

Conflict of Interest Policy

This Conflict of Interest Policy governs the activities of the Board and staff of Give Foundation Inc. (hereafter referred to as “Responsible Person”). It is the responsibility of all Responsible Persons to be aware of this policy, and to identify conflicts of interest and situations that may result in the appearance of a conflict and to disclose those situations/ conflicts/ or potential conflicts to the President of Give Foundation Inc., as appropriate. Questions about the policy should be directed to the President of Give Foundation Inc.

Defining a conflict of interest: A conflict of interest arises when a board member or staff member has a personal or professional interest that is potentially at odds with the best interests of Give Foundation Inc., resulting in inappropriate financial gain to persons in authority at Give Foundation Inc. or even the appearance of a lack of integrity in Give Foundation Inc.’s decision-making process. Potential conflict of interest situations include but are not limited to the following:

1. A Responsible Person or the family members of a Responsible Person directly or indirectly benefits financially or non-financially as a result of a decision, policy or transaction made by Give Foundation Inc.
2. A Responsible Person accepts a gift or another favor in circumstances where it might be inferred that such action was intended to possibly influence him/her in the performance of his/ her duties.
3. A Responsible Person seeks to obtain preferential treatment by Give Foundation Inc.
4. A Responsible Person seeks to make use of confidential information obtained from Give Foundation Inc. for his/her own benefit (not necessarily financial) or for the benefit of his/her family or associates.
5. A Responsible Person uses information about Give Foundation Inc.’s donors or contacts the donors for his/her own financial benefit or for the financial benefit of his/her family or associates.

In general, Give Foundation Inc. takes a broad view of conflicts of interest and board/staff are urged to think of how a situation or transaction would appear to outside parties when identifying conflicts or possible conflicts of interest.

Disclosure of Conflicts: A Responsible Person is under a continuing obligation to disclose any potential conflict of interest as soon as it is known or reasonably should be known. In addition, he/ she will annually identify through an Annual Disclosure Form any interests that could give rise to conflicts of interest. In general, employees should disclose to their supervisor, and Board and members should disclose to the President of Give Foundation Inc.

Procedures to review conflicts: For each interest disclosed, the Board will determine whether a conflict of interest exists and if yes, the appropriate response. Give Foundation Inc. will, as far as possible, refrain from taking an action while the matter is under review.

Procedures to handle conflicts:

1. When the conflict involves a decision-maker, the person with the conflict (“interested party”): (i) must fully disclose the conflict to all other decision-makers; (ii) may not be involved in the decision of what action to

take (e.g., may not participate in a vote) but may serve as a resource to provide other decision-makers with needed

information. In some cases, the person with the conflict may be asked to recuse him/herself from sensitive discussions so as not to unduly influence the discussion of the conflict

2. The fact that a conflict was managed and the outcome will be documented in the minutes of Board or Executive Committee meetings

Violations of the Conflicts of Interest Policy: If the Board or Executive Committee has reasonable cause to believe a Responsible Person has failed to disclose actual or possible conflicts of interest, it shall inform him/her of the basis for such belief and provide him/her an opportunity to explain the alleged failure to disclose. If, after hearing the Responsible Person's response and after making further investigation as warranted by the circumstances, the Board or Executive Committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.