



## AFP Foundation for Philanthropy Policy for Conflict of Interest and Nondisclosure Agreement

Adopted as *Board Policy* by the Board of Directors July 16, 1994  
Revised and Approved by the Board of Governors March 27, 2015

All members of the AFP Foundation for Philanthropy Boards, and staff designated by the Executive Vice President of AFP Foundation for Philanthropy shall be subject to this conflict of interest and nondisclosure policy. Any action by such individuals in violation of these requirements shall not be permitted unless the AFP Foundation for Philanthropy Board of Governors expressly approves.

### A. Conflict of Interest

- i. Members of the Boards and staff must always, during the course of services for AFP Foundation for Philanthropy (AFP Foundation), reflect the highest standards of ethical behavior, integrity and public responsibility.
- ii. AFP Foundation recognizes the inherent right of members of the Boards and staff to engage in outside interests and private enterprise, and the organization does not wish to impede these activities. However, to the extent that such outside interests may affect a transaction in which AFP Foundation is involved, there is potential for an actual or perceived conflict of interest. Since AFP Foundation has a legal obligation to avoid private inurement, self-dealing and misuse of member funds, it is the policy of this organization to avoid, whenever possible, all such actual or potential conflicts of interest.
- iii. A transaction between AFP Foundation and members of the Boards and staff, or related entity, is acceptable provided that all material facts have been disclosed and, except in the case of a charitable gift, the terms, conditions and consideration involved are commercially fair and reasonable. Any proposed activity that present or may be a conflict of interest, shall be presented to the Executive Vice President or his/her designee and approved, in advance, by the board.
- iv. All members of the Boards and staff will be asked to sign this document upon the beginning of their service with AFP Foundation.

### B. Nondisclosure

- i. I agree that any information disclosed to me by members or staff of the AFP Foundation, or by third parties, in connection with my membership on any of the AFP Foundation Boards or employment by AFP, will be considered privileged and confidential, including all such information relating to individual AFP Foundation members, any actions to establish, amend or enforce AFP Foundation Operations, policies, plans, goals, objectives, and discussion by AFP Foundation Board members, staff, and third parties regarding these subjects.
- ii. Confidential information shall not include information previously known to me, the general public, or previously recognized as standard practice in the field.
- iii. I agree that I will hold all such privileged and confidential information in confidence during my lifetime, and will not use or disclose such information except as may be authorized by AFP Foundation, and will make my best effort to prevent its unauthorized disclosure. I acknowledge that unauthorized disclosure could cause irreparable harm and significant injury to AFP Foundation and its members. I agree that upon request, I will return to AFP Foundation all written or descriptive matter supplied by AFP Foundation, including committee agendas, minutes, and supporting documents.

I have read AFP Foundation for Philanthropy's Conflict of Interest and Nondisclosure Agreement and agree to its terms.

\_\_\_\_\_  
*Signature*

\_\_\_\_\_  
*Print Name*

\_\_\_\_\_  
*Organization/Title*

\_\_\_\_\_  
*Date*