

Monadnock Humane Society

BOARD MEMBER CONFLICT OF INTEREST POLICY

As of: March 31, 2022 (A copy of this policy, whenever updated, must be sent to the NH Charitable Trust Unit)

Revised: August 25, 2022

1. Purpose: To ensure that no member of MHS' Board of Directors or their families shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation with MHS. (Family is defined as any person who is related by blood or marriage, or a committed life partner and their family.)

2. Effective Date: These Policy guidelines shall become effective in May, 2009. Revision History:
a. March 31, 2022, b. August 25,2022

3. Review and Amendments: The Governance Committee shall be responsible for review of this policy and making recommendations for amendments. This policy shall be reviewed at least annually or whenever it becomes inconsistent with state or federal laws. Any amendments shall be written and submitted to the Board to be placed on the agenda for discussion and approval at the next Board meeting.

4. Review and Resolution Process: The Governance Committee shall be responsible for review of this signed document and for making a determination for possible conflicts. If there are any possible conflicts found, a Governance Committee member shall contact the board member for clarification and will report back to the Governance Committee for further discussion and remedies.

5. Requirements:

a. Each individual shall disclose to MHS any personal interest, which he or she may have in any matter pending before MHS and shall refrain from participation in any decision on such matter.

b. Any member of the MHS Board who is a staff member of a loan agency shall identify his or her affiliation with such agency and shall not participate in any discussion or decision affecting that agency.

c. Any member of the MHS Board shall refrain from obtaining/utilizing any list of MHS customers, donors, or board members for personal or private solicitation purposes at any time during the term of their affiliation or after their association with the Board.

d. Any Board Member who participates in practices deemed unacceptable based on the descriptions above will be subject to disciplinary action, up to and including possible removal from the board and legal action.

6. At this time, I am a Board member, a committee member or an employee of the following organizations:

7. Pecuniary Benefits Transactions: Ideally, MHS will receive 3 competitive bids from various vendors, comparing estimates for the organization's specific service need(s). They will be evaluated in comparison to the service estimate received from the MHS Director(s) and a decision will be made regarding the best service provider solution. If the organization opts to work with a Director, pecuniary benefit rules will apply as follows:

Transactions that provide a direct or indirect pecuniary benefit (including salaries and wages) to any Director of MHS or any member of his or her immediate family; his or her employer; or, any person or organization of which he or she is a Proprietor, Partner, Officer, Director, or Trustee, are prohibited unless they (1) satisfy RSA 7:19-a*; (2) are in MHS's best interest; and (3) all of the following conditions are met:

a. The transaction is made in the ordinary course of MHS' business or operation and the transaction is fair to MHS. Any transaction with any one Director that exceeds \$500.00 must be approved by the greater of a quorum of the Board of Directors, or 2/3 of the members of the Board of Directors who have not had a pecuniary benefit transaction with MHS during the fiscal year.

b. MHS shall list, in its Board minutes, each transaction with any Director which exceeds \$500.00 in any one fiscal year and report them to the NH Director of Charitable Trust Unit annually as part of its annual report required under RSA 7:28*, including the names of those benefiting from each transaction and the amount of the benefit. This list shall be available for inspection by Officers or Directors and all contributors;

c. MHS shall publish a notice of any transactions with any one Officer or Director which alone or in the aggregate exceeds \$5,000.00 in any one fiscal year, in the newspaper of general circulation in Concord, NH, and give a copy of the notice to the NH Director of Charitable Trust Unit before the transaction takes place. The name of the Director, the amount of the transaction and any other information required by RSA 7:19-a II (d)* must be stated in the notice;

d. MHS shall receive the prior approval and requisite finding of the Probate Court as to any transactions involving the sale, lease for a term of greater than 5 years, purchase or conveyance of any interest in real estate to or from any Director; and,

e. The transaction does not involve a loan of money or property to a Director ***(which shall be strictly prohibited)***.

***Note:** Specific detail on these regulations may be found at www.doj.nh.gov or simply by Googling them.

8. THIS IS TO CERTIFY that I, except as described below, am not now nor at any time during the past have been:

a. A participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party; doing business with MHS which has resulted or could result in personal benefit to me.

b. A recipient, directly or indirectly, of any salary payments or loans or gifts of any kind or any free service or discounts or other fees from or on behalf of any person or organization engaged in any transaction with MHS.

c. Any exceptions to the above two items are stated below with a full description of the transactions and of the interest, whether direct or indirect, which I have (or have had during the past year) in the persons or organizations having transactions with the MHS.

(Signature)

(Date)

(Printed Name)

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