



CONFLICT OF INTEREST POLICY

IIRR is committed to maintaining the public trust and requires all trustees and employees to conduct their work with the highest standards of integrity. Inevitably, the interests of trustees and employees will involve them in other organizations, causes and endeavors that intersect with the work of IIRR. Trustees and employees are expected to comply with our conflict of interest policy in order to avoid actual, potential or perceived conflict of interest and to maintain a culture of honest and ethical conduct.

Definition

A potential or actual conflict of interest occurs whenever a trustee or employee is in a position to influence a decision that may result in any direct or indirect personal gain for him or herself, any other trustee or employee, or an immediate family member. A trustee or employee may not engage in activities that create a conflict between the interests of IIRR and those of himself or herself. Conflict of interest may result from the close involvement with a vendor, service provider, partner, or grantee. This includes, but is not limited to, serving as a trustee, employee, or consultant to a current or potential grantee, service provider, partner or vendor. IIRR also encourages avoiding the appearance of a conflict of interest, even if no actual conflict has occurred.

Disclosure

Trustees and employees are committed to making a prompt, full and frank disclosure of his or her interests to IIRR regarding any relationship or commitment that could affect the impartial fulfillment of their roles in the work of IIRR. Antecedent affiliations and indirect associations also warrant disclosure. Such disclosure shall include all relevant and material facts known to such person about the contract or transaction that might reasonably be construed to be adverse to IIRR's interest.

Abstention from Decision-making

The body to which such disclosure is made shall thereupon determine, by majority vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person should abstain from decision-making actions, including not voting on, nor using personal influence on, nor being present during the discussion or deliberations with respect to, such contract or transaction (other than to present factual information or to respond to questions prior to the discussion). If such an instance occurs at a meeting of the board of trustees, the minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation.