



## CONFLICT OF INTEREST STATEMENT

### PURPOSE

The purpose of this policy is to ensure that high standards of conduct and integrity are maintained and to limit the risk that might arise due to a conflict of interest on the part of Directors, Officers, and Employees of Women Thrive Worldwide (the “Organization”).

### General Rule

A conflict of interest occurs when a Director, Officer, or Employee is faced with an actual or potential compromise of his or her loyalties and may involve personal or business financial interests. The Organization’s employees and board members must avoid conflicts of interest whether they are actual or only give the appearance thereof. The Organization’s relationships and transactions with individuals outside the organization and with other business concerns must be conducted in a professional and ethical manner.

### Examples of Conflict of Interest Activities and Relationships

Exactly what constitutes a conflict of interest is both a moral and a legal question, and it therefore is not possible to define all the various activities and relationships that would be considered a conflict of interest. The list below suggests some of the conflicts of interests that a Director, Officer, or Employee should avoid or disclose in accordance with the Organization’s policy. This list is not all inclusive and is intended to provide guidance.

- Accepting gifts, other than those of nominal value, or having any travel, living, or entertainment expenses paid for themselves or members of their families,<sup>1</sup> by any person, firm, or corporation currently doing business or seeking to do business with the Organization.
- Having any personal financial dealings by yourself or your immediate family (including arrangements to receive loans (other than bank loans), commissions, royalties, property shares, or anything of value) with any individual or business organization that furnishes merchandise, supplies, property, or services to the Organization. Making investments in the companies with which the Organization does business, other than normal stock and bond market transactions in companies listed on a national stock exchange or traded over the

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<sup>1</sup> “Immediate family” includes an individual’s spouse, domestic partner, children, parents, siblings, and any other relative who resides in the same household.

counter and provided that the Director's, Officer's or Employee's interest is less than one percent (1%) of the company's outstanding equity.

- Accepting a salary, consulting fee, honorarium, or reimbursement of expenses for writing, speaking, or other services rendered to another organization for work that is a normal part of the employee's employment with the Organization. For employees, this includes honoraria/payments for speaking or consulting engagements related to issues or subjects covered by the organization.
- Misusing privileged information or revealing confidential data to outsiders, including information related to donations or fundraising.
- Using one's position in the organization or knowledge of its affairs for outside personal gains.
- Using or taking the Organization's resources, including equipment, facilities, personnel, and supplies, for private use or other unauthorized non-Organization activities.
- Taking public positions on public issues in the name of the Organization or on the Organization's letterhead, without the approval of the President or her designee.
- Participating in social or political activities is not restricted as long as one participates as an individual and not as a representative of the Organization (except where such activity is approved by the Board of Directors).

#### **Disclosure and Compliance Procedures**

All Directors, Officers, and Employees of the Organization should comply with the following disclosure and compliance procedures:

1. Any conflict of interest on the part of any Director, Officer, or Employee must be disclosed.
2. No Director, Officer, or Employee or any immediate family member shall personally benefit by reason of any dealing with the Organization, other than by normal, reasonable, and just compensation for services actually rendered to the organization.
3. Before engaging in a questionable activity that may be construed as a conflict of interest, all Directors, Officers, or Employees should review with the President and Director of Finance & Administration, or their designees, such activities in order to achieve a resolution of the conflict issues in the best interests of the Organization.
4. Before executing a business transaction that may involve a conflict of interest by the Director, Officer, or Employee with the Organization, every Director, Officer, and Employee must make a full written disclosure of all facts of such transaction to the Executive Committee upon the learning of such conflict, be it an actual or potential conflict, in order to achieve a resolution of the conflict issues in the best interests of the Organization.
5. When a conflict of interest may exist, each Director, Officer, and Employee shall disclose

such conflict and abstain from the discussion, voting, resolution or action(s) proposed as to such matter. It would be expected that any interested Board member or staff would disqualify themselves. This shall occur prior to discussion at any meeting of the Board of Directors, or a committee of the Board. Any such abstention from voting (or the like) and the reason given for it shall be recorded in the official minutes of the meeting. A majority of the Board members present at any meeting may disqualify a Board member from discussing and/or voting on any matter as to which they determine a conflict of interest exists. After full disclosure, however, and with due deliberation, a majority of the disinterested Directors may approve or ratify a transaction which involves a conflict of interest with a Director, Officer, or Employee of the Organization, provided such transaction is fair to the organization.

6. The Executive Committee shall maintain primary responsibility for monitoring compliance with the policy with the assistance of the President and Director of Finance & Administration at the Organization.

#### **Conflict of Interest Disclosure Statement**

1. Every new Director, Officer, or Employee is expected to complete the Conflict of Interest Disclosure Statement upon his/her election or appointment.
2. All members of the Board of Directors as well as Officers and Employees of the Organization must sign a Conflict of Interest Disclosure Statement on an annual basis.
3. All completed signed Conflict of Interest Disclosure Statements will be maintained as confidential materials by the Secretary of the Organization's Board of Directors.



### Conflict of Interest Disclosure Statement

*Note: Check the appropriate box below for both numbers 1 and 2.*

1. List any individuals, business organizations, in which you or any member of your immediate family has any personal financial dealings (including arrangements to receive loans (other than bank loans), commissions, royalties, property shares, or anything of value) if such individual or business organization furnishes merchandise, supplies, property, or services to the Women Thrive Worldwide.

- No material interests in any such outside concern.
- The following personal financial dealings in such outside concerns exist:

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2. List other activities described in the policy that constitute actual, apparent or potential conflicts of interest with your obligations to Women Thrive Worldwide:

- No such other matters.
- The following other matters may constitute actual, apparent or potential conflicts of interest:

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### Acknowledgement

I have read the above Conflict of Interest Statement adopted by the Board of Directors of the Women Thrive Worldwide and in my opinion there are no matters other than those set forth above which could give rise to any conflicts of interest with my obligation to Women Thrive Worldwide.

I acknowledge that it is my responsibility to read, understand and abide by the contents of the Conflict of Interest Statement.

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Director/Officer or Employee's Printed Name

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Director/Officer or Employee's Title

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Employee' or Board Member's Signature

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Date