

## **Policy Concerning Conflicts of Interest and Disclosure of Financial Relationships**

The policy of the Indian Hill Historical Society against conflicts of interest states:

The Indian Hill Historical Society, its trustees, officers, staff, and volunteers subscribe to a standard that calls for responsible performance, both professionally and ethically, of all employees and trustees. Society staff members, trustees, and volunteers will have a full understanding that they or their activities will reflect on or be attributed to the Society. They will recognize the importance of maintaining the Society's good reputation and will also avoid the reality and the appearance of using their affiliation with the Society for personal advantage. Confidential information acquired during performance of duties for the Society shall remain confidential.

In furtherance of this policy, the Society hereby establishes the following procedures for the documentation and review of any relationships, transactions, and other situations that are or may be viewed as being within this policy.

1. **General Rule:** No director, trustee, or officer of the Society, except as provided below, shall knowingly have a direct or indirect conflict of interest with or undisclosed financial interest in the Society. The purpose of this provision is to prevent persons in decision-making positions from having conflicts of interest, which are defined as relationships, transactions, and other situations that result in a decision-maker acting on the basis of self-interest rather than in the interest of the Society.

A financial interest exists where the director, trustee, or officer has, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Society does business or has a relationship, transaction, or other situation, or
- b. A compensation arrangement with the Society, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Society is negotiating to do business or have a relationship, transaction, or other situation.

Compensation includes direct and indirect remuneration as well as gifts or favors that are of a substantial nature.

### 2. **Disclosures**

- a. Within sixty (60) days prior to the annual meeting of the members of the Society each year, each director, trustee, or officer of the Society shall complete and provide to the Society a Disclosure Form, prescribed by the Society, reporting all of his or her known conflicts of interest and financial interests in the Society.

- b. Should a conflict of interest or a financial interest by director, trustee, or officer arise that has not been disclosed on the annual Disclosure Form required by paragraph 2a, above, the director, trustee, or officer of the Society shall complete and provide to the Society an amended Disclosure Form as soon as practical after becoming aware of the situation that requires the disclosure.
- c. All Disclosure Forms shall be reviewed by the President of the Board and shall be available to all members of the Board for review in the office of the Administrator during normal business hours.
- d. Should the President or any member of the Board believe that a disclosed financial interest may constitute a conflict of interest, the President of the Board shall consult with the person with the disclosed financial interest to determine whether or not it constitutes a conflict of interest. In making this determination the President shall gather such information as he or she deems appropriate and may convene a committee of members of the Board, who have no interest in the transaction in question, to review it.
- e. The President or any member of the Board may bring the question of whether or not a disclosed financial interest constitutes a conflict of interest to the Board at any regular or special meeting of the Board. The decision of the Board shall be final and binding, and no person shall be permitted to engage in any transaction that constitutes a conflict of interest.
- f. The actions of the President, other members of the Board, and the Board with respect to any conflict of interest and disclosed financial interest shall be recorded.

3. Exceptions:

- a. Nothing in this policy prohibits a director, trustee, or officer from having an interest of less than 2% of the outstanding voting stock of a publicly traded entity that does business with the Society.
- b. Nothing in this policy prohibits a director, trustee, or officer from having a financial interest in or doing business with the Society, provided that it has been disclosed to the Society as set forth above, that the compensation for services rendered is reasonable, that the financial interest is reasonable under the circumstances, and that it has not been found by the Board to be a conflict of interest.

# Indian Hill Historical Society

## Disclosure of Conflicts of Interest and Financial Interests

Pursuant to the Policy Concerning Conflicts of Interest and Disclosure of Financial Relationships, a copy of which is attached, I state that the following is a true and complete disclosure that complies with that policy:

I have  or do not have  a conflict of interest with the Indian Hill Historical Society as defined in the attached policy.

If you have a conflict of interest, please describe: \_\_\_\_\_

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I have  or do not have  a financial interest with respect to the Indian Hill Historical Society as defined in the attached policy.

If you have a financial interest, please describe: \_\_\_\_\_

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

\_\_\_\_\_  
Signature

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Name (Please Print)