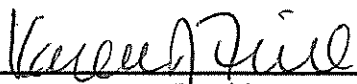



<b>OHEF SHOLOM TEMPLE</b>		<b>Policy and Procedure</b>
<b>Name of Policy:</b>	Conflict of Interest	
<b>Policy Number:</b>	BOARD – 0010	
<b>Department:</b>	Board of Directors	
<b>Purpose:</b>	<p>The proper governance and operation of Ohef Sholom Temple (the "Temple") depends on governing board directors, officers, employees, and agents who give of their time for the benefit of the Temple. Because of the varied interests and backgrounds of individuals; participation on the Board, committees, regional networks or task forces; and, engagement in other activities of the Temple may result in situations involving a dual interest that might be interpreted as conflict of interest. This service nevertheless carries with it a requirement of loyalty and fidelity to the Temple; it being the responsibility of the Directors, officers, employees, and agents to govern and administer the Temple's affairs honestly and economically, exercising their best care, skill, and judgment for the benefit of the Temple. The matter of any duality of interest or possible conflict of interest can best be handled through full disclosure of any such interest, together with noninvolvement in any vote or participation in meetings and discussions wherein the interest is involved.</p>	
<b>Effective Date:</b>	August 23, 2018	
<b>Last Revision Date:</b>	September 27, 2018	

	 <hr/> President
	 <hr/> Secretary

<b>Definitions:</b>	<p><b>Conflict of Interest.</b> A conflict of interest can be considered to exist in any instance where the actions or activities of a Director, officer, employee or agent (herein an "individual") (or the employer of the individual) on behalf of the Temple also involve the obtaining of an improper gain or advantage to the individual or an adverse effect on the Temple's interests. Conflicts of interest also can arise in other instances. Although it is impossible to list every circumstance giving rise to a possible conflict of interest, the following will serve as a guide to the types of activities that might cause conflicts and that should be fully reported to the Temple:</p> <p><b>Outside Interests.</b> 1) To hold, directly, indirectly or organizationally, a position or a material financial interest in any outside concern from which the individual has reason to believe the Temple secures goods or services or that provides services competitive with the Temple. 2) To compete, directly, indirectly or organizationally, with the Temple.</p>
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	<p><b>Gifts, Gratuities and Entertainment.</b> To accept gifts, excessive entertainment, or other favors from any outside concern that does, or is seeking to do, business with, or is a competitor of, the Temple under circumstances from which it might be inferred that such action was intended to influence or possibly would influence the individual in the performance of his duties. This does not include the acceptance of items of nominal or minor value that are clearly tokens of respect or friendship and not related to any particular transaction or activity of the Temple.</p> <p><b>Inside Information.</b> To disclose or use confidential information relating to the Temple's business for the personal profit or advantage of the individual or his or her immediate family or employer. No inside information shall be permitted to be disclosed without the consent of the Board of Directors.</p> <p><b>Material Financial Interest.</b> As of any date, any investment that either (a) represents more than 5% of asset value of a business or enterprise, or (b) generates more than 5% of Anticipated Cash Flow from a business or enterprise over the past year.</p>
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<b>Policy:</b>	<ol style="list-style-type: none"> <li>1. <u>Board of Directors.</u> <ol style="list-style-type: none"> <li>1.1 Members of the Board of Directors of the Temple shall exercise the utmost good faith in all transactions or matters related to their duties to the Temple and its property. In their dealings with and on behalf of the Temple, they shall be held to a strict rule of honest and fair dealing between themselves and the Temple. They shall not use their positions, or knowledge gained there from, in such a way that a conflict might arise between the interest of the Temple and that of the individual.</li> <li>1.2 Any duality of interest or possible conflict of interest on the part of any Board member should be disclosed to the other Directors and made a matter of record, either through an annual procedure or when the interest becomes a matter of action.</li> <li>1.3 Any Director having a duality of interest or possible conflict of interest on any matter should not vote or use his or her personal influence on the matter. The minutes of the meeting should reflect that a disclosure was made and the abstention from voting.</li> <li>1.4 The foregoing requirements should not be construed as preventing a Director from briefly stating his position in the matter, nor from answering pertinent questions of other board members since his or her knowledge may be of great assistance.</li> </ol> </li> <li>2. <u>Officers, Employees and Agents.</u> <ol style="list-style-type: none"> <li>2.1 The officers, employees, and agents (herein "individuals") with administrative responsibilities shall exercise the utmost good faith in all transactions related to their duties to the Temple and its property. In their dealings with and on behalf of the Temple, they shall be held to a strict rule of honest and fair dealing between themselves and the Temple. They shall not use their positions, or knowledge</li> </ol> </li> </ol>
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	<p>gained there from, in such a way that a conflict might arise between the interest of the Temple and that of the individual.</p> <p>2.2 Although it is recognized that a degree of duality of interest may exist from time to time, such duality shall not be permitted to influence adversely the decision-making process of the Temple. To this end, any individual subject to this policy shall promptly report the possible existence of a conflict of interest for himself or herself or any other person subject to the policy, which shall be made to the President or the Executive Director of the Temple.</p> <p>2.3 A full disclosure of all facts pertaining to any transaction or business development activity that is subject to any doubt concerning the possible existence of a conflict of interest shall be made before continued participation in meetings or discussions and subsequently consummating the transaction.</p>
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<p><b>Procedure:</b></p>	<p><u>Annual Questionnaire/Removal.</u></p> <ol style="list-style-type: none"> <li>1. Annually, the President shall send to all Directors, officers, employees and agents a copy of this policy, together with an explanation and a Conflict of Interest Statement to be completed and returned (see attached form).</li> <li>2. An appropriate report shall be submitted to the Board of Directors concerning any interests so disclosed. Any new Directors, officers, employees, agents, or consultants shall participate in a similar procedure and execute an agreement concurrent with assumption of their responsibilities.</li> <li>3. Based upon the sole discretion of the Board of Directors, any violation of this policy by a Director or officer may be grounds for immediate removal, by a two-thirds vote of the Board, of any Director or officer. Violation of this policy by an employee shall be deemed to be a "material breach" and a basis for termination of employment.</li> </ol>
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<p><b>Related Policies:</b></p>	<p>Ohef Sholom Temple Bylaws</p>
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**OHEF SHOLOM TEMPLE  
Conflict of Interest Statement**

Pursuant to the purposes and intent of the resolution adopted by the governing board requiring disclosure of certain interests, a copy of which has been furnished to me, I hereby state that I or my employer, or members of my immediate family have the following affiliations or interests and have taken part in the following transactions that, when considered in conjunction with my position with or relation to the Temple, might possibly constitute a conflict of interest. **Check "None" where applicable.**

**1. Outside Interests (excluding investments)**

Identify any interests, other than investments and your residences, of yourself or your immediate family (i.e., spouse and dependents). List and describe, with respect to yourself or your immediate family, all investments that might be within the category of "material financial interest" as described in the policy. ( ) None

**2. Outside Activities**

Identify any outside activities (other than Ohef Sholom Temple) of yourself or your immediate family involving service as an officer or director. ( ) None

**3. Gifts, Gratuities and Entertainment**

Identify any gifts, excessive entertainment, or other favors from any outside concern that does business with Ohef Sholom Temple, is seeking business from Ohef Sholom, or is a competitor of Ohef Sholom. ( ) None

**4. Other**

List any other activities in which you, your employer, or immediate family are engaged that might be regarded as constituting a conflict of interest. ( ) None

I hereby certify that neither I, nor any member of my immediate family will accept gifts, gratuities, or entertainment that might influence our judgment or actions concerning business of the Temple, thus possibly constituting a conflict of interest.

I hereby certify that neither I, nor any member of my immediate family will engage in any outside activities or outside interests that will influence our judgment or actions concerning business of the Temple, thus possibly constituting a conflict of interest.

I hereby agree to report to the Executive Director any further situations that may develop, possibly constituting a conflict of interest before completion of my next questionnaire.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Organization (Print)

\_\_\_\_\_  
Name (Print)

\_\_\_\_\_  
Title (Print)

\_\_\_\_\_  
Date

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