

**Conflict of Interest Policy for the  
EMERGENCY CHILDREN'S HELP ORGANIZATION, INC.**

The purpose of the following policy and procedures is to prevent the personal interest of (i) Directors, (ii) members of all committees of the Board of Directors or of the Corporation, including advisory committees, whether or not such committee members are Directors of the Corporation, (iii) Officers, (iv) members of the Advisory Board, and (v) employees of the Corporation (“Key Persons”) from interfering with the performance of their duties to the Emergency Children’s Help Organization, Inc. (“Corporation”), or result in personal financial, professional, or political gain on the part of such Key Persons at the expense of the Corporation or its Directors, supporters, and other stakeholders. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

**I. DEFINITIONS:**

Conflict of Interest (“Conflict”) means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a Key Person.

**II. POLICY AND PRACTICES:**

1. Full disclosure, by notice in writing, shall be made by each Key Person to the Corporation’s audit committee or, if there is no audit committee, to the Corporation’s full Board of Directors in the event of any conflict of interest including, but not limited to, the following:

- a. A Key Person is related to another Key Person by blood, marriage or domestic partnership.
- b. A Key Person or their organization or a family member of a Key Person stands to benefit from a Corporation transaction.
- c. A Key Person’s organization or family member receives grant funding from the Corporation.
- d. A Key Person is a member of the governing body of a contributor to the Corporation.

2. Following full disclosure of a possible Conflict, including, but not limited to, any condition listed above, the audit committee or the Directors, as the case may be, shall determine whether a conflict of interest exists and, if so, shall vote to authorize or reject the transaction or take any other action deemed necessary to address the Conflict and protect the Corporation's best interests. Both votes shall be by a majority vote without counting the vote of any interested party, even if the disinterested voters are less than a quorum provided that at least one consenting voter is disinterested.

3. The existence and resolution of the conflict must be documented in the Corporation's written records, including in the minutes of any meeting at which the conflict was discussed or voted upon.

4. In addition to the requirements of Article 2 hereof, in the event that a transaction described in Article 1.b. is presented to the audit committee or the Directors, as the case may be, the audit committee or the Directors shall take the following action:

- a. Prior to entering into the transaction, consider alternative transactions to the extent available.
- b. In documenting the existence and resolution of the conflict, include the basis for the approval/rejection by the audit committee or the Directors, including its consideration of any alternative transactions.

5. An interested Key Person shall not be present at or participate in any discussion or debate or deliberation or vote of the audit committee or 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. Additionally, an interested Key Person shall not attempt to influence improperly the deliberation or vote of which the subject is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest.

6. Prior to the initial election of any Director or officer, or the hiring of any employee, and annually thereafter, such Key Person shall complete, sign and submit to the Secretary of the Corporation a written statement identifying, to the best of the Key Person's knowledge, any entity of which such Key Person is an officer, Director, Trustee, Member, owner (either as a sole proprietor or a partner), or employee and with which the Corporation has a relationship, and any transaction in which the Corporation is a participant and in which the Key Person might have a conflicting interest. Each Key Person shall annually resubmit such written statement. The Secretary of the Corporation shall provide a copy of all completed statements to the chair of the audit committee or, if there is no audit committee, to the chair of the Board.

7. Any person applying for any financial support from the Corporation ("Applicant") in any form, including, without limitation, by grant, loan, service, right or other benefit, shall be required to either (a) certify in writing that no Director, Officer, member of the Advisory Board, employee or agent of the Corporation or any member of their family, is a family member of the Applicant or has a close personal or business relationship with the Applicant, or (b) if any such relationship exists, make full disclosure of such facts. In the event of such a conflict, no grants or other benefit may be provided by the Corporation to the Applicant unless the Board strictly complies with the procedures set forth for addressing a conflict of interest in the Corporation's Conflict of Interest Policy.

**EMERGENCY CHILDREN'S HELP ORGANIZATION, INC.**

**Applicant Conflict of Interest Disclosure Form**

This form must be filed by any party applying for financial support of any kind from Emergency Children's Help Organization, Inc. ("Corporation"), as per the Corporation's Conflict of Interest Policy.

\_\_\_ No Director, Officer, member of the Advisory Board, employee or agent of the Corporation or any member of their family, is a family member of mine or has a close personal or business relationship with me.

\_\_\_ A Director, Officer, member of the Advisory Board, employee or agent of the Corporation or a member of their family, is a family member of mine or has a close personal or business relationship with me, as follows:

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The undersigned, by their affixed signature, acknowledges that the Emergency Children's Help Organization, Inc. is relying on the truth of this Applicant Conflict of Interest Disclosure Form in considering my application for financial support.

**Sign Name:** \_\_\_\_\_

**Print Name:** \_\_\_\_\_

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