

LINCOLN HEALTH FOUNDATION

Conflict of Interest Policy for Foundation Board of Directors and Committee Members (September, 2009)

General Principle

The Lincoln Health Foundation seeks to avoid any conflict of interest in its operations and, where possible, to avoid even the appearance of a conflict. All individuals covered by this policy agree that they will not participate in any Foundation decision that materially benefits them, a member of their immediate family, or any organization with which the individual has a formal relationship.

Individuals Covered by the Policy

This policy applies to all Foundation board members and committee members. Foundation staff members are not included in this policy because they are governed by a separate conflict of interest policy that may be found in the Lincoln Health Foundation Policy Manual.

Specific Guidelines

1. Individuals covered by this policy shall not solicit or enter into financial transactions with the Foundation upon the following conditions:
 - a. the individual involved identifies the potential conflict to the board or committee;
 - b. the individual fully discloses all facts relevant to the decision;
 - c. the individual absents him or herself from the meeting during any discussion of the matter and refrains from voting on it.
2. Individuals covered by this policy shall not knowingly accept any gifts or loans from any source from which the Foundation purchases goods or services where those purchases require the approval of the board or committee upon which the individual sits.

Determining the Existence of a Conflict of Interest

Individuals covered by this policy shall consult with the Lincoln Health Foundation general counsel in any situation where they are unsure whether this policy applies.

Requirement for Approving a Conflict of Interest Transaction

The Foundation may enter into a transaction which involves a conflict of interest only if it is approved by the affirmative vote of a disinterested majority of the Board of Directors of the Foundation, provided that such vote is taken in good faith after full disclosure as described above. Similarly, a committee may take action on a matter involving a conflict of interest only if the action is approved by the affirmative vote of a disinterested majority of the committee, provided that such vote is taken in good faith after full disclosure as described above. The minutes of the meeting of the board or committee shall reflect that the conflict of interest was disclosed, that the interested person was not present during the final discussion or vote, and that the interested person did not vote.

Disclosure Requirements

Foundation board members and committee members must annually disclose, in full, the name of each business or nonprofit organization that has or reasonably expects to have any material interest in any proposed or existing contract, transaction or arrangement with the Foundation and in which he/she, his/her spouse or any member of their immediate family is a member, director, officer, employer or partner. A statement of disclosure follows this policy.

Foundation board members and committee members are under a continuing obligation to report any potential conflicts of interest and must report promptly any conflicts of interest that have not been previously disclosed.

Certificate

The undersigned hereby certifies that he or she has received a copy of the Foundations' Conflict of Interest Policy, has read and understood it, and agrees to abide by it.

Signature

Date

Print Name