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## **Montessori Society of Huntsville**

### LEGAL: Conflict of Interest Policy

The purpose of the following policy and procedures is to complement Organization bylaws to prevent the personal interest of staff members, board members, and volunteers from interfering with the performance of their duties to the Montessori School of Huntsville, or result in personal financial, professional, or political gain on the part of such persons at the expense of the Montessori Society of Huntsville or its members, supporters, and other stakeholders.

*Definitions:* **Conflict of Interest** (also Conflict) means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust. Persons in a position of trust include staff members, officers, and board members of the Montessori School of Huntsville. **Board** means the Board of Directors. **Officer** means an officer of the Board of Directors. **Volunteer** means a person--other than a board member--who does not receive compensation for services and expertise provided to the Montessori School of Huntsville and retains a significant independent decision-making authority to commit resources of the organization. **Staff Member** means a person who receives all or part of his/her income from the payroll of the Montessori School of Huntsville. **Member** means a Member of which shall be a state association of nonprofit organizations that represent a statewide and multi-sector or subsector 501(c)(3) constituency with a diverse range of corporate identities, or a regional association of nonprofit organizations that represent a specific region within a state or multi-state geographic area and a multi-sector or subsector constituency with a diverse range of corporate identities. **Supporter** means corporations, foundations, individuals, 501(c)(3) nonprofits, and other nonprofit organizations who contribute to the Montessori School of Huntsville.

## POLICY AND PRACTICES

1. Full disclosure, by notice in writing, shall be made by the interested parties to the full Board of Directors in all conflicts of interest, including but not limited to the following:
  - a. A board member is related to another board member or staff member by blood, marriage, or domestic partnership.
  - b. A staff member in a supervisory capacity is related to another staff member whom he/she supervises.
  - c. A board member or their organization stands to benefit from a transaction or staff member of such organization receives payment from the Montessori School of Huntsville for any subcontract, goods, or services other than as part of his/her regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the bylaws and board policy.
  - d. A board member's organization receives grant funding from the Montessori School of Huntsville.
  - e. A board member or staff member is a member of the governing body of a contributor to the Montessori School of Huntsville.
  - f. A volunteer working on behalf of the Montessori School of Huntsville who meets any of the situations or criteria listed above.
  
2. Following full disclosure of a possible conflict of interest or any condition listed above, the Board of Directors shall determine whether a conflict of interest exists and, if so, the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect the Montessori School of Huntsville's best interests. Both votes shall be by a majority vote without counting the vote of any interested director, even if the disinterested directors are less than a quorum provided that at least one consenting director is disinterested.
  
3. An interested Board member, officer, or staff member shall not participate in any discussion or debate of the Board of Directors, or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present

to provide clarifying information in such a discussion or debate unless objected to by any present board or committee member.

4. Anyone in a position to make decisions about spending the Montessori School of Huntsville's resources (i.e. transactions such as purchase contracts)--who also stands to benefit from that decision--has a duty to disclose that conflict as soon as it arises or becomes apparent. He/she should not participate in any final decisions.
5. A copy of this policy shall be given to all Board members, staff members, volunteers or other key stakeholders upon commencement of such person's relationship with the Montessori School of Huntsville or at the official adoption of stated policy. Each board member, officer, staff member, and volunteer shall sign and date the policy at the beginning of his/her term of service or employment and each year thereafter. Failure to sign does not nullify the policy.
6. This policy and disclosures form must be filed annually by all specified parties.

DATE CREATED: 05/03/2010

DATE APPROVED: 06/17/2010

# Conflict of Interest Policy and Disclosures Form

I have read the Montessori School of Huntsville's Conflict of Interest Policy and by signing below I am agreeing to all of the terms specified in said policy.

Signature:

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Position of Responsibility at the Montessori School of Huntsville:

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Date Signed:

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Please describe in detail below your possible conflict of interest. Following full disclosure of a possible conflict of interest or any condition listed in the Conflict of Interest policy, the Board of Directors shall determine whether a conflict of interest exists and, if so, the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect the Montessori School of Huntsville's best interests.

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