



Conflict of Interest Policy for Orange County Partnership Board of Directors

The purpose of this policy and procedures is to prevent the personal interest of Board Directors and staff members of the Orange County Partnership (the Partnership) from interfering with the performance of duties, or result in personal financial, professional, or political gain on the part of such persons at the expense of the Partnership or its Investors.

Definitions:

Conflict of Interest (also Conflict) means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust. Persons in a position of trust include staff members, officers, and board directors of the Partnership.

Board means the Board of Directors.

Officer means an officer of the Board of Directors.

Staff Member means a person who receives all or part of her/his income from the payroll of the Partnership.

Investor means corporations, foundations, individuals, municipalities, nonprofits, and others who financially contribute to the Partnership.

POLICY AND PRACTICES 1:

1. **Full disclosure**, by notice in writing, shall be made by the interested parties to the full Board of Directors in all conflicts of interest, including but not limited to the following:
 - a. A board member is related to another board member or staff member by blood, marriage or domestic partnership.
 - b. A staff member in a supervisory capacity is related to another staff member whom she/he supervises.
 - c. A board member or their organization stands to benefit from a Partnership transaction.
 - d. A staff member of such organization receives payment from the Partnership for any subcontract, goods, or services other than as part of her/his regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the bylaws and board policy.
 - e. A board member's organization receives compensation from the Partnership.
 - f. A board member or staff member is a member of the governing body of a contributor to the Partnership.

2. **Following full disclosure** of a possible conflict of interest or any condition listed above, the Board of Directors shall determine whether a conflict of interest exists and, if so the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect the Partnership's best interests.
3. A Board member who is formally considering employment with the Partnership must take a temporary leave of absence until the position is filled. A Board member who is formally considering employment with the Partnership must submit a written request for a temporary leave of absence to the Board, c/o the Partnership's office.
4. An interested Board member, officer, or staff member shall not participate in any discussion or debate of the Board of Directors, or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present board or committee member.
5. Anyone in a position to make decisions about spending the Partnership's resources (i.e., transactions such as purchases contracts) – who also stands to benefit from that decision – has a duty to disclose that conflict as soon as it arises (or becomes apparent); s/he should not participate in any final decisions.
6. A copy of this policy shall be given to all Board members & staff upon commencement of such person's relationship with the Partnership or at the official adoption of stated policy. Each board & staff shall sign and date the policy at the beginning of her/his term of service or employment and each year thereafter. Failure to sign does not nullify the policy.
7. This policy and disclosure form must be filed annually by all specified parties

Disclosure Form Executed:

____ I have no conflict of interest to report

____ I have the following conflicts to report (specifically):

The undersigned, by their affixed signature, note their understanding of the implications of this policy.

Signature _____

Printed Name _____

Date _____