



CONFLICT OF INTEREST POLICY

Introduction

The Northern Indiana Community Foundation recognizes that it can best accomplish its mission when the board of directors, volunteer committee members, staff and other groups associated with the Foundation represent the diverse interests, cultures, occupations and expertise of the community. Thus, the Foundation recognizes that members of the board of directors and others representing or affiliated with the Foundation will from time to time face possible conflicts of interest or situations in which the appearance of conflict of interest could be detrimental to the Foundation and the communities it serves. The Foundation adopts this policy in recognition of its responsibility to the public trust, in recognition of the importance of fairness and objectivity in its conduct of business, as a means of assuring that every decision of the Foundation is made in the interest of the Foundation and the communities it serves. It is the Foundation's policy to deal with each conflict of interest in as open and appropriate a way as possible.

Policy Statement

It is the policy of the Foundation that no member shall derive any personal profit or gain, directly or indirectly, by reason of his or her service to the Foundation. In order to assure impartial decision making, it is the policy of the Foundation that any conflicts of interest, or apparent or potential conflicts of interest be fully disclosed before a decision is made on the matter involved, and that no board directors, committee members, or staff members participate in any decision in which he or she has a conflict of interest.

Conflict of Interest Defined

Generally, a conflict of interest could be said to exist when a member has an interest outside the Foundation that could influence or be perceived as influencing their decisions or actions on behalf of the Foundation. Actions, or decisions not to act, taken by the Foundation should be defensible as having been based upon the best judgment of the individuals involved, without any bias in any direction. A conflict of interest shall be presumed when a person to whom this policy applies or a member of his/her immediate family has a close involvement with a vendor, service provider or grantee of the Foundation. Involvement includes, but is not limited to, serving as a board member, employee or consultant of an affected organization or firm; has a formal affiliation or interest in an affected organization or firm; or could expect financial gain or loss from a particular decision.

Disclosure

The key to this policy is disclosure. Full disclosure of potential conflicts by the individual or individuals who participate in decisions, avoids any misunderstanding or later charges of concealment. In some cases, disclosure of a conflict may indicate that the individual involved should abstain from participating in the decision-making process.

Before a staff, board or committee member begins his or her service with the Foundation and following each subsequent year, they will be required to complete a **Conflict of Interest Disclosure Form** identifying positions held by self or any immediate family member, such as their principal business activities, as well as involvement with other charitable and business organizations, vendors or business interests, or with any other associations that might produce a conflict of interest.

In addition to the disclosure required by the previous paragraph, each member is under an obligation to the Foundation, to his or her fellow staff or volunteers, and to the community served by the Foundation to inform the Foundation of any position he or she holds or of any business or a vocational activity that may result in possible conflict of interest or bias for or against a particular grantee, action or policy, at the time such grant, action or policy is under consideration by the board. Any duality or possible conflict of interest on the part of any member shall be disclosed to the chair of the board or committee (in the case of volunteers) or the Executive Director (in the case of staff members) and made a matter of record as soon as the issue in question is raised.

Abstention from Foundation Decision-making

When the board, committee or staff is to decide upon an issue about which a member has an unavoidable conflict of interest, such conflict shall be disclosed before the discussion begins and that member shall physically absent herself or himself without comment from not only the vote, but also from the deliberation, unless directly requested by the chair of the board or relevant committee to provide factual information or answer factual questions that may assist the board or committee in making a wise decision. In no case shall that member vote on such a matter or attempt to exert personal influence in connection therewith.

Disclosure and abstention shall be recorded in the minutes of the meeting(s) at which the issue is discussed and decided.

Application to Staff

A member of the paid Staff of the Foundation is prohibited from serving as officer or Board member of a charitable organization eligible for discretionary grants from the Foundation unless the charitable organization elects not to apply for discretionary grants from the Foundation or in the rare circumstances where the Executive Director has approved (in writing) an exception to this policy.

If a Staff member has a conflict of interest with respect to a grant, business relationship, action or policy under consideration of the Board of Directors or by a committee of the Board, the Staff member shall not exercise any staffing responsibilities (other than the performance of ministerial tasks) in connection with the grant, business relationship, action or policy, and the Executive Director shall assign another Staff member to exercise those responsibilities. The members of the Board of Directors or of the committee, as the case may be, shall be informed of the conflict of interest and the staffing adjustment in advance of their deliberations.

Ethics and Confidentiality

All communications with the Northern Indiana Community Foundation, Inc. from grant or scholarship seekers regarding grant or scholarship requests shall be made through the office of the Foundation. No contact shall be made with individual Board members or committee members, outside of the site review process.

Discussions held by Grant or Scholarship Committee members in all Foundation meetings shall be confidential. This includes information gleaned from grant or scholarship applications, site visits and information provided by staff members.

Approved by the Northern Indiana Community Foundation, Inc. Board of Directors May 15, 1996.
Amended September 17, 2003, April 20, 2016 and again April 18, 2018.

CONFIDENTIALITY COMPLIANCE FORM

CONFIDENTIALITY POLICY



The Northern Indiana Community Foundation, Inc., (NICF) has an ethical and legal obligation to respect the privacy of donors, potential donors, grantees and grant or scholarship applicants and to protect and maintain the confidentiality of all information it acquires concerning said persons or entities.

Confidential Information may be disclosed orally or in writing to Board of Directors, Volunteers, Employees, Vendors or others holding a business relationship with the NICF (Recipient).

Confidential Information means information provided by the NICF which is generally treated as proprietary or confidential by the NICF or which is marked as Confidential Information and shall include, without limitation, all data, formulae, compilations, programs, techniques, drawings, processes, business practices, plans or proposals, financial information, lists of actual or potential donors, grantees, vendors or others having a relationship with the NICF, sales and marketing information, training and operational materials, employee information, personnel records and other financial information relating to the business or affairs of the NICF. "Confidential Information" shall not include any information that:

- (a) Enters the public domain through no fault of the Recipient;
- (b) Is known by the Recipient at the time it is disclosed to the disclosing party, as shown by the Recipient's records;
- (c) Is independently developed by the Recipient at any time, as shown by the Recipient's records; or
- (d) Is rightfully obtained by the Recipient from an independent third party who does not have an obligation of confidentiality to the NICF.

It is the policy of the NICF that the Recipient of Confidential Information hold the same in strictest confidence and trust and that all the Confidential Information received from the NICF, or otherwise obtained in any manner whatsoever, shall be disclosed only to Recipient who have a "need to know" such information, all for the purpose of furthering the business and relationships of the NICF. Each Recipient shall be advised of his or her responsibilities and obligations and that such Recipient shall not use the same for any purpose whatsoever except in connection with the furtherance of the business of the NICF. Copies of written Confidential Information shall be made only in quantities as reasonably necessary to further the business of the NICF. Recipients shall diligently protect all Confidential Information against loss by inadvertent or unauthorized disclosure or use. Without the prior written consent of the NICF, a Recipient shall not disclose any Confidential Information to any other person or entity with whom the Recipient is associated or affiliated, even if the Recipient believes such other person or entity may be interested in a business relationship or transaction with the NICF.

A Recipient may use or disclose Confidential Information if:

1. Required by any request or order of any governmental authority, or
2. Otherwise required by law, provided the Recipient, to the extent possible, provides written notice of such request to the NICF prior to any such disclosure, permits the NICF to contest such disclosure, and assist the NICF in any effort to acquire an appropriate protective order or other remedy to prevent or limit such disclosure.

It shall be the duty of a Recipient, upon request of the NICF, to either return or, if requested by the NICF, destroy all copies of any media or materials containing Confidential Information including, but not limited to, all computer programs, documentation, notes, plans, drawings, and copies thereof, and upon the NICF's request shall provide written assurance that this paragraph has been complied with.

It shall be the policy of the NICF to require, where deemed appropriate, Board of Directors, Volunteers and Vendors to execute a written Confidentiality Agreement and to require Employees to execute a written Non-Disclosure and Non-Solicitation Agreement.