

## **Rowan-Cabarrus Community College Foundation Conflict of Interest Policy**

### **SECTION 1. PURPOSE:**

The purpose of this conflict of interest policy is to protect the best interests of Rowan-Cabarrus Community College Foundation (“Corporation”) when it is contemplating entering into a transaction or arrangement that may benefit an Interested Person (as defined below).

No Interested Person shall derive any improper personal profit or gain, directly or indirectly, by reason of his or her relationship with Corporation; provided, however, that Interested Persons may be paid reasonable compensation for services rendered to Corporation. Each Interested Person shall disclose to Corporation’s governing board any personal interest that he or she may have in any matter pending before Corporation’s governing board and shall refrain from participation in any decision related to such matter.

### **SECTION 2. SCOPE:**

This policy applies to all persons in a position to influence the affairs of Corporation including, without limitation, officers, trustees, any person described as management personnel, any person who makes purchasing decisions on behalf of Corporation and any person who has proprietary information of Corporation (each an “Interested Person”). Immediate family members of Interested Persons and entities in which any Interested Person has a 30% ownership interest also are covered by this policy.

### **SECTION 3. POTENTIAL CONFLICTS:**

Conflicts of interest may arise with respect to the relations of any Interested Person with any of the following third parties:

1. Persons and entities supplying goods and services to Corporation.
2. Persons and entities from whom or which Corporation leases or purchases real or personal property.
3. Competing organizations.
4. Donors and others supporting Corporation.

Conflicts of interest also may arise with respect to relations between Interested Persons and Corporation. Such relations include, but are not limited to, compensation and other financial arrangements.

### **SECTION 4. NATURE OF CONFLICTING INTERESTS:**

Any interest, direct or indirect, of an Interested Person with any persons or entities described in Section 3 above may be a conflicting interest. Such conflicting interests may arise with respect to the following:

1. Owning stock or holding debt or other proprietary interests in any third party dealing with Corporation.
2. Holding office, serving on the board or participating in management of any third party dealing with Corporation.
3. Receiving compensation for services with respect to individual transactions or arrangements involving Corporation.
4. Receiving personal gifts or loans from third parties dealing or competing with Corporation.

**SECTION 5. INTERPRETATION:**

The areas of conflict listed in Section 3 above, and the relations in those areas that may give rise to conflict listed in Section 4 above, are not exhaustive. Conflicts may arise in other areas or through other relations. Interests listed in Section 4 above do not always give rise to a conflict; however, the existence of any interest listed in Section 4 shall be disclosed by the Interested Person to the governing board before any such transaction or arrangement is consummated in accordance with Section 6 below. Each Interested Person has a continuing obligation to scrutinize his or her personal and business relationships for actual and potential conflicts and to immediately make such disclosures in accordance with Section 6 below.

**SECTION 6. DISCLOSURE POLICY AND PROCEDURES:**

Interested Persons may undertake conflict of interest transactions or arrangements only if each of the following is observed:

1. All material facts related to the actual or potential conflicting interest are fully disclosed to the governing board.
2. The applicable Interested Person may make a presentation to the board regarding the nature of the conflicting interest; however, such Interested Person is excluded from the discussion of and vote on the transaction or arrangement.
3. The board obtains and relies upon appropriate comparability data with respect to the transaction or arrangement.
4. The board determines that the transaction or arrangement is fair, reasonable and in the best interests of Corporation.
5. Each of the foregoing is documented in the minutes of the board meeting at which the transaction or arrangement is considered.

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\_\_\_ I have read and agree to the terms of the Rowan-Cabarrus Community College Foundation Conflict of Interest Policy.

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

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

Adopted \_\_\_\_\_