



NONPROFIT LEADERSHIP ALLIANCE
(formerly American Humanics)

Article XII Conflict of Interest

Excerpted from the Bylaws of the Nonprofit Leadership Alliance (dba American Humanics, Inc.)
Revised March 30, 2010

A fundamental principle of ethics is that any person who exercises discretionary authority on behalf of the Corporation may not use this authority for his or her own benefit.

It is therefore the policy of Nonprofit Leadership Alliance that all members of the Board of Directors or members of any committee thereof, or officers or employees of Nonprofit Leadership Alliance, have a duty to be free from the influence of a conflicting interest when they act on behalf of Nonprofit Leadership Alliance or represent it in negotiations or advise others in Nonprofit Leadership Alliance with respect to dealing with third parties. They are expected to deal with anyone doing business with Nonprofit Leadership Alliance on the sole basis of that which is in the best interest of Nonprofit Leadership Alliance, without favor or preference to third parties based on personal considerations. To this end, the following shall be the policy of Nonprofit Leadership Alliance.

Section 1 No member of the Board of Directors or member of any committee thereof, or officer or employee of Nonprofit Leadership Alliance, shall accept from any person, directly or indirectly, whether by himself or herself or through his or her spouse or a member of his or her family or through any partner or business or professional association, any gift, favor, service, employment or offer of employment or any other thing of value which he or she knows or has reason to believe is made or offered to him or her with the intent to influence him or her in the performance of his or her duties as a member of the Board or committee thereof or officer or employee of Nonprofit Leadership Alliance.

Section 2 No member of the Board of Directors or member of any committee thereof, or officer or employee of Nonprofit Leadership Alliance who is a partner, officer, or employee of a partnership, firm, or corporation or who owns or controls, directly or indirectly, whether by himself or herself or through his or her spouse or a member of his or her family, more than 10% of the stock of such corporation, or has a significant personal financial interest in such entity, shall represent, appear for, or negotiate on behalf of Nonprofit Leadership Alliance in connection with the acquisition of any personal property or any purchase of services from or to such partnership, firm or corporation.

Section 3 When any conflict of interest as described above is relevant to a matter requiring action by the Board of Directors, the interested person shall call it to the attention of the Board, or committee thereof, provide any and all relevant information, and shall not participate in the final deliberation or decision regarding the matter under consideration, not vote on the matter. At the discretion of the disinterested persons present, the person may be required to leave the meeting during the discussion and the voting on the matter.





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Section 4 The minutes of the meeting of the Board or committee shall reflect that the conflict of interest was disclosed, whether the interested member was present, and such member did not vote. When there is a doubt as to whether a material conflict of interest exists, the matter shall be resolved by a vote of the Board or committee, excluding the member concerning whose situation the doubt has arisen.

Section 5 A copy of this conflict of interest statement shall be furnished to each Director and committee member; this policy shall be reviewed annually for the information and guidance of Directors and committee members.

Conflict of Interest Statement

I confirm that I have read Article XII of the By-laws of the Nonprofit Leadership Alliance setting forth the Conflict of Interest Policy.

I confirm that to the best of my knowledge and belief that I have not been nor am I now involved in any situation which would not be in compliance with the policies of the organization regarding Conflicts of Interest, except as set forth below:

I confirm that if I become aware of facts that might raise the appearance of a conflict of interest, I will immediately report the matter to the President or Chairman of the Board of the Nonprofit Leadership Alliance.

Signature

Date

Name (Please Print)

