

Conflict of Interest Statement

Purpose of Policy

This conflict of interest policy is designed to help directors, officers, employees, contractors and volunteers of Mi Casa Resource Center and subsidiaries (MCRC) identify situations that present potential conflicts of interest and to provide MCRC with a procedure that, if observed, will allow a transaction to be treated as valid and binding even though a director, officer, or employee has or may have a conflict of interest with respect to the transaction. In the event there is an inconsistency between the requirements and procedures prescribed herein and those in federal or state law, the law shall control. All capitalized terms are defined in Part 2 of this policy.

1. Conflict of Interest Defined

For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest:

- a. Outside Interests.
 - i. An Agreement or Transaction between MCRC and a Responsible Person or Family Member.
 - ii. An Agreement or Transaction between MCRC and an entity in which a Responsible Person or Family Member has a Material Financial Interest or of which such person is a director, officer, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative.
- b. Outside Activities.
 - i. A Responsible Person competing with MCRC in the rendering of services or in any other Agreement or Transaction with a third party.
 - ii. A Responsible Person's having a Material Financial Interest in; or serving as a director, officer, employee, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator, or other legal representative of, or consultant to; an entity or individual that competes with MCRC in the provision of services or in any other Agreement or Transaction with a third party.
- c. Gifts, Gratuities and Entertainment. A Responsible Person accepting gifts, entertainment, or other favors from any individual or entity that:
 - i. does or is seeking to do business with, or is a competitor of MCRC; or
 - ii. has received, is receiving, or is seeking to receive a loan or grant, or to secure other financial commitments from MCRC;
 - iii. is a charitable organization;
 - iv. under circumstances where it might be inferred that such action was intended to influence or possibly would influence the Responsible Person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value that are not related to any particular transaction or activity of MCRC.

2. Definitions

- a. A “Conflict of Interest” is any circumstance described in Part 1 of this Policy.
- b. A “Responsible Person” is any person serving as an officer, employee, contractor, volunteer or member of the board of directors of MCRC.
- c. A “Family Member” is a spouse, domestic partner, parent, child, or spouse of a child, brother, sister, or spouse of a brother or sister, of a Responsible Person.
- d. A “Material Financial Interest” in an entity is a financial interest of any kind that, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect a Responsible Person’s or Family Member’s judgment with respect to transactions to which the entity is a party. This includes all forms of compensation. (The board may wish to establish an amount that it would consider to be a “material financial interest.”)
- e. An “Agreement or Transaction” is any agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a loan or grant, or the establishment of any other type of pecuniary relationship by MCRC. The making of a gift to MCRC is not an Agreement or Transaction within the meaning of this document.
- f. “MCRC” includes Mi Casa Resource Center, Mi Casa Talent Solutions LLC, Mi Casa Back Office Solutions LLC.
- g. President is the President of the Board of Directors.

3. Procedures.

- a. Before board or committee action on an Agreement or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting.
- b. A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the President of the meeting all facts material to the Conflict of Interest. The President shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
- c. A person who has a Conflict of Interest shall not participate in or be permitted to hear the board’s or committee’s discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
- d. A person who has a Conflict of Interest with respect to an Agreement or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote. The person having a conflict of interest may not vote on the Agreement or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person’s ineligibility to vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the board of directors of MCRC has a Conflict of Interest when he or she stands for election as an officer or for re-election as a member of the board of directors.

- e. Responsible Persons who are not members of the board of directors of MCRC, or who have a Conflict of Interest with respect to an Agreement or Transaction that is not the subject of board or committee action, shall disclose to the CEO/Executive Director or the VP Finance & Administration any Conflict of Interest that such Responsible Person has with respect to an Agreement or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Responsible Person. The Responsible Person shall refrain from any action that may affect MCRC's participation in such Agreement or Transaction.
- f. In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to the President (Board members, CEO/Executive Director) or the CEO/Executive Director or VP Finance & Administration (all others), who shall determine whether there exists a Conflict of Interest that is subject to this policy.

4. Confidentiality

Each Responsible Person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of MCRC. Furthermore, a Responsible Person shall not disclose or use information relating to the business of MCRC for the personal profit or advantage of the Responsible Person or a Family Member or the Responsible Person's company.

5. Review of Policy.

- a. Each new Responsible Person shall be required to review a copy of this Policy and to acknowledge in writing that he or she has done so.
- b. Each Responsible Person shall annually complete a disclosure form identifying any relationships, positions, or circumstances in which the Responsible Person is involved that he or she believes could contribute to a Conflict of Interest arising. Such relationships, positions, or circumstances might include service as a director of or consultant to a not-for-profit organization, or ownership of a business that might provide goods or services to MCRC. Each Responsible Person should also disclose to the board of directors any potential Conflict of Interest that may arise during the course of the year between the submission of annual disclosure forms. Any such information regarding business interests of a Responsible Person or a Family Member shall be treated as confidential and shall generally be made available only to the President, the CEO/Executive Director, and the Finance Committee which has been appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.
- c. This policy shall be reviewed annually by each member of the board of directors. Any changes to the policy shall be communicated immediately to all Responsible Persons.

6. Key Areas in Which Conflicts May Arise

- a. Persons and firms supplying goods or services to MCRC (paid or in-kind)
- b. Persons and firms from whom MCRC leases or may lease property and equipment

- c. Persons and firms with whom MCRC is dealing or planning to deal with in connection with the gift, purchase or sale of real estate, securities or other property
- d. Competing or affinity organizations
- e. Donors and others supporting MCRC
- f. Recipients of grants or support from MCRC
- g. Agencies, organizations and associations that affect the operations of MCRC
- h. Family members, friends, other employees and participants
- i. Businesses/organizations owned or operated by family members, friends, other employees and participants
- j. Favoritism or endorsing the business or services offered by a contractor, volunteer or employee



Conflict of Interest Disclosure

Please initial in the space at the end of Item A or complete Item B, whichever is appropriate; complete the balance of the form; sign and date the statement; and return it to the Treasurer (board members, CEO/Executive Director) or Human Resources Coordinator (employees, volunteers, contractors).

A. I am not aware of any relationship or interest or situation involving my family or myself that might result in, or give the appearance of being, a conflict of interest between such family member or me on one hand and XYZ on the other.

Initials: _____

B. The following are relationships, interests, or situations involving me or a member of my family that I consider might result in or appear to be an actual, apparent, or potential conflict of interest between such family members or myself on one hand and XYZ on the other.

Initials: _____

Corporate (either nonprofit or for-profit) directorships, positions, and employment:

Memberships in the following organizations:

Contracts, business activities, and investments with or in the following organizations:

Other relationships and activities:

My primary business or occupation, at this time:

I, have done the following:

- a. Received a copy of the conflict-of-interest policy,
- b. Read and understands the policy,
- c. Agree to comply with the policy, and
- d. Understand the organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

I will promptly inform the President (board members, CEO/Executive Director) or CEO/Executive Director or VP Finance & Administration (employees, contractors, volunteers) of MCRC of any material change that develops in the information contained in the foregoing statement.

Type/Print Name

Signature

Date
