

## **Search Institute's Employee Conflict of Interest Policy**

A conflict of interest is defined as any involvement by an employee or members of the employee's family in any business, activity, contract, or transaction that may conceivably conflict with the employee's duties or responsibilities or affect his/her judgment in making a decision affecting SI.

Employees have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. This policy establishes only the framework within which SI wishes the business to operate. The purpose of these guidelines is to provide general direction so that employees can seek further clarification on issues related to the subject of acceptable standards of operation. Contact the Human Resources Manager for more information or questions about conflicts of interest.

Transactions with outside firms must be conducted within a framework established and controlled by the executive level of SI. Business dealings with outside firms should not result in unusual gains for those firms. Unusual gain refers to bribes, product bonuses, special fringe benefits, unusual price breaks, and other windfalls designed to ultimately benefit either the employer, the employee, or both. Promotional plans that could be interpreted to involve unusual gain require specific executive-level approval.

An actual or potential conflict of interest occurs when an employee is in a position to influence a decision that may result in a personal gain for that employee or for a relative as a result of SI's business dealings. For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

No "presumption of guilt" is created by the mere existence of a relationship with outside firms. However, if employees have any influence on transactions involving purchases, contracts, or leases, it is imperative that they disclose to an officer of SI as soon as possible the existence of any actual or potential conflict of interest so that safeguards can be established to protect all parties.

Personal gain may result not only in cases where an employee or relative has a significant ownership in a firm with which SI does business, but also when an employee or relative receives any kickback, bribe, substantial gift, or special consideration as a result of any transaction or business dealings involving SI.

Employees are required to sign a Conflict of Interest form every year disclosing any potential conflicts of interest. If a potential conflict of interest arises, the employee must disclose all facts material to the conflict of interest to their manager prior to any action regarding the activity, contract, or transaction. The manager must then disclose the conflict of interest to the HR Manager in memo form for approval or disapproval. All information given will be treated as confidential and only made available to management and/or the Board as necessary.