Conflict of Interest Policy

Policy Statement
The purpose of the conflict of interest policy is to protect the Mississippi Center for Nonprofits when contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Center or might result in a possible excess benefit transaction.

No member of the Mississippi Center for Nonprofits Board of Directors, or any of its Committees, shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation with the Mississippi Center for Nonprofits. Any interested person(s) shall disclose to the Mississippi Center for Nonprofits any personal or indirect interest, which he or she may have in any matter pending before the Mississippi Center for Nonprofits and shall no participate in any decision on such matter.

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.

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

Disclosing a Conflict of Interest
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 present all material facts to the directors and members of committees.
Determining Whether a Conflict of Interest Exists

After disclosing the actual or potential conflict, and after any discussion with the interested person, he/she shall leave the meeting 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.

Procedures for Addressing the Conflict of Interest

1. An Interested person may make a presentation to the board at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

3. After exercising due diligence, the governing board or committee shall determine whether the Mississippi Center for Nonprofits 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.

4. 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 the Center’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.

Recording the Conflict of Interest

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

1. 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.

2. 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 proceeding.
At this time, I ____________________________ am a Board member, a committee member, or an employee of the following organizations (please attach a separate sheet if needed):

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<th>Organization/committee</th>
<th>Relationship to Organization</th>
<th>Nature of Conflict of Interest</th>
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By signing below, I certify that I:

Have received a copy of the conflict of interest policy, have read and understand the policy as presented and fully agree to comply with the policy. I understand that the Mississippi Center for Nonprofits is charitable and in order to maintain its federal tax exemption must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Further, except as described above, I am not now nor at any time during the past year have been a participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party doing business with the Mississippi Center for Nonprofits which has resulted or could result in personal benefit to me.

Date: ________________

Signature: ________________________________

Printed name: ________________________________