

# COOSA RIVERKEEPER®

## Conflict of Interest Policy

January 4, 2011

### POLICY

Coosa Riverkeeper, Inc. is a diverse organization composed of professionals from a variety of backgrounds. Many members of the Board of Directors are active in leadership roles and other capacities with a wide spectrum of nonprofit organizations, businesses, and other groups. It is the intention of Coosa Riverkeeper to have diverse Board members representing the many stakeholder groups that are affected by, or that can have an impact on, the health of the Coosa River watershed. Thus, Coosa Riverkeeper considers all views when determining policy to accomplish its mission.

Due to this diversity, potential conflicts of interest, or the appearance of such conflicts, may arise. In general, a conflict of interest exists when an interest of Coosa Riverkeeper, Inc. conflicts with a personal, financial, or professional interest of a Board member or of his/her family, business, or employer. The appearance of a conflict of interest may also impede Coosa Riverkeeper, Inc.'s effectiveness, so care must be taken to avoid the appearance of conflict as well as an actual conflict. It is Coosa Riverkeeper, Inc. policy to deal with conflicts in an open and ethical manner. Examples of conflicts of interest include, but are not limited to, the following:

- A Board member, a Board member's family, or a Board member's business potentially receiving personal financial gain or loss from a Coosa Riverkeeper, Inc. Board decision
- A Board member serving as Board member or employee of another organization or a company that has policies in opposition to policies of Coosa Riverkeeper, Inc. or policies being considered by Coosa Riverkeeper, Inc.
- A Board member serving as Board member or employee of a potential grant applicant organization
- A Board member seeking to provide services to Coosa Riverkeeper, Inc. under a contractual relationship
- A Board member having a family or financial relationship with a prospective candidate for a staff position or with an entity for contracted services that will be decided by the Board.

In the case of such conflicts of interest or the appearance thereof, the Coosa Riverkeeper, Inc. Board member is expected to disclose the conflict to the Board prior to any discussion of such an issue, if possible. Once such a disclosure has been made, the remaining Board members will determine whether or not a conflict of interest exists. If a conflict of interest is determined to exist, the member involved shall abstain from voting and shall not participate in discussion of the matter at hand. The Board President in conjunction with remaining Board members may ask specific functional questions of the Board member deemed to have the conflict of interest. The member involved in such a situation may be asked to temporarily excuse himself or herself from the meeting in order to protect said member and Coosa Riverkeeper, Inc. from the appearance of a conflict of interest. Any member so excused will still be counted in determining the existence of a quorum but not in determination of a majority or other voting criteria. Conflicts of interest

determined by the Board of Directors and the plan for managing such conflicts (if applicable) will be noted in official minutes of the Board meeting.

Each Coosa Riverkeeper, Inc. Board member must sign this conflict of interest policy annually.

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Signature

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Printed Name

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Date