

CONFLICT OF INTEREST POLICY

**Please review the policy below and send the signed
Employee Certificate of Compliance ONLY to Myra
Quick**

Manager of Employment and Employee Development, Human Resources

Section 1. Statement of Policy

a. It has been and shall continue to be the policy of the University that all full-time and part-time regular staff avoids any conflict, or appearance of conflict, between personal interests and the interests of the University in dealing with any organization or third party. When staff are aware that such organization or individual (i) has or seeks to have a business relationship with the University, or (ii) has objectives or interests that may be adverse to the University's interests, staff are expected to avoid such conflicts of interest, to disclose any personal interest that may conflict with their obligations to the University, and to refrain from influencing any decision of the University on a matter in which such a conflict exists.

b. Staff are presumptively considered to have a conflict of interest when they have an existing business relationship, family relationship or a relationship with a provider of services that impairs or might appear to impair the individual's independent judgment in the discharge of responsibilities to the University, or receives, or may receive a material, financial, or other benefit from access to University information.

c. This policy is to be interpreted and applied in a manner that will best serve the interests of the University. In some cases it may be determined that after full disclosure of those concerned, the University's interests are best served by participation by the individual despite an apparent conflict of interest.

d. All staff shall be advised of this policy during their orientation to the University, and sign a Certificate of Compliance at that time.

Section 2. Definitions

a. Business Relationship'

A business relationship is a relationship between two persons that includes any of the following:

1. One person is employed by the other in a sole proprietorship, or by an organization with which the other is associated as an employee, director, officer, key employee, or greater than 35% owner.
2. One person is transacting business with the other (other than in the ordinary course of either party's business on the same terms as are generally offered to the public), directly or indirectly, in one or more contracts of sale, lease, license, loan, performance of services, or other transaction involving transfers of cash or property valued in excess of \$10,000 in the aggregate during the organization's tax year. Indirect transactions are transactions with an organization with which the one person is associated as an employee, director, officer, key employee, or greater than 35% owner.

3. The two persons are each director, employee, officer, or greater than 10% owner in the same business or investment entity.

Ownership is measured by stock ownership (either voting power or value) of a corporation, profits or capital interest in a partnership of Limited Liability Company, membership interest in a nonprofit organization, or beneficial interest in a trust. Ownership includes indirect ownership (e.g., ownership in an entity that has ownership in the entity in question); there may be ownership through multiple tiers of entities.

b. Family Relationship²

Family Relationship includes your spouse, ancestor, sibling (whether whole or half blood, biological or adopted), child (whether biological or adopted), grandchild, great-grandchild, brother-in-law, sister-in-law, father-in-law, and mother-in-law. Family Relationship also includes the spouse of a sibling, child, grandchild, or great-grandchild.

c. Services:

Services includes work of any nature or services performed in any capacity, whether as part-time staff, full-time staff, independent contractor, consultant, or otherwise.

Section 3. Annual Disclosures, Certification, and Implementation

a. At least once a year, staff are expected to review this Policy.

b. On an annual basis, staff will be asked to disclose any possible business, familial, or service relationships that reasonably could give rise to a conflict of interest involving the University, and to acknowledge, by affixing their signature to a Certificate of Compliance, that they are acting in accordance with the letter and spirit of this Policy, and have made all disclosures required under the terms of this Policy.

c. The completed Certificates of Compliance shall be returned to the Office of Human Resources for filing in the staff's personnel file.

d. The Manager of Employment & Employee Development shall review all completed certificates of compliance annually. In the event that the Manager of Employment & Employee Development determines that there is a conflict of interest, her finding of a potential conflict of interest will be submitted to the Vice President of Finance and Administration and the Assistant Vice President and Director of Human Resources.

e. In the event that the Vice President of Finance and Administration, Assistant Vice President and Director of Human Resources, and the General Counsel deem there to be an actual conflict of interest, the following actions may be requested:

1. Staff will refrain from influencing any decision or action on the matter in conflict.

2. The University will cease conducting business and/or transactions as to the persons or entity involved in the actual conflict.

3. A neutral third-party will review the transaction and/or business relationships to determine that it is an arm's length relationship and in the University's best interests.

Section 4. Ongoing Assessment of Potential Conflicts

1. Any members of the staff who are uncertain whether they have a potential conflict of interest in any matter, or who desires assistance in interpreting and construing the terms of this Policy, may seek advice from the Vice President for Finance and Administration.

In consultation with the Assistant Vice President and Director of Human Resources, as well as the General Counsel, the Vice President for Finance and Administration will determine whether a conflict of interest exists. If any staff perceives the existence of a potential or actual conflict of interest involving another staff member they shall immediately notify the Vice President of Finance and Administration, who, in consultation with the Assistant Vice President and Director of Human Resources as well as the General Counsel will determine whether a conflict of interest exists.

2. If the Vice President for Finance and Administration, the Assistant Vice President and Director of Human Resources, or the General Counsel is uncertain whether they have a potential conflict of interest in any matter or if they desire assistance in interpreting and construing the terms of this Policy, they may seek advice from the President of the University. In consultation with the Chairman of the Board of Trustees, the President will determine whether a conflict of interest exists. If any staff perceives the existence of a potential or actual conflict of interest involving the Vice President for Finance and Administration, the Assistant Vice President and Director of Human Resources, or the General Counsel, they shall immediately notify the President of the University, who in consultation with the Chairman of the Board of Trustees will determine whether a conflict of interest exists.

Section 5. Interpretation of Policies

1. This policy is to be interpreted and applied in a manner that will best serve the interests of the University. In some cases it may be determined that after full disclosure of the facts, the University's interests are best served through participation by the individual despite an actual conflict of interest. Under such circumstances, either:

a. The Vice President for Finance and Administration after consultation with the Assistant Vice President and Director of Human Resources, as well as the General Counsel, may authorize an exception to the provisions in this policy, or

b. The President after consultation with the Chairman of the Board of Trustees may authorize an exception to the provisions in this policy.

¹ IRS, Instructions for Form 990 Return of Organization Exempt From Income Tax, Cat. No. 11283j, 42(2008). 2/d. at 46.

**WESTERN NEW ENGLAND UNIVERSITY EMPLOYEE
CERTIFICATE OF COMPLIANCE**

Please complete this certificate and return it to the Office of Human Resources.

1. Have you read the "Employee Conflict of Interest and Ethics Policy" for Western New England University?

Yes No

2. Do you represent that you are in compliance with the requirements of the "Employee Conflict of Interest and Ethics Policy"?

Yes No

3. Are you aware of any relationship involving you or a "related individual" that might give rise to an actual or potential conflict of interest under the "Employee Conflict of Interest and Ethics Policy"?

Yes No

If the answer to number 3 above is yes, please supply (either in the space provided below or on a separate sheet) a description of the pertinent facts giving rise to the actual or potential conflict.

I will notify the Vice President for Finance and Administration of any actions that may arise in the interim. If I am the Vice President for Finance and Administration, I will notify the President of any actions that may arise in the interim.

I certify that the foregoing information is true and complete to the best of my knowledge.

Date: _____

Name (Please Print): _____

Signature: _____