

The Leighty Foundation
Conflict of Interest Policy and Agreement for Directors and Staff

The proper governance of The Leighty Foundation (TLF) depends upon the active participation of its directors and staff. TLF directors and staff are aware that the appearance of conflict can be troublesome even though there is in fact no conflict. Therefore, the Foundation Executive Director and Chair must be fully informed at all times as to events or circumstances which might create the appearance of conflict.

The Board of Directors and staff of TLF are guided by this Conflict of Interest Policy whenever they are carrying out the business of representing the Foundation. In this role, each has a duty of loyalty to the Foundation. The duty of loyalty generally requires a director or staff member to prefer the interests of the Foundation over the director's or staff member's interest or the interests of others. In addition, the directors and staff of the Foundation shall avoid acts of self-dealing which may adversely affect the tax-exempt status of the Foundation or cause there to arise any sanction or penalty by a governmental authority.

Because directors and staff may be involved in other organizations that may have business dealings or affiliations with or seek grants from the Foundation, the following general principles have been established:

- Each director and staff member shall maintain the highest level of ethical conduct and shall exercise the highest standard of care, diligence, and prudence when conducting any activity on behalf of the Foundation.
- In the event any director, staff member, or member of her/his immediate family has a personal or business interest in, or is involved in any way with an organization with whom the Foundation is considering a grant request or business relationship, such interest or involvement shall be disclosed to the Foundation. In such event, any director or staff member may answer pertinent questions of other directors or staff members when knowledge regarding the matter will assist the Foundation.
- The minutes of the meeting shall indicate that the interested director or staff member disclosed the interest or involvement in the matter being considered by the Board, recused herself/himself from the discussion, and abstained from voting on the matter.

I have read and understand the foregoing conflict of interest policy and agreement.
I agree to its terms, and my actions have been and will continue to be guided thereby.

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