

## CONFLICT OF INTEREST POLICY

### Approach

The Foundation for a Healthy Saint Petersburg (“FHSP” or “Foundation”) strives to ensure the integrity of the work we do so that the public can be confident that we are acting in the Foundation’s best interest, *with loyalty to mission*, not self-interest. In doing so, the Foundation, to the fullest extent appropriate, also seeks to seize the advantage of its community connectivity, without suffering the disadvantages of partiality and privilege in its decision making. And as importantly, the Foundation must always be mindful of how its policies entrench or fail to alleviate *inequity*. People, communities, often have a unique culture of gifting, organizing, working, decision making, and socializing that may challenge rigid notions of propriety. The Foundation should be aware of, and accommodate, these differences.

**Conflicts of interest are evaluated within the framework of these basic values, with the aim to maximize participation and effectiveness, but always accountably, transparently and fairly.**

### Covered Persons

This Conflict of Interest Policy (“Policy”) applies to all FHSP trustees, officers, staff, committee members, advisors, and other persons acting on behalf of the Foundation (“Covered Person”).

### Conflicts of Interest

A conflict of interest exists where a dual or competing interest affects our ability to be impartial. A conflict of interest may be actual or perceived. (A perceived conflict of interest exists where a *skeptical* viewer might reasonably believe that an outside interest or relationship limits our ability to be fair and objective.)

In doing its work, the Foundation recognizes that conflicts of interest are not wrong *or* uncommon. *But they must be appropriately disclosed and managed.*

### Disclosure

All Covered Persons must complete an Interest Disclosure Form annually, or upon retention, and update the form as circumstances change. Covered Persons should also disclose conflicts of interest that arise in specific situations. The Foundation relies on the good judgment and integrity of persons acting on its behalf. Err on the side of caution.

### Management

The Foundation *may* enter into a transaction or arrangement where there is a conflict of interest. However, all conflicts of interest must be reviewed by a disinterested party to determine their nature, scope, *benefit to the Foundation’s mission*, and materiality and, if material, to develop a conflict management plan. The primary purpose of conflict management is to ensure that the person with the conflict of interest is not unsuitably involved in making (or influencing) the decision. A recused person may provide factual background. Sometimes the best management plan will be avoidance and the Foundation should always consider the feasibility and desirability of such alternative options. *Every* transaction or arrangement should be fair and reasonable, in the Foundation’s best interest, and for its benefit.

Any transaction or arrangement where a material financial conflict of interest exists must be approved by a majority of the disinterested members of the Board of Trustees.

### Reporting

The Foundation shall prepare an annual Accountability Report which shall include a discussion of the Foundation’s disclosure and management of conflicts of interest.