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915 S First St.
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Medford, OR 97501
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SALEM

P.O. Box 2695
Salem, OR 97308
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Here for Oregon. Here for Good.

Thank you for volunteering with The Oregon Community Foundation.

OCF has been certified through the Council on Foundations' National Standards program for operational excellence and as a leader in philanthropy. As part of this certification, OCF is required to adopt the following Conflict of Interest Policy and share it with all staff, board members and volunteers.

Please read the following pages and return one copy of the enclosed Conflict of Interest and Confidentiality Form at your earliest opportunity to: Carly Brown, Volunteer Programs Coordinator, The Oregon Community Foundation, 1221 SW Yamhill Street, Suite 100, Portland, OR 97205.

Conflict of Interest and Confidentiality Information Form

Please list below any relationships, positions, or circumstances in which you are involved that you believe could contribute to a Conflict of Interest as defined in The Oregon Community Foundation's Conflict of Interest Policy.

- I hereby certify that the information set forth above is true and complete to the best of my knowledge.
- I understand that OCF is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.
- I understand that in my role as an OCF volunteer, I will be exposed to confidential information regarding OCF donors and grant applicants. I agree to maintain the confidentiality of such information.
- I have read and understand The Oregon Community Foundation's Conflict of Interest Policy and agree to abide by its terms.

Signature: _____ Date: _____

Please print your name: _____

Thank you!



THE OREGON COMMUNITY FOUNDATION

Conflict of Interest Policy

This Conflict of Interest Policy is designed to protect The Oregon Community Foundation's (OCF) interest when it is contemplating entering into a business transaction or arrangement or considering a grant application that might benefit the private interest of a director, officer, committee member, volunteer, or employee of OCF. This policy is intended to supplement but not replace any applicable federal and Oregon laws governing conflict of interest applicable to nonprofit organizations.

Article I Definitions

1. Interested Person

An Interested Person is any director, officer, committee member, volunteer, or employee who has a financial interest in an entity or an affiliation with a grant applicant.

2. Financial Interest

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

A financial interest is not necessarily a conflict of interest. Under Article II, Section 2, 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.

3. Affiliation with Grant Applicant

A person has an affiliation with a grant applicant if the person serves as a board member or committee member of the applicant organization, has an immediate family member who serves as a board member of the applicant organization, or is employed by or does business with the applicant organization.



Article II Procedures

I. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest or affiliation with a grant applicant 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 grant application.

2. Procedures for Addressing the Conflict of Interest for Business Transactions or Arrangements

- a. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, members of the board or committee who are not interested persons shall decide if a conflict of interest exists.
- a. An interested person may answer pertinent questions of other members regarding the transaction or arrangement at the governing board or committee meeting, but shall abstain from voting on the proposed transaction.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether OCF can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in OCF's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

3. Procedures for Addressing the Conflict of Interest for Grant Applications

An interested person who has an affiliation with a grant applicant may speak to the facts of the application and may answer pertinent questions of other board or committee members regarding the grant application, but shall abstain from voting on the proposed transaction. An interested person who is a volunteer or employee shall not participate in any evaluation of the applicant that would result in a presentation to the governing board or committee.

Without the advance approval of the president, no OCF employee whose duties include evaluating applications for grants may serve as director, trustee, or officer of, or in any other official capacity with any organization that has received a grant from OCF in the past or might reasonably be expected to apply for a grant in the future.



4. Violations of the Conflict of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article III Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the person(s) who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
- c. The names of the person(s) who disclosed or otherwise were found to have an affiliation with a grant applicant(s) and a record that the person(s) abstained from voting on the application.

Article IV Statements

Each director, officer, member of committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflict of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands OCF is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Each OCF employee and OCF volunteer shall receive a copy of this policy and sign a statement acknowledging receipt of the policy and agreeing to comply with its terms.