

WINYAH RIVERS FOUNDATION, INC.
CONFLICT OF INTEREST MANAGEMENT POLICY

The purpose of the Winyah Rivers Foundation, Inc. (WRF) conflict of interest management policy is to protect WRF's interests when it is contemplating entering into a transaction or arrangement that might place the private interests of individuals ahead of WRF. It is the policy of WRF that every Board Member, Committee Member, and Employee shall abstain from involvement, whether by voting or otherwise participating in the decision-making process, in those situations where they have or may have a conflict of interest.

A potential conflict of interest exists where the interested person has a financial interest, directly or indirectly, through business, investment or family, as defined below:

- An ownership or investment interest in any entity with which WRF has a transaction or arrangement,
- A compensation arrangement with WRF or with any entity or individual with which WRF has a transaction or arrangement, or
- A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which WRF is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board decides that a conflict exists, in accordance with the policy.

In connection with any actual or possible conflict of interest, an interested person or any Board Member, Committee Member, or Employee aware of such, must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board President. The Board President will present the disclosed conflict to the Board of Directors which can vote to waive the conflict, with the interested party recusing himself or herself from such vote. Any discussion of a conflict of interest will be recorded in the minutes of the Board of Directors' meeting(s). If any of the Board Members, Committee Members, or Employees has reasonable cause to believe that an actual or possible conflict has not been disclosed, they will report the conflict to the Board President.

Board Members, Committee Members, and Employees are encouraged to participate actively in community and professional activities. Because these persons may not always be fully aware of all interagency involvement(s), they should inform the Board President of any intentions to participate in any activity that could potentially give rise to a conflict of interest.

Every Board Member, Committee Member, and Employee will sign a statement annually which affirms such person:

- Has received a copy of the conflicts of interest management policy;
- Has read and understands the policy;
- Has agreed to comply with the policy; and,
- Discloses any actual or potential conflicts that may exist.

Any concerns left unaddressed in this policy will be guided by the IRS model Conflict of Interest Management policy.

**Winyah Rivers Foundation - Conflict of Interest Management Policy
Annual Statement**

1. Name: _____

2. Position:

Director Officer Position (if applicable) _____
 Committee Member Committee _____
 Employee

3. I affirm the following:

I have received a copy of the WRF Conflict of Interest Management Policy. _____ (initial)

I have read and understand the policy. _____ (initial)

I agree to comply with the policy. _____ (initial)

I understand that WRF is charitable, and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish its tax-exempt purposes. _____ (initial)

4. Disclosures:

a. Do you have a substantive or financial interest (current or potential), including a compensation arrangement, as defined in the Conflict of Interest Management Policy of WRF?

Yes No

i. If yes, please describe here or in attached statement:

ii. If yes, has the conflict been shared with the Board of Directors?

Yes No

Signature

Date