



Board Member Conflict of Interest Policy

Purpose

In carrying out the responsibilities required of a board member, the law describes three duties of trust -the duty of care, the duty of loyalty, and the duty of obedience. * Avoiding or disclosing any Conflict of Interest is part of a Board members' duty of loyalty.

Conflict of Interest Policy

Board members shall not use their position in such a manner that a conflict between the interest of Marion Polk Food Share and the Board member's personal interest or the interest of an organization in which the Board member has a fiduciary interest arises.

Board members have a duty to place the interest of Marion Polk Food Share foremost in any dealings with the Food Share and has a continuing responsibility to comply with the requirements of this policy.

Conflict of interest transactions, which are described below, may be permitted if the transaction is deemed to be fair to Marion Polk Food Share and is approved by vote of the Marion Polk Food Share Board of Directors where the material facts of the transaction and the director's interest are disclosed to Marion Polk Food Share's Board of Directors.

The following transactions represent conflict of interest transactions subject to this policy:

- The conduct of personal business between any board member and Marion Polk Food Share.
- Transactions where Board members may obtain for themselves, their relatives, their friends, or an organization in which they have a fiduciary interest, a material interest of any kind from their association with Marion Polk Food Share.

Policy Level	Date Approved	Review Committee	Review Month	Policy Tracker
Board		Governance	November	

*Taken from "A Guide to Nonprofit Board Service in Oregon" from the Office of the Attorney General

If a board member has an interest in a proposed transaction with the Food Share in the form of a significant personal financial interest in the transaction or in any organization involved in the transaction, or holds position as trustee, director, or officer in any such organization, the board member must make full disclosure of such interest before any discussion or negotiation of such transaction.

Any Marion Polk Food Share board who has disclosed a potential conflict of interest with respect to any matter coming before the board or committee may be present for any discussion of the matter, but may not be present for any vote in connection with the matter.

Disclosure

To implement this policy, board members of Marion Polk Food Share and committee advisory members will submit this information, upon election/appointment and annually thereafter in January, on the attached forms and, if not previously disclosed, will make disclosure before any relevant board or committee action.

If a Marion Polk Food Share board has an interest in a proposed transaction with the organization in the form of a significant personal financial interest in the transaction or in any organization involved in the transaction, or holds position as trustee, director, or officer in any such organization, he or she must make full disclosure of such interest before any discussion or negotiation of such transaction.

These reports will be reviewed by the Executive Committee, which will attempt to resolve any actual or potential conflict(s) and, in the absence of resolution, refer the matter to the Board of Directors.