activity which involves obligations to private or public entities that may compete with or be in conflict with the interests of OOTFA.)
- B. Exercise the utmost good faith, strict rule of honesty, best care, skill, and judgement in all transactions relating to his/her duties to OOTFA.
- C. Not use his/her position, or knowledge gained therefrom, in such a manner that a conflict might arise between the interest of OOTFA and his/her personal interest.
- D. Immediately disclose any potential conflict of interest. (If unsure as to whether a certain transaction, activity, or relationship, constitutes a conflict of interest, bring it to the attention of the Board)
- E. Avoid directly or indirectly participating in any discussion, decision, arrangement, investment, vote, or other activity that constitutes a conflict of interest or potential conflict of interest, or that could result in personal benefit to him/herself or others with whom s/he is associated.
- F. Not accept any favor that may be perceived to potentially influence his/her official act or that might reflect upon his/her business conduct.
- G. Not conduct personal business with OOTFA nor use OOTFA assets or labor for personal use.
- H. Not obtain economic benefit for him/herself, his/her relatives, or friends from his/her association with OOTFA.
- I. Offer his/her resignation if her/his status changes so they can no longer comply with the requirements of this policy.

PROCEDURES

- A. All Board members and District Officers will be asked to complete a Conflict of Interest disclosure form.

- B. The disclosure form will be updated at the first board meeting of the fiscal year and updated whenever any relevant change occurs in the director's or officer's situation.
- C. Copies of the disclosure forms will be shared with members of the Board of Directors upon request.
- D. Any possible conflict of interest shall be disclosed to the Board of Directors in advance of any discussion or action by the board. (Directors and District Officers should err on the side of prudence and declare actual as well as potential conflicts if in doubt as to the relationship or interest.)
- E. The minutes of meetings will reflect any disclosures of conflicts of interest.
- F. The Board of Directors shall have the authority to administer and enforce all aspects of the Conflict of Interest Policy.

DIRECTOR AND OFFICER CONFLICT OF INTEREST AGREEMENT

I have reviewed the OOTFA's Director and Officer Conflict of Interest Policy and Code of Conduct. Furthermore, I hereby certify that the information set forth below is true and complete to the best of my knowledge. Neither I, nor any person with whom I am involved, have any personal or business relationship, or circumstance I believe could contribute to a conflict of interest as defined in the OOTFA's Conflict of Interest Policy except the following which might be questionable:

DATE _____

NAME _____

By typing/printing your name above, it will be considered your Electronic Signature and an acceptance of this agreement.