

# Peculiar Parks Foundation

## Conflict of Interest Policy

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### Purpose

The purpose of this Conflict of Interest Policy is to protect the integrity of the Peculiar Parks Foundation (“Foundation”) when it is contemplating entering into a transaction, decision, or arrangement that might benefit the private interest of a Board member, officer, committee member, advisor, volunteer, or other individual acting on behalf of the Foundation.

This policy is intended to supplement, not replace, applicable federal and Missouri laws governing conflicts of interest for nonprofit organizations.

### 1. Persons Covered

This policy applies to:

- Members of the Board of Directors
- Officers of the Foundation
- Committee members
- Advisors, including the Peculiar Parks & Recreation Director
- Volunteers
- Any individual acting on behalf of the Foundation

### 2. Definition of Conflict of Interest

A conflict of interest exists when an individual covered by this policy has a direct or indirect personal, financial, or professional interest that could improperly influence, or reasonably appear to influence, their judgment or actions on behalf of the Foundation.

Conflicts may be **actual, potential, or perceived**.

Examples include, but are not limited to:

- Financial interest in a business or organization that does business with the Foundation
- Compensation arrangements with the Foundation
- Ownership, employment, or consulting relationships with vendors, contractors, or grant recipients
- Any situation in which personal interests could conflict with the best interests of the Foundation

### **3. Duty to Disclose**

Any individual covered by this policy shall disclose in writing any actual, potential, or perceived conflict of interest as soon as it arises.

Disclosures shall be made to:

- The Board President, or
- The Board of Directors if the conflict involves the President

### **4. Determination of Conflict**

After disclosure, the Board of Directors (or appropriate committee) shall determine whether a conflict of interest exists.

The individual with the potential conflict:

- May provide factual information if requested
- Shall not participate in discussion or vote on the matter
- Shall not be present during deliberation or decision-making, unless requested by the Board for clarification

### **5. Procedures for Addressing a Conflict**

If a conflict of interest is determined to exist, the Board or committee shall take appropriate action, which may include:

- Approving the transaction or arrangement as fair, reasonable, and in the best interest of the Foundation
- Modifying the proposed transaction
- Declining to enter into the transaction or arrangement

Decisions shall be made by a majority vote of disinterested Board members.

## 6. Voting & Participation Restrictions

Any Board member, officer, advisor, or other covered individual shall abstain from any discussion or vote regarding:

- Their own compensation or financial benefit
- Their performance evaluation
- Any matter presenting a direct conflict of interest

Advisors, including the Peculiar Parks & Recreation Director, serve in a **non-voting capacity** and shall not vote on any matter before the Board.

## 7. Records of Proceedings

The minutes of Board or committee meetings shall document:

- The disclosure of the conflict
- The determination of whether a conflict existed
- The names of individuals present for discussion and voting
- The final decision

## 8. Annual Disclosure

Each Board member and officer shall annually sign a Conflict of Interest Disclosure Statement affirming:

- Receipt of this policy
- Agreement to comply with its terms
- Disclosure of any known conflicts or confirmation that none exist

## 9. Violations of the Policy

If the Board has reasonable cause to believe that an individual has failed to disclose a conflict of interest, it shall:

- Inform the individual of the basis for the belief
- Provide an opportunity for explanation
- Take appropriate corrective action if a violation is determined

## 10. Adoption

This Conflict of Interest Policy was adopted by resolution of the Board of Directors of the Peculiar Parks Foundation on \_\_\_\_\_.