

Temple Israel of Northern Westchester Conflict-of-Interest Policy Board Resolution March 4th, 2021

Purpose

The purpose of this Conflict-of-Interest Policy (this "Policy") is to ensure that deliberations and decisions protect the interests of Temple Israel of Northern Westchester (the "Temple") when it is contemplating entering into a transaction, contract, or arrangement that might benefit the private interest of a Board of Trustees Member, a Board of Trustees Committee Member, a member of the Temple's management, or a volunteer member (each an "Interested Individual"). This Policy guides those who act on behalf of the Temple to avoid conduct resulting in an actual or potential conflict with the Temple's best interests.

The Temple adopted this Policy to help avoid Interested Individuals' actions which amount to an actual or potential conflict of interest between an Interested Individual's personal interest and the Temple's interests. This Policy is intended to supplement, not replace, applicable state and federal laws governing conflicts of interest relevant to nonprofit and charitable organizations.

In their capacity as Interested Individuals, Interested Individuals must act at all times in the Temple's best interests in the fulfillment of its mission.

Conflicts of interest arise whenever the personal or professional interests of an Interested Individual are potentially at odds with the Temple's interests. Examples include an Interested Individual or a family member of an Interested Individual who participates in one of the following activities concerning an organization doing or seeking business with the Temple:

- Holds a financial interest in such an organization
- Serves as a trustee, director, or officer of such an organization
- Serves as a consultant to such an organization
- Is an employee of such an organization
- Accepts gifts, loans, travel, services, entertainment, or other favors from such an organization
- Additional examples include instances where a Board Member or a family member buys, sells or leases any kind of property, facilities, supplies, or equipment to or from the Temple or when a Temple employee devotes time or energy during the employee's working hours to activities which serve the interests of any other organization

Such transactions where an actual or potential conflict exists are acceptable if they are in the Temple's best interests and if the Board makes its decision in an objective and informed manner. Such transactions are vulnerable to legal challenges and public misunderstanding. Loss of public confidence and a damaged reputation are the most likely results of a poorly managed potential conflict of interest. Because transparency to the Board and its members is critical and confidence by the Temple Membership is essential to the Temple, all Interested Individuals must take the necessary steps to avoid even the appearance of impropriety.

Prohibition

An Interested Individual should not use their position or confidential information relating to the Temple to achieve a financial benefit for themselves or for a third person, including another nonprofit or charitable organization.

Reporting

All Interested Individuals' activities that are or may be perceived as a conflict of interest shall be reported to the Temple.

As soon as there is awareness of an actual or potential conflict concerning an Interested Individual, that Interested Individual must disclose such activity in writing by mail or electronic means to the Executive Committee.

The Conflict-of-Interest policy shall be delivered to each Interested Individual and Temple member by mail or electronic means annually.

Determination

When an actual or potential conflict of interest is identified, the Executive Committee's disinterested members shall determine whether such a conflict exists and, if so, whether the proposed transaction, contract, or arrangement is acceptable. In such cases, neither the Board nor any Committee of the Board shall vote upon the proposed transaction, contract or arrangement until the Executive Committee has addressed the issue.

Duty to Abstain

No Trustee or Board Committee Member shall vote on any matter in which they have a material and direct financial interest that will be affected by the outcome of the vote, other than the setting of annual membership dues.

In the event of such an abstention, the abstaining Trustee or Board Committee Member shall state the reason for the abstention, which shall be noted in the Minutes of the Board or Board Committee meeting.

Violations of this Policy

If the Executive Committee has reasonable cause to believe that an Interested Individual has failed to disclose an actual or potential conflict of interest, it shall inform the involved person of the basis for such belief and afford them an opportunity to explain the alleged failure to disclose.

If, after hearing the explanation and making such further investigation as may be warranted, the Executive Committee determines that the Interested Individual has in fact failed to disclose an actual or potential conflict of interest, it shall report same to the Board of Trustees.

The violation of this Policy is a serious matter and may constitute "cause" for removal or termination of an Interested Individual or the termination of any contractual relationship, the Temple may have with the involved person and, in the case of any Board Member, may be subject to removal following the Temple's By-Laws.

Annual Statements

Each Officer, Trustee, and member of a committee with Board-delegated powers shall annually sign a statement which affirms such person:

- has received a copy of the conflicts of interest policy,
- has read and understands the Policy,
- has agreed to comply with the Policy, and
- understands the Temple is charitable, and to maintain its federal tax exemption, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

Annual Conflict of Interest Policy Disclosure Form

We are sending you a copy of the Temple Israel of Northern Westchester Conflict-of-Interest Policy. The Temple requires that all Temple members agree to comply fully with its terms and conditions at all times. You must notify the Executive Committee if you or any member of your family are presently engaged in any activity which contravenes the said Policy.

Attestation

If I become aware of any actual or potential conflicts of interest at any time, I will promptly notify the Executive Committee in writing.

Signature: _____

Name: _____

Date: _____