



Policy on Conflicts of Interest and Disclosure of Certain Interests

This conflict of interest policy is designed to help officers, employees and Collaborators of the Community Psychology Health Collaborative, LLC (CPHC) identify situations that present potential conflicts of interest and to provide CPHC with a procedure that, if observed, will allow a transaction to be treated as valid and binding even though a officer, employee, or Collaborator has or may have a conflict of interest with respect to the transaction. In the event there is an inconsistency between the requirements and the 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. A Contract or Transaction between CPHC and a Responsible Person or Family Member.
 - ii. A Contract or Transaction between CPHC 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 CPHC in the rendering of services or in any other Contract 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 CPHC in the provision of services or in any other Contract 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 business with, or is a competitor of CPHC; or

- ii. has received, is receiving or is seeking to receive a loan or grant, or to secure other financial commitments from CPHC;
- iii. is a charitable organization;

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 CPHC.

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 or Collaborator of CPHC.
- 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.
- e. A *Contract 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, the establishment of any other type of financial relationship or review of a charitable organization by CPHC. The making of a gift to CPHC is not a Contract or Transaction.

3. Procedures.

- a. Responsible Persons shall disclose to the President of CPHC any Conflict of Interest that such Responsible Person has with respect to a Contract 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 CPHC's participation in such Contract or Transaction.

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, who shall determine whether there exists a Conflict of Interest that is subject to this policy.

- b. Before administrative action on a Contract or Transaction involving a Conflict of Interest, the President shall review all facts material to the Conflict of Interest disclosed by the Responsible Person. Such disclosure shall be reported via email and captured for posterity.

- c. A person who has a Conflict of Interest shall not participate in or be permitted to hear or participate in the President's review 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 review.
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 CPHC. Furthermore, a Responsible Person shall not disclose or use information relating to the business of CPHC for the personal profit or advantage of the Responsible Person or a Family Member.
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 new Responsible Person shall annually complete a disclosure from 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 circumstance 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 CPHC. 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 of CPHC, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.
 - c. This policy shall be reviewed annually by the President. Any changes to the policy shall be communicated immediately to all Responsible Persons.