

**Resource Center for Independent Living, INC.**  
**Staff Conflict of Interest Policy**  
**Personal Gain/Gifts Update**

**Personal Gain/Gifts**

Resource Center for Independent Living, INC, (RCIL) expects our staff, defined for the purposes of this policy as Board Members, employees, interns and volunteers to observe the highest standards of business ethics and avoid situations where personal interests may conflict with the interests of RCIL and its related entities including Learning Disability Association of Mohawk Valley (LDAMV), or Parent, Foundation, and/or At Home Independent Care (AHIC), Inc. Board of Directors along with Columbia Place Associates (CPA), LLC. RCIL does not wish to interfere with its staff member's outside activities. Nevertheless, staff may, through their dealings and relationships outside the workplace, find themselves in circumstances where such involvement creates an incentive, or the appearance of an incentive, to act other than in the best interests of RCIL.

Staff or any member of the their family or household may not solicit or accept cash, gifts or services directly or indirectly from, or on behalf of, any organization that competes with **RCIL** or with which **RCIL** does (or may reasonably be expected to do) business, including but not limited to suppliers, customers, funding sources or consumers. Although meals, drinks and entertainment are not subject to this restriction, staff or any member of the staff member's family or household may not accept such entertainment on a scale that might appear to obligate recipient.

Staff or any member of the staff member's family or household, who are offered cash, gifts or services which may appear to obligate the recipient and which might present **RCIL** with a sensitive business issue, even if the gift was not accepted, should report the situation to their supervisor and the Executive Director, COO, CFO or Director of Human Resources. Supervisors and/or staff who suspect that a staff member has accepted a cash, gift or service in violation of this policy should immediately report it to their supervisor, Human Resources, the Chief Operating Officer or Chief Financial Officer. Failure to report such situations or their relevant details may be cause for dismissal

***Influencing Business Transactions:***

Approving or attempting to influence others at **RCIL** to approve any transaction for goods, services, or other items is prohibited if: staff or a member of the staff member's family or household produced or participated in the creation, production or development of the goods or services, or; staff or any member of the staff member's family or household has an interest, ownership share of holds and/or executive position in the organization with which **RCIL** is doing or may do business; or staff or any member of the staff member's family or household will receive directly or indirectly any personal gain or compensation from such transactions (other than compensation from **RCIL**).

***Transactions with Competitors, Suppliers, and Customers:***

Staff or any member of the staff member's family or household are prohibited from any derivation of personal gain (other than compensation from **RCIL**) or opportunity for personal gain by actions taken or not taken by that staff member in his/her capacity as a **RCIL** staff member. Staff and his/her family or household members also may not derive any personal gain or opportunity from transactions between **RCIL** and any competitor, customer, consumer, funding source or supplier of **RCIL** other than purchases or sales of goods or services in the

normal course of operations that are available to the general public under similar terms and conditions. This includes offers of personal ownership of stock, stock options or similar benefit from any current or prospective competitor, customer or supplier of **RCIL**.

***Conflict of Interest Review and Remedies:***

Staff or any member of the staff member's family or household who are involved in a potential Conflict of Interest regarding any Personal Gain or any other potential Conflict of Interest even if it is not mentioned above, must report such details in writing to the Director of Human Resources, and/or the COO, CFO or Executive Director. If Personal Gain or any Conflict of Interest is determined to exist by the Executive Director, COO, CFO and/or Director of Human Resources, the Executive Director will promptly review the conflicting interest with the Board Ethic's Committee for final determination.

The Board Governance Committee shall review all the material facts and circumstances concerning each Conflict of Interest, shall conduct such investigation as it deems appropriate or necessary and shall determine (i) whether a Conflict of Interest exists, (ii) if it does exist, whether the conflicting interest is fair and reasonable to the Corporation or related entity, or (if entered into earlier) was fair and reasonable at the time it was entered into, (iii) if the conflicting interest is not or was not fair and reasonable, what action should be taken, and (iv) at its sole discretion, any other appropriate matter in relation to the Conflict of Interest. The staff member shall be notified of such review and permitted to offer facts and arguments in connection with such review and determination. If the Section 4958 of the Internal Revenue Code of 1986, or any successor section, is applicable, then such review may include, without limitation, such facts, if available, as shall tend to establish the "rebuttable presumption" that the benefit to the staff member from the conflicting interest or other transaction or arrangement is reasonable under such statute and the regulations promulgated under such statute.

Staff or a member of their family or household will generally be directed to give up the conflicting interest or not to represent **RCIL** in the situation where the conflict exists or might develop. If the conflicting interest has already been entered into and is disapproved, the Board may pursue legal remedies. Failure to refrain from such conflicting interests or to report such situations or their relevant details may result in dismissal.

***Disclosure:***

Staff shall annually submit a written statement that they (a) have received a copy of this Policy, (b) have read and understood this Policy, (c) agree to comply with this Policy, (d) understands that the Corporation is a charitable organization and that in order to maintain its federal tax exemption, it must engage primarily in activities that accomplish one or more of its charitable purposes and (e) are not aware that he or she has any Conflict of Interest or, if he or she is aware of any Conflict of Interest, a description of all material facts concerning it will be attached to the Conflict of Interest Annual Certification and Disclosure Form.

**Resource Center for Independent Living. INC.  
Conflict of Interest Policy  
Annual Certification and Disclosure Form**

The undersigned hereby certifies that he or she (a) has received a copy of the Corporation's Conflict of Interest Policy, (b) has read and understands the Policy, (d) agrees to comply with the Policy, (d) understands that the Corporation is a charitable organization and that in order to maintain its federal tax exemption, it must engage primarily in activities that accomplish one or more of its charitable purposes and (e) is not aware that he or she has any Conflict of Interest (as defined in the Policy) except as described below in detail (attach additional pages if necessary):

I have heretofore disclosed to my supervisor, CFO, COO, Director of Human Resources, Executive Director or if I am a Board Member or Officer, I have disclosed to the Board of Directors of RCIL/LDA, Parent Foundation, Columbia Place Associates, (CPA), LLC and AHIC Inc. of any interest, that I have in any corporation, firm, association or entity that has entered into any contract or other transaction with RCIL/LDA, Parent, Foundation, AHIC, Inc., and CPA, as stated below.

---

---

---

---

Your signature affirms that you do not have any conflicts of interest with respect to this policy and that you have no interest, in any corporation, firm, association or entity that has entered or is considering entering into any contract or other transaction with RCIL/LDA, Parent, Foundation, AHIC, Inc. and CPA, LLC.

\_\_\_\_\_  
**Signature**

\_\_\_\_\_  
**Date**

\_\_\_\_\_  
**Printed Name**

\_\_\_\_\_  
**Title and/or Board Served**