



## **Conflict of Interest Policy**

*Adopted by the Worldwide Fistula Fund Board of Directors on July 31, 2014*

*Reaffirmed on January 18, 2017*

### **Article I**

#### **Purpose**

The purpose of the conflict of interest policy is to assure that the mission and interests of the Worldwide Fistula Fund (WFF) are held preeminent in all activities of the organization—particularly when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. 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.

### **Article II**

#### **Definitions**

##### **1. Interested Person**

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

##### **2. Personal Interests**

All interested persons have personal interests that may not, at times, be aligned with the interests of the WFF. These personal interests may be financial, academic, professional, etc. Financial interests are typically the most common and important of these issues. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A proposal ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

Personal interests including financial interests are not necessarily a conflict of interest. Under Article III, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists. The critical concern to the WFF is that all personal interests be fully disclosed in order that the Board may properly evaluate them and determine if serious conflict exists.

### **Article III**

#### **Procedures**

- a. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the personal interest and be given the opportunity to disclose all material facts

to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

- b.** The remaining board or committee members shall decide if a conflict of interest exists.
- c.** After disclosure of the personal interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon.
- d.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

## Conflict of Interest Disclosure Form

I have read the Worldwide Fistula Fund Board Conflict of Interest Policy set forth above and agree to comply fully with its terms and conditions at all times during my service as a Worldwide Fistula Fund Board member. If at any time following the submission of this form I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Worldwide Fistula Fund President in writing.

**Disclosure of Actual or Potential Conflicts of Interest:**

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

4. \_\_\_\_\_

5. \_\_\_\_\_

Signature: \_\_\_\_\_

Name Printed: \_\_\_\_\_

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