

**CREW Tampa Bay**  
**Conflict of Interest and Fraudulent and Dishonest Conduct Policies**

The following Policies were adopted by the CREW Tampa Bay Board of Directors (the "Board"). CREW Tampa Bay Please read this document and sign in the place indicated below indicating that you have read and understand these Policies.

**CONFLICT OF INTEREST POLICY**

The members of the Board, Chairs and Co-Chairs of various Committees and any employee or contracted administrator (sometimes referred to collectively as the "Chapter Management") has the responsibility of administering the affairs of CREW Tampa Bay honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of CREW Tampa Bay. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with CREW Tampa Bay or knowledge gained therefrom for their personal benefit to the detriment of the organization. The interests of the organization must have the first priority in all decisions and actions made in the role of the Board.

**AREAS IN WHICH CONFLICT MAY ARISE:** Conflicts of interest may arise in the relations between Chapter Management and any of the following third parties:

1. Persons and firms supplying goods and services to CREW Tampa Bay.
2. Persons and firms from whom CREW Tampa Bay leases property and equipment.
3. Persons and firms with whom CREW Tampa Bay is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities, or other property.
4. Competing or affinity organizations.
5. Donors and others supporting CREW Tampa Bay and its entities.
6. Agencies, organizations, and associations that affect the operations of CREW Tampa Bay.
7. Family members, friends, and other employees.

**NATURE OF CONFLICTING INTEREST:** A material conflicting interest may be defined as an interest, direct or indirect, with any persons and firms mentioned above. Such an interest might arise through:

1. Owning stock or holding debt or other proprietary interests in any third party dealing with CREW Tampa Bay.
2. Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) in any third party dealing with CREW Tampa Bay.
3. Receiving remuneration for services with respect to individual transactions involving CREW Tampa Bay.
4. Using CREW Tampa Bay's time, personnel, equipment, supplies, or good will for other than CREW Tampa Bay approved activities, programs, and purposes.
5. Receiving personal gifts or loans from third parties dealing with CREW Tampa Bay. Receipt of any gift is disapproved except gifts of nominal value that could not be refused without discourtesy. No personal gift of money should ever be accepted.

**INTERPRETATION OF THIS STATEMENT OF POLICY:** It is the policy of Chapter Management that the existence of any of the interests described above shall be disclosed to the Board before any transaction is consummated. The fact that one of the interests described above exists does not mean necessarily that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material that upon full disclosure of all relevant facts and circumstances that it is

necessarily adverse to the interests of CREW Tampa Bay. It shall be the continuing responsibility of Chapter Management to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

**DISCLOSURE POLICY AND PROCEDURE:** Transactions with related parties may be undertaken only if all of the following are observed:

1. A material transaction is fully disclosed to the Board;
2. The related party is excluded from the discussion and approval of such transaction;
3. A competitive bid or comparable valuation exists; and
4. The Board has acted upon and demonstrated that the transaction is in the best interest of the organization.

The Board shall determine whether the conflict is material, and in the presence of an existing material conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable to CREW Tampa Bay. The decision of the Board on these matters will rest in their sole discretion, and their concern must be for the welfare of CREW Tampa Bay and the advancement of its purpose.

### **FRAUDULENT OR DISHONEST CONDUCT & WHISTLEBLOWER POLICY**

CREW Tampa Bay will investigate any possible fraudulent or dishonest use or misuse of CREW Tampa Bay resources or property by board members, officers, volunteers, or members. Anyone found to have engaged in a fraudulent or dishonest conduct is subject to disciplinary action by CREW Tampa Bay up to and including civil or criminal prosecution when warranted.

All members of Chapter Management and all members of CREW Tampa Bay are encouraged to report possible fraudulent or dishonest conduct ("Whistleblower"). A Whistleblower (as defined below) should report their concerns to the Board. Alternatively, if it is difficult to report their concern to the Board, the Whistleblower can report it directly to the CREW Tampa Bay President.

#### **DEFINITIONS:**

Fraudulent or Dishonest Conduct: a deliberate act or failure to act with the intention of obtaining an unauthorized benefit. Examples of such conduct include, but are not limited to:

- forgery or alteration of documents
- unauthorized alteration or manipulation of computer files
- fraudulent financial reporting
- pursuit of a benefit or advantage in violation of the CREW Tampa Bay's conflict of interest policy
- misappropriation or misuse of CREW-Tampa Bay resources, such as funds, supplies, or other assets
- authorizing or receiving compensation for goods not received or services not performed
- authorizing or receiving compensation for hours not worked

Whistleblower: A member of Chapter Management or member of CREW-Tampa Bay who informs the Board or CREW-Tampa Bay president about an activity that person believes to be fraudulent or dishonest.

**RIGHTS AND RESPONSIBILITIES:** Chapter Management is required to report suspected fraudulent or dishonest conduct to the Board or to the CREW Tampa Bay President.

Reasonable care should be taken in dealing with suspected misconduct to avoid:

- baseless allegations

- premature notice to persons suspected of misconduct and/or disclosure of suspected misconduct to others not involved with the investigation
- violations of a person's rights under law

Accordingly, except as provided below, Chapter Management and members of CREW Tampa Bay faced with a suspected misconduct:

1. should not contact the person suspected to further investigate the matter or demand restitution.
2. should not discuss the case with anyone other than the Board.
3. should direct all inquiries from any attorney retained by the suspected individual to the Board.
4. should direct all inquiries from the media to CREW Tampa Bay President.

Section 1-2 in the above-preceding paragraph shall not apply to the Board once a vote is taken and action approved.

Whistleblower Protection: CREW-Tampa Bay will protect Whistleblowers as described below.

5. CREW Tampa Bay will use best efforts to protect Whistleblowers against retaliation, as described below. It cannot guarantee confidentiality, however, and there is no such thing as an "unofficial" or "off the record" report. CREW Tampa Bay will keep the Whistleblower's identity confidential, unless: (1) the person agrees to be identified; (2) identification is necessary to allow CREW Tampa Bay or law enforcement officials to investigate or respond effectively to the report; (3) identification is required by law; or (4) the person accused of Fraud Policy violations is entitled to the information as a matter of legal right in disciplinary proceedings.
6. CREW Tampa Bay may not retaliate against a Whistleblower. Whistleblowers who believe that they have been retaliated against may file a written complaint with the Board or the CREW Tampa Bay President. A proven complaint of retaliation shall result in an appropriate remedy for the person harmed and the initiation of disciplinary action. This protection from retaliation is not intended to prohibit the Board from taking action, including disciplinary action, in the usual scope of their duties and based on valid performance-related factors.
7. Whistleblowers must be cautious to avoid baseless allegations.

### **ACKNOWLEDGEMENT**

I have read and understand the foregoing CREW Tampa Bay Conflict of Interest Policy and Fraudulent or Dishonest Conduct & Whistleblower Policy.

CHAPTER MANAGEMENT (TO BE SIGNED BY MEMBERS OF BOARD, CREW ADMINISTRATOR, CHAIR AND CO-CHAIRS OF CREW TAMPA BAY COMMITTEES)

NAME: \_\_\_\_\_

SIGNATURE: \_\_\_\_\_

DATE: \_\_\_\_\_