



Conflict of Interest Policy

Purpose

Community Foundation Santa Cruz County (Foundation) is committed to the highest ethical standards in all policies, procedures, and programs. The ability of the Foundation to carry out its mission is enhanced by the involvement of its board of directors, volunteer committee members, and staff in the community and economic affairs of Santa Cruz County. Such participation enables these individuals to share their talents and experience with community agencies and organizations while gaining knowledge of community concerns that is invaluable in guiding the Foundation's service to donors and grantees. These same agencies and organizations are often involved with the Foundation either as grantees or vendors. While board, committee members, or staff members' familiarity with or involvement in such organizations should not penalize agencies' transactions with the Foundation, it is essential that no favoritism or bias enhance, or even appear to influence, an agency, organization, or company's opportunity for support.

Policy

The policy of the Foundation is to avoid any conflicts of interest or appearance of conflict, in connection with any transaction or the consideration of any transaction between the Foundation and any person with whom any board member, committee member, volunteer or staff member is affiliated.

Definitions

Transaction includes, but is not limited to; grant recommendations, vendor or service provider agreements, and investment interests. *Affiliated* means close involvement. *Affiliated* also includes relationships that an immediate family member (e.g., parent, spouse, domestic partner, or child) may have. *Affiliation* includes all direct and indirect financial interests, but it also includes any other interest that may influence the judgment of a board member, committee member, or staff member. *Material* means there is a substantial likelihood that a reasonable person would consider it important in making a decision.

Annual Disclosure

Each board member, committee member, and staff member shall annually provide a list of nonprofit and professional philanthropic organizations with which they have relationships. Each board member, committee member, and staff member shall also provide information on any material ownership or investment interest with an entity which currently or within the past year has or is negotiating a major transaction with the Foundation. This list of affiliations shall be collected by the CEO and shall be annually published in the board docket. Immediate family members' relationships shall be disclosed at decision time.

Disclosure at Decision Time

With regard to pending grant proposals or donor advised grants, all potential conflicts shall be disclosed *before* discussion begins. Potential conflicts include, but are not limited to: serving as a board member, employee, or consultant to a current or potential grantee; doing business with a current or potential grantee; or having immediate family members serving as a board member of applicant organizations. In all situations in which there is a potential conflict between a board member and any applicant, the board member will disclose such relevant information to the full Board. In all situations where there is a potential conflict between a staff member and any applicant, the staff member shall immediately notify the chief executive officer of the affiliation.

With regard to proposed vendor or service provider relationships, the board recognizes that each situation is different. Staff and Board members strive to make an informed decision and avoid transactions which result in excess direct or indirect economic benefit. Vendor and service provider relationships are procured by the management team. Any board member, committee member, volunteer or staff member with the authority to recommend a vendor is responsible for disclosing their affiliation to the chief executive officer. The CEO's signature shall be provided on vendor and service provider contracts to document that a process and decision has been determined.

Abstention from Foundation Decision Making

In all situations in which there is a conflict or appearance of conflict in connection with any transaction or the consideration of any transaction between the Foundation and any person or institution/organization/entity with which any board member, committee member, or staff member is affiliated, the member should abstain from decision making actions.

With regard to pending grant proposals, if there is a conflict, affected board members, committee members, and staff members should not be involved in encouraging or approving grant proposals with the applicant organization. The board president or committee chair is responsible for raising the issue of potential conflicts at the beginning of each meeting. Board members, committee members, or staff members with a conflict would report the conflict and abstain from voting on the grant or the issue at hand. The affiliation and abstention should be formally noted in the Foundation's minutes.

Determination of Conflicts of Interest

In general, when conducting the business of the Foundation, a conflict of interest will be presumed when a board member, committee member, or staff and someone with whom they have a close relationship (family member or close companion) serves as a trustee, director, officer, or stockholder of a affected organization or firm; has a form affiliation or interest in an affected organization or firm; or could expect financial gain or loss from a particular decision.

If it is unclear whether a conflict of interest exists, with regard to volunteers other than committee members, staff members, the chief executive officer shall determine whether a conflict of interest exists. With regard to the chief executive officer, the board president shall determine whether a conflict of interest exists. With regard to a board member or committee member at a board or committee meeting, the board president or committee chair shall decide whether a conflict exists. Any board member or committee member may recommend that the affected board member or committee member leave the meeting while the implications of the affiliation are considered.

Avoidance of the Appearance of Conflict

This policy is designed to foster public confidence in the integrity of the Foundation and reflect the intention to maintain the highest ethical standards in all policies, procedures, and programs and to avoid any conflict of interest, real or perceived. This statement is not a codification of rules or conduct; rather it is an expression of an intention. Therefore, board members, committee members, volunteers and staff should govern themselves by this spirit and intention.

Conflict of Interest Disclosure Statement

Community Foundation Santa Cruz County shall use reasonable and diligent efforts to maintain the confidentiality of all information provided in this statement.

The policy of the Foundation is to avoid any conflict of interest, or appearance of conflict, in connection with any transaction. This includes any transaction between the Foundation and any person or entity who is affiliated, has a material ownership or investment interest, currently or within the past year, or is negotiating a major transaction with the Foundation. Conflict of interest disclosure statements are required to be completed upon hire, as an employee of the Foundation or upon appointment to the board, or to any board or advisory committee. Disclosure statements will be updated annually at the beginning of each calendar year and should be updated throughout the year as affiliations change.

Name (please print): _____

Capacity: _____
(Board, Committee Member, Volunteer, Staff)

Philanthropic or other Nonprofit Organization Interests: Please disclose all official positions which **you** currently hold or have held within the last two (2) years as a director, trustee, employee, volunteer, member, advisor or consultant to such types of organizations. Note that disclosure of any potential conflict of a *family member* is to be made at the time of decision.

Name of Organization

Position Held/By Whom

<u>Name of Organization</u>	<u>Position Held/By Whom</u>

Business Interests: A list of investment managers and other major vendors/service providers is attached. Please note on the attached check any material ownership or investment interest with any listed entity. *Material* means there is a substantial likelihood that a reasonable person would consider it important to making a decision.

Declaration: I acknowledge that I have received, read, and agree to comply with the Foundation's conflict of interest policy.

By signing this disclosure statement, I agree that should any affiliations arise hereafter in which I have or potentially have a conflict of interest, I will, as soon as I become aware of such conflict, disclose such conflict to the CEO.

Signature: _____ **Date:** _____

BUSINESS INTEREST DISCLOSURE LIST

Please indicate any relationship, material ownership or investment interest with any entity listed below.

Major Vendors/Services

Declarant Type of Relationship

Attorneys and Accountants

Hayashi & Wayland
Manatt, Phelps & Phillips, LLP
Novogradac & Company
Johnson & Bell

Banking Relationships

Santa Cruz County Bank
Wells Fargo Bank
Comerica Bank

Construction and Office Building

Airtec Service
Clean Building Maintenance Co.
Prime Landscape Services
KONE
Peterson Power Systems

Consultants

Alden/Roach Consulting
Foundation Center
Full Court Press Communications
Jack Walsh
Terry Teitelbaum
Ken Goldstein
Chris Schmauch
Thomas David
Kestrel Consulting
Liza Culick
Kim Klein
Mary Hiland
Hiland & Associates
Olive Grove
Robert M. Kardon
Ian Slattery
Scholarship America
SCORE
Claros Group
Advancement Project
Tanya Augsburg
Isolde Brielmaier
Wendy Watriss
Marc d'Estout
Nancy Frank
Ronald Jones
Julie Drezner
Judy Sulsona
Robert Blitzer

Major Vendors/Services cont'd

Declarant Type of Relationship

Insurance Company and Brokers

AON Association Services Division
Anthem Blue Cross of California
CAN Insurance Services
Voya Financial
KBK Insurance Agency
UNUM Life Insurance

Investment Manager Relationships

UBS Financial Services, Inc.

Technology and Business Systems

Centered Networks
ClickAway
First Alarm
Microedge, LLC
Xerox Corporation
Embolden
Foundant Technologies
The Maynard Group
Triad Electric