

Kent Valley Hockey Association
Conflicts of Interest Policy
Stated as of January 1, 2002

Article I
Statement of Purpose:

The purpose of the following policy and procedures is to complement and expand on Article VIII of the bylaws (copy attached) in order (1) to prevent the personal interests of Executive Directors, Board of Directors, and Committee Chairpersons from interfering with the performance of their duties to Kent Valley Hockey Association and it's members, and (2) to prevent the personal interest of Executive Directors, Board of Directors and Committee Chairpersons from resulting in personal financial, professional, and/or political gain on their part at the expense of the organization or it's members.

Article II
Definitions:

Conflict of interest means a conflict or the appearance of a conflict between the private interests and official responsibilities of a person in a position of trust. Persons of trust include Executive Directors, Board of Directors, and Committee Chairpersons of Kent Valley Hockey Association.

Article III
Procedures:

Section 1. Duty to Disclose: In connection with any actual or possible conflicts of interest, an interested person must disclose the existence and nature of his or her financial interest to the Board of Directors and members of committees with board delegated powers considering the proposed transaction or arrangement. The disclosure shall include all material facts known to the interested person that an ordinarily prudent person would reasonably believe to be material to a judgment by the person acting for Kent Valley Hockey Association on whether or not to proceed.

Section 2. Determining Whether a Conflict of Interest Exists: After disclosure of the financial interest, the interested person may acknowledge a conflict of interest, the Board of Directors or committee may evaluate the existence of a conflict of interest. If the Board of Directors or committee addresses the potential conflict of interest, the interested person shall leave the Board of Directors meeting while the interest is discussed and voted upon. The remaining Board of Directors shall decide if a conflict of interest exists.

Section 3. Procedures of Addressing the Conflict of Interest: Once the Board of Directors determines that a conflict of interest exists that arises from a financial interest, the board shall take the following steps:

A. Once the Board of Directors determines that a conflict of interest exists that arises from a financial interest, the Board of Directors shall take the following steps:

B. Investigate Alternatives: The Chairperson of the Board of Directors shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

C. Affirm By Vote: If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Board of Directors or committee shall determine by a vote of two-thirds of the disinterested directors whether the transaction or arrangement is (1) in Kent Valley Hockey Associations best interest; (2) for Kent Valley Hockey Association's own benefit; and (3) fair and reasonable to Kent Valley Hockey Association. Kent Valley Hockey Association shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination. The vote shall take place outside the presence of the interested person, and the interested person shall not be counted in ascertaining the presence of a quorum for the meeting or the vote.

D. If a conflict of interest exists and Kent Valley Hockey Association enters a transaction or arrangement with the party, with whom the Interested Person has a financial interest, the Interested Person shall not participate in future decisions by Puget Sound Hockey Association regarding that party.

Section 4. Violations of the Conflicts of Interest Policy: If the Board of Directors or committee has reasonable cause to believe that a member has failed to disclose actual or possible conflicts if interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose. If after hearing the response of the member and making such further investigation as may be warranted in the circumstances, the Board of Directors or committee determines that the member has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article VI Statement:

Each Director, and Board of Director with board delegated powers shall sign a statement which affirms that such person:

- A.** Has received a copy of the conflicts of interest policy
- B.** Has read and understands the policy
- C.** Has agreed to comply with the policy

Kent Valley Hockey Association

Bylaws

Stated as of April 12, 2002

Amended as of January 1, 2003

Adding:

Article VIII

Conflict of Interest

Section 1. No contract or other transaction between the Corporation and one or more of its Executive Directors or Board of Directors, or between the Corporation and any other Corporation, Firm, Association, or other entity in which one or more of its Trustees, Officers, or Employees are directors or officers, or have a substantial personal, professional, political, or financial interest, shall be approved by a vote of the Board of Directors thereof if such Executive Directors, Board of Directors, (hereinafter "interested party or parties") are present at the meeting of the Board of Directors thereof which authorizes such contract or transaction, nor shall his or her votes be counted for such purpose, unless:

A. The material facts as to such interested person's interest in such contract or transaction and as to any such common directorship, officership, or personal, professional, political, or financial interest are disclosed in good faith or are known to the Board of Directors, and the Board of Directors authorizes such contract or transaction by unanimous written consent, provided at least one Board of Director so consenting is disinterested, or by a majority vote without counting the vote or votes of such interested person or persons even if the disinterested Board of Directors are less than a quorum; or, the material facts as to such party's or party's interest in such contract or transaction and as to any such common directorship, officership, or personal, professional, political, or financial interest are disclosed in good faith or are known to the Board of Directors to vote thereon, if any, and such contract or transaction is authorized by a majority vote of the Board of Directors.

D. Understands that Kent Valley Hockey Association is a charitable organization and that in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of it's tax-exemption purposes.

Signed _____ Date _____

Signed *[Signature]* Date 3/17/14

Signed *[Signature]* Date 3/17/14

Signed *[Signature]* Date 3/17/14