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| OHEF SHOLOM TEMPLE | Policy and Procedure |
| **Name of Policy:** | Board Conflict of Interest |
| **Policy Number:** | BOARD – 001.1 |
| **Department:** | Board of Directors |
| **Purpose:** | In their capacities as directors, the members of the Board of Directors (the “Board”) of Ohef Sholom Temple (“OST”) must act and carry out their duties in the best interests of OST. The purpose of this policy is to help inform the Board about what constitutes a conflict of interest, identify and disclose actual and potential conflict of interests, and avoid conflicts of interest where necessary. |
| **Effective Date:**  | May 5, 2017 |
| **Last Revision Date:** |  |

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| **Required Signatures:** | President |
| Secretary |

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| **Definitions:** | **Conflict of Interest.** A conflict of interest is a transaction or relationship with OST in which a director has an interest that precludes him/her from being a disinterested director.  |

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| **Policy:** | 1. Board members have a fiduciary duty to act in the best interest of OST. At times, the personal, business, and other interests of a director may conflict with the best interests of OST.2. Not all conflicts of interest are prohibited or harmful to OST. A conflict of interest may be permitted if:1. The material facts of the transaction or relationship and the director’s interest shall be disclosed to the Executive Committee;
2. The Executive Committee authorizes, approves or ratifies the transaction with disclosure; and
3. The transaction is fair to OST.
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| **Procedure:** | 1. By June 1 of each year, all Board members shall be provided with a copy of this policy and shall be required to complete and sign the acknowledgment and disclosure form below. All completed forms shall be provided to and reviewed by the Executive Committee, as well as all other conflict information provided by Board members.2. All actual and potential conflicts of interests shall be disclosed by Board members to the Executive Committee through the annual disclosure form and/or whenever a conflict arises. The interested director may be present for discussion to answer questions or provide information, but may not advocate for the action, and shall be required to leave the room during and abstain from voting on the matter. The disinterested members of the Executive Committee shall make a determination as to whether a conflict exists, whether the conflict may be permitted and what, if any, action is appropriate. In the event the Executive Committee makes a determination or takes action, the Executive Committee shall inform the Board of such determination and action. The Board shall have the right to modify or reverse such determination and action. The minutes of all actions taken on such matters shall clearly reflect that the above requirements have been met. |

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| **Related Policies:** | Conflict of Interest Policy Disclosure Form |

**OHEF SHOLOM TEMPLE**

**Conflict of Interest Policy**

**Acknowledgment and Disclosure Form**

I have read the OST Staff 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 OST staff 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 OST Board President and Executive Director.

**Disclosure of Actual or Potential Conflicts of Interest** (ex.: family member is employed in Religious School**,** family member requests scholarship or dues relief, family member may request reimbursement, business in which director or family member has an interest wants to enter into a contract or provide goods or services to OST)**:**

1.
2.
3.
4.

**Board Member Signature:**

**Board Member Printed Name:**

**Date:**