

CONFLICT OF INTEREST STATEMENT & POLICY

1. Reason for Statement

Wichita Falls Faith Mission, Inc., (WFFMI), as a nonprofit, tax-exempt organization, depends on charitable contributions from the public. Maintenance of its tax-exempt status is important both for its continued financial stability and for the receipt of contributions and public support. Therefore, the operations of WFFMI first must fulfill all legal requirements. They also depend on the public trust and thus are subject to scrutiny by and accountability to both governmental authorities and members of the public.

Consequently, there exists between WFFMI and its board, officers, and management employees a fiduciary duty that carries with it a broad and unbending duty of loyalty and fidelity. The board, officers, and management employees have the responsibility of administering the affairs of WFFMI honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of WFFMI. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with WFFMI or knowledge gained there-from for their personal benefit. The interests of the organization must have the first priority in all decisions and actions.

2. Persons Concerned

This statement is directed not only to board members and officers, but to all employees who can influence the actions of WFFMI. For example, this includes all who make purchasing decisions, all other persons who might be described as “management personnel,” and all who have proprietary information concerning WFFMI.

3. Key Areas in Which Conflict May Arise

Conflicts of interest may arise in the relations of directors, officers, and management employees with any of the following third parties:

- Persons and firms supplying goods and services to WFFMI
- Persons and firms from whom WFFMI leases property and equipment
- Persons and firms with whom WFFMI is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities, or other property
- Competing or affinity organizations
- Donors and others supporting WFFMI
- Recipients of grants from WFFMI
- Agencies, organizations and associations that affect the operations of WFFMI
- Family members, friends, and other employees

4. Nature of Conflicting Interest

A material conflicting interest may be defined as an interest, direct or indirect, with any persons and firms mentioned in Section 3. Such an interest might arise, for example through:

- A. Owning stock or holding debt or other proprietary interests in any third party dealing with WFFMI.
- B. Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) by any third party dealing with WFFMI.
- C. Receiving remuneration for services with respect to individual transactions involving WFFMI.
- D. Using WFFMI's time, personnel, equipment, supplies, or good will other than for approved WFFMI activities, programs, and purposes.
- E. Receiving personal gifts or loans from third parties dealing with WFFMI. Receipt of any gift is disapproved except gifts of nominal value that could not be refused without discourtesy. No personal gift of money should ever be accepted.

5. Interpretation of This Statement of Policy

The areas of conflicting interest listed in Section 3, and the relations in those areas that may give rise to conflict, as listed in Section 4, are not exhaustive. Conceivably, conflicts might arise in other areas or through other relations. It is assumed that the trustees, officers, and management employees will recognize such areas and relation by analogy.

The fact that one of the interests described in Section 4 exists does not mean necessarily that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material that upon full disclosure of all relevant facts and circumstances that it is necessarily adverse to the interests of WFFMI.

However, it is the policy of the board that the existence of any of the interests described in Section 4 shall be disclosed on a timely basis and always before any transaction is consummated. It shall be the continuing responsibility of board, officers, and management employees to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

6. Disclosure Policy and Procedure

Disclosure should be made according to WFFMI standards. Transactions with related parties may be undertaken only if all of the following are observed:

- A. A material transaction is fully disclosed in the audited financial statements of the organization;
- B. The related party is excluded from the discussion and approval of such transaction;
- C. A competitive bid or comparable valuation exists; and
- D. The organization's board has acted upon and demonstrated that the transaction is in the best interest of the organization

Use of Information

Directors, officers, and staff shall not use information received from participation in WFFMI affairs, whether expressly denominated as confidential or not for personal gain or to the detriment of WFFMI.

Disclosure and Recusal

Whenever any director has a conflict of interest or a perceived conflict of interest with WFFMI, he or she shall notify the board chair of such conflict in writing.

Whenever any staff member (paid or volunteer) has a conflict of interest or a perceived conflict of interest with WFFMI, he or she shall notify the chief executive of such conflict in writing.

When any conflict of interest is relevant to a matter that comes under consideration or requires action by the board, or a board committee, the interested person shall call it to the attention of the board chair and shall not be present during board or committee discussion or decision on the matter. However, that person shall provide the board or applicable committee with any and all relevant information on the particular matter.

The minutes of the meeting of the board or its committee shall reflect that the conflict of interest was disclosed, that the interested person was not present during discussion or decision on the matter and did not vote.

7. Dissemination

A copy of this conflict-of-interest policy shall be furnished to each director, officer, and staff member who is presently serving this organization or who may become associated with it.

8. Certification

The policy and its application shall be reviewed annually for the information and guidance of directors, officers, and staff members, each of whom has a continuing responsibility to scrutinize their transactions and outside business interests and relationships for potential conflicts of interest, and make such disclosures as described in this policy.

As administered by the chief executive, each director will be asked to complete a certification of agreement with the policy and disclosure of any known conflicts of interest upon his or her election or re-election to the board and annually thereafter. As administered by the employee in charge of human resources, each senior staff member will be asked to complete such a certification upon his or her employment and on an annual basis thereafter. All certifications shall be reviewed by the board as appropriate.

9. CONFLICT CERTIFICATION FOR THE WICHITA FALLS FAITH MISSION, INC.

I have read and agree to abide by the Wichita Falls Faith Mission, Inc.'s, Conflict-of –Interest Policy. To the best of knowledge, I have no conflicts as described in this Policy, except those noted below or on the attached paper.

Signature

Date

Name (please print)

Title if applicable

Staff disclosures should be made to the chief executive (or if he or she is the one with the conflict, then to the Executive committee), who shall determine whether a conflict exists and is material, and if the matters are material, bring them to the attention of the Governance committee.

Disclosure involving directors should be made to the Governance committee.

The board shall determine whether a conflict exists and is material, and in the presence of an existing material conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable to WFFMI. The decision of the board on these matters will rest in their sole discretion, and their concern must be the welfare of WFFMI and the advancement of its purpose.

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