Doctors For You – Conflict Of Interest Policy

Article I: Purpose
The purpose of the conflict-of-interest policy is to protect DFY's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of any staff, governing body or director of the organization or might result in a possible excess benefit transaction.

Article II: Definitions

1. Interested Person
Any director, principal officer, or member of a committee with governing board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest
A person has a financial interest if the person has, directly or indirectly, through business, investment, or family

a. An ownership or investment interest in any entity with which DFY has a transaction or arrangement,

b. A compensation arrangement with the organization or with any entity or individual with which DFY has a transaction or arrangement, or

c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which DFY is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III: Procedures

1. Duty To Disclose
In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the
directors and members of committees of DFY with governing board-delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists
After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he or she shall leave the governing board or committee meeting of DFY while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest
a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The President or committee shall, if appropriate, appoint a disinterested person (Outside member) or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in DFY’s best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts-of-Interest Policy
a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member’s response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV: Records of Proceedings

The minutes of the governing board and all committees with board-delegated powers shall contain

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board’s or committee’s decision as to whether a conflict of interest in fact existed

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings
Article V: Annual Statements

Each director, principal officer, and member of a committee with governing board–delegated powers shall annually sign a statement that affirms such person

a. Has received a copy of the DFY conflict-of-interest policy,
b. Has read and understands the policy,
c. Has agreed to comply with the policy, and

Article VI: Periodic Reviews

The periodic reviews shall, at a minimum, include the following subjects:

a. Whether partnerships, joint ventures, and arrangements conform to the DFY's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction
CONFLICT-OF-INTEREST DECLARATION

This is DFY declaration form, asking individuals to list their affiliations with other entities that might potentially lead to Conflict of Interest in its transactions with DFY.

Myself, __________________________________________ 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 DFY on the other.

Initials ......................

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

Other relationships and activities: ________________________________________________________________

I have read and understand DFY’s Conflict-of-Interest Policy and agree to be bound by it. I will promptly inform the board chair of DFY of any material change that develops in the information contained in the foregoing statement.

________________________  __________________________
Type/Print Name    Signature    Date