



Conflict of Interest Policy

What is the Purpose of this Policy?

Conflicts of interest can raise governance, tax, and regulatory issues for a CoC. They can also raise concerns in the minds of the public and members of the media, potentially undermining the organization's reputation and good standing.

Generally speaking, a conflict of interest is a situation in which any BCHCoC Member or one of their family members has a personal or financial interest that compromises or could compromise the individual's independence of judgment in exercising their responsibilities to the CoC.

CoC Members are required to minimize conflicts of interest; disclose ethical, legal, financial, and other conflicts; and remove themselves from decision-making if they would otherwise be called on to act on a conflict involving themselves, their family members or entities with which they or their family members are closely associated.

Under this policy, all Members including applicants to the Council, sitting Council Members and Committee Members are all required to disclose actual or potential conflicts of interest, as well as certain relationships and transactions. Depending on the circumstances, a relationship and/or transaction disclosed under this policy may not be a conflict of interest, may be a conflict that is permitted provided that certain procedures are followed, or may be a conflict that is prohibited altogether.

The policy is not a comprehensive list of all potential conflict of interest issues and ultimately the CoC will abide by §578.95 of CoC Interim Rule and § 576.404 of the ESG Rule. The CoC reserves the right to amend the policy as needed.

Who is Covered by this Policy?

This policy covers all the members of the Butte Countywide Homeless CoC.

Who is Responsible for Implementing this Policy?

The CoC has primary responsibility for implementing this policy. The policy will be disseminated to members upon joining the CoC and annually thereafter. The Council may delegate the responsibility for disseminating the policy and collecting disclosure statements to CoC staff.

Definitions:

- a. **Council:** means the Butte Countywide Homeless Continuum of Care (CoC) Council
- b. **Council Member:** means any individual currently serving as a member of the Council.
- c. **Committee Member:** means any individual currently serving as a member of a BCHCoC Committee.
- d. **Member:** as defined in the BCHCoC Charter including but not limited to Council Members and Committee members.
- e. **Closely Associated:** means that an individual:
 - i. Has a Compensation Arrangement with an entity;
 - ii. Has an Ownership Interest in an entity; or
 - iii. Is negotiating, applying for or considering acquiring a Compensation Arrangement with or ownership interest in an entity.
- f. **Compensation Arrangement:** is an arrangement involving direct or indirect compensation for services.
- g. **Conflict of Interest:** means a situation in which a Member or their Immediate Family Member has, directly him or herself or indirectly through an entity or an organization which employs or is about to employ any of the parties indicated herein, a personal or financial interest that compromises or could compromise the Member's independence of judgment in exercising their responsibilities to the CoC.
 - i. **Prohibited Conflict of Interest:** means a Conflict of Interest that would prevent a Member from serving on/as the Council, Committee, or general membership.
 - ii. **Issue-Specific Conflict of Interest:** means a Conflict of Interest that would prevent a Member from voting on or being present during the discussion of a specific issue.
- h. **Conflicted Member:** means a Member with a Conflict of Interest
- i. **Immediate Family Member:** means a Member's
 - i. Spouse or partner in a civil union recognized by state law;
 - ii. Domestic partner or partner in a committed, personal relationship;
 - iii. Parent
 - iv. Child;
 - v. Sibling;
 - vi. Father-in-law, Mother-in-law;
 - vii. Brother-in law, Sister-in-law;
 - viii. Son-in-law; Daughter-in-law;
 - ix. Grandparent; or
 - x. Grandchild

The term includes individuals related by blood, adoption, or marriage (i.e., step family members).

- j. **Nonconflicted Member:** means a Member without any Conflict of Interest.
- k. **Quorum:** means majority of the Members. Refer to Butte CoC Governance Charter for Quorum details. Quorum is required to convene a meeting. Once quorum is established, quorum is not lost simply because a Member must abstain from a vote due to a Conflict of Interest.
- l. **Recusal:** means Members will excuse themselves as needed to avoid a conflict of interest. This includes leaving the room for any discussion of a conflicted or potentially conflicted transaction. However, a conflicted member may be present to present for clarifying questions. All Members including conflicted Members may be present for the Council vote.
- m. **Related Party:** means an Immediate Family Member or an entity with which a Member or their Immediate Family Member is Closely Associated.
- n. **Transaction:** means any financial agreement or relationship, including but not limited to those involving:
 - i. The sale, lease, purchase, transfer, or provision of goods, services, equipment, facilities, or rights of any kind;
 - ii. The provision or receipt of a loan or grant;
 - iii. A joint venture, partnership or collaboration or
 - iv. An investment.

What Types of Conflicts of Interest Are Prohibited by this Policy?

- a. **Prohibited Conflict of Interest:** Prohibited Conflicts of Interest may prevent a person from serving on the CoC Council or Committee or participating in any of the CoC activities. A Council or Committee Member who has a potential or actual Prohibited Conflict of Interest must resign from the Council or Committee. Prohibited Conflicts of Interest include, but are not limited to:
 - i. Compensation and Employment: A Council Member may not be compensated for their service on the CoC Council. A Council Member is subject to resignation from the Council upon hire as an employee of CoC.
 - ii. Provision of Professional Services. CoC Council Members may not be paid, outside of their approved salary and benefits, for any professional or consulting services provided to the CoC.
 - iii. Diversion of CoC Resources: Council Members and Council Members' Related Parties are prohibited from using CoC equipment, facilities, assets, or staff time for non-CoC purposes.
 - iv. Gifts: Except where an exchange of gifts is reciprocal and of a personal nature, Council or Committee Members are prohibited from soliciting or accepting gifts, gratuities, favors, or anything of monetary value from
 - 1. Persons receiving benefits or services under any CoC program;
 - 2. Persons or organizations performing services for or providing goods or space to CoC; or
 - 3. Persons who are otherwise in a position to benefit from the actions of a CoC employee or Council Member.

- v. A Conflicted Member who purposefully conceals a Conflict of Interest, refuses to recuse him- or herself from voting, or engages in other conduct that violates this policy will be subject to removal from the CoC.
- b. **Issue-Specific Conflicts of Interest:** Some Conflicts of Interest arise only when the CoC is voting on a specific issue. An Issue-Specific Conflicts of Interest requires that the Conflicted Member recuse him- or herself from voting or discussing a particular issue, but do not require resignation or removal of a member. Issue-Specific Conflicts of Interest include, but are not limited to:
 - i. **Participation in Contracts:** Members shall not participate in the selection, or award of a contract if a real or apparent conflict of interest would be involved. Such a conflict would arise when the Member, any of their Immediate Family Members, or an organization that employs or is about to employ any of the parties indicated herein, is or has a financial or other interest in the individual or firm selected for the award.

Are There Exceptions to What Is Considered a Conflict of Interest Under This Policy?

The situations listed below are not considered to be Conflicts of Interest under this policy:

- c. **Provision of Services/Benefits:** Provision of services/benefits by the CoC to a Member or an Immediate Family Member solely because the individual is a member of a charitable class that the CoC intends to benefit as part of the accomplishment of its charitable purposes, provided that:
 - i. The individual meets all applicable eligibility criteria for the services/benefits, including funding source rules on the provision of services/benefits to individuals with a close connection to the organization;
 - ii. The individual does not receive preferential treatment in receiving the services/benefits due to their connection with the CoC as a Member or as an Immediate Family Member;
 - iii. The services/benefits are provided on terms similar to services/benefits provided to individuals who are neither Members nor Immediate Family Members; and
 - iv. The Member is not involved in the decision about whether to provide services/benefits to the individual.
- d. **Expense Reimbursements:** Unless required by the CoC in a particular circumstance, receipt of reimbursements reasonable, necessary and documented expenses need not be disclosed under this policy.

What Information Must Be Disclosed Under This Policy and How Should It Be Disclosed?

- e. **Disclosures by Candidates for Council Seats:** The Council shall require each individual applying for a position on the Council to disclose on their application Conflicts of Interests involving him- or herself or any of their Related Parties.
- f. **Disclosures by Council, Committee Members and General Membership:**

- i. **Obligation to Disclose:** Each Council and Committee Member has a continuing obligation to disclose promptly and fully any actual or potential Conflicts of Interest of which they are aware.
- g. **Form and Frequency of Disclosure:** Each Council and Committee Member shall complete and sign on an annual basis and update at such times as Conflicts of Interest arise, a Conflict of Interest disclosure statement, in the form attached to this policy, fully and completely disclosing the material facts about any actual or potential Conflicts of Interest of which they are aware.

How Are Conflicts of Interest to Be Addressed Under This Policy?

- h. **Council Review:** The Council shall review and determine, with the assistance of staff if necessary, how to address situations involving Conflicts of Interest. In determining whether a Conflict of Interest exists and what action, if any should be taken, the Council shall consider the fact that the situation could subject the CoC to criticism, embarrassment, litigation or administrative proceedings. The Council shall apply a reasonableness standard in determining whether a conflict exists. If the CoC Council has reason to believe that a Member has failed to disclose a Conflict of Interest or otherwise violated this policy, it shall inform the Member of the basis for this belief and afford him or her an opportunity to explain the alleged failure or violation. If, after hearing the response of the Conflicted party and making such further investigation as may be warranted in the circumstances, the Council determines that the Member has in fact failed to disclose an actual or possible Conflict of Interest or otherwise violated this policy, it shall take appropriate disciplinary and corrective action, which may include removal from the CoC.
 - i. **Voting and Quorum:** The Council shall act on actual or potential Conflicts of Interest situations by affirmative vote of a majority of Nonconflicted Council Members present at the meeting at which a quorum has been established. In the event that less than three Council Members are Nonconflicted and are available to vote on a resolution, the issue must be assigned to a Committee of Nonconflicted community members for a vote. The CoC staff will be responsible for assembling the Nonconflicted Committee, which must include at least four (4) members. The Committee's decision is final.
- i. **No Conflict of Interest:** If the Council determines that no Conflict of Interest exists, it shall inform any Members involved in the situation of its determination and take any other actions it deems prudent.
- j. **Conflict of Interest Not Prohibited:**
 - i. **Generally.** If the Council concludes that a Conflict of Interest exists, it will first notify the Conflicted-Member and provide them the opportunity to withdraw. If the Conflicted-Member chooses to withdraw, there is no further action. If the Conflicted-Member chooses not to withdraw, then the Council shall inform all Members of the situation, of the Council's

determination and take any other actions it deems prudent to address the Conflict of Interest, including excluding Conflicted Members from deliberations and decision-making.

- ii. **Proposed Transaction.** Where a Conflict of Interest is not prohibited and involves a proposed Transaction between CoC and a Member or Related Party, the Council shall gather and review appropriate data, including appropriate data as to comparability, to determine whether the terms of the Transaction are fair and reasonable to and in the best interests of CoC.
- k. **Issue-Specific Conflict of Interest:** A Conflicted Member shall not be present during the deliberations and decision-making with respect to an actual or potential Conflict of Interest in which s/he or their organization is involved. Conflicted members may be present for clarifying questions and for Council votes.
Example: The Council is considering whether to approve a grant to a nonprofit. Council Member A serves as a Council member of that nonprofit. Council Member A is a Conflicted Council Member and must disclose that an Issue-Specific Conflict of Interest exists and recuse him-or herself from deliberations and decision making on the proposed grant. If the Conflicted Council Member does not voluntarily recuse him-or herself, the Council must exclude him or her from deliberations and decision making on the grant.
- l. **Prohibited Conflict of Interest:** If the Council determines that a potential Council Member has a Prohibited Conflict of Interest, the Council shall reject the nomination. If the Council determines that a current Council or Committee Member has engaged in an activity that creates a Prohibited Conflict of Interest, or that a proposed Transaction would result in a Prohibited Conflict of Interest, the Council shall decide either:
 - i. to decline to enter into the proposed Transaction, if applicable; and/or
 - ii. to request the resignation of the Conflicted Member(s) and, if the Conflicted Member(s) do(es) not resign, follow appropriate procedures to remove the Conflicted Member(s).
- m. **Delegation to Committee:** The Council may establish or designate a committee of the Council to review any conflicts of interest questions raised by this policy, to determine whether a particular situation involves a Conflict of Interest, and to make recommendations to the Council about how to address Conflicts of Interest.
- n. **Monitoring:** During annual monitoring of subrecipients, the CoC will include the monitoring of Conflict of Interest documentation and ensure that procurement standards are met (§578.95(a) and § 576.404 (b)). Conflicts of Interest that are deemed non-compliant with the policy will be reviewed by the Council who will follow the abovementioned procedure.

How Should the Council's Decisions about Conflicts of Interest Be Documented?

- o. The Council or committee shall document its decisions about a Conflict of Interest in its meeting minutes (and attachments to the minutes, if applicable). The minutes shall include: material facts regarding the Conflict of Interest; the basis

for the Council's decision; the names of Council Members present and of those who voted on the matter; and any actions taken with respect to Conflicted Council Members with respect to the matter (for example, whether they were excluded from discussion and voting on the matter). The minutes must be prepared before the latter of the next Council or committee meeting or 60 days after the final action is taken on the matter. Once prepared, the minutes must be reviewed and approved by the Council or committee (whichever is applicable) within a reasonable time.

Conflict of Interest Disclosure Statement for BCHCoC Council, Committee Members and General Members

Your Name:

Date:

Annual or Other Disclosure (Circle One)

Reason for Policy. Conflicts of Interest may raise governance, tax and regulatory issues for the Butte Countywide Homeless Continuum of Care (BCHCoC). They also raise concerns in the mind of the public and members of the media, potentially undermining a CoC reputation and good standing. For these reasons, CoC Council or Committee Members should avoid Conflicts of Interest, disclose ethical, legal, financial and other such conflicts, and remove themselves from deliberations and decision-making on matters in which they have a Conflict of Interest.

Reason for this Statement. The BCHCoC is committed to the highest ethical standards in how a CoC conducts its business and operations. Completing this statement helps the Council and management identify and evaluate situations and relationships that could be problematic for a CoC, including ones that could jeopardize its tax-exempt status or ability to obtain grants or other funding.

Completing this Statement. Each Council and Committee Member is required to complete and sign this statement annually and update it at such times as they become aware of actual or potential Conflicts of Interest. This statement should take no more than 10 to 15 minutes for most Council and Committee Members to complete. It asks intentionally broad questions, with the hope of identifying all relevant actual or potential Conflicts of Interest.

Defined Terms Used in this Statement. Capitalized terms used in this statement are defined in the Conflict of Interest Policy for CoC Council and Committee Members. Identifying a conflict or relationship does not necessarily mean there is a problem. In some instances, you may need to reveal a conflict or relationship when responding to a question.

This does not necessarily mean that you have done something improper or violated the Conflict of Interest Policy for CoC members. By identifying conflicts and relationships, you permit the CoC and the CoC management to make an informed judgment, further permitting them to address issues through appropriate action or safeguards. Being forthright now is the best approach.

If you have questions about the Conflict of Interest Policy for Council and Committee Members or this Statement, ask the Council or Committee Chair or email CoC Coordinator.

Your Name:

Date:

Annual or Other Disclosure (Circle One)

Please base your answers to the questions below on facts that exist now or that have arisen since you last completed this form.

Do any of your Immediate Family Members serve as a CoC Council Member or employee? **Yes No (circle one)**

If yes, please identify the individual, his or her position and your relationship to him or her:

To the best of your knowledge, are you or any of your Related Parties currently engaged in any Transactions with a CoC Council/Committee Member or employee or the CoC itself? For this purpose, a Transaction does not include a transaction between an attorney and client, or a medical professional (including psychologist) and patient. **Yes No (circle one)**

If yes, please identify the individuals or entities involved and the Transactions in which they are involved:

To the best of your knowledge, are you, any other Council/Committee Members, or any Immediate Family Members of Council/Committee Members (including your own Immediate Family Members) engaged in or considering engaging in a Transaction with the CoC (including providing professional or consulting services to CoC)? **Yes No (circle one)**

If yes, please identify the individuals or entities involved and the Transactions in which they are involved:

Your Name:

Date:

Annual or Other Disclosure (Circle One)

To the best of your knowledge, are you, any other Council/Committee Members, or any Immediate Family Members of Council/Committee Members (including your own Immediate Family Members) Closely Associated with any entity that is engaged in or considering engaging in a Transaction with CoC? **Yes No (circle one)**

If yes, please identify the Council/Committee Member and/or Immediate Family Member, the entity and the Compensation Arrangement or Ownership Interest, and describe the Transaction:

To the best of your knowledge, have you or any other Council/Committee Members solicited or accepted gifts, gratuities, favors, or anything of monetary value (other than token gifts of low-cost promotional items, such as pens, note pads, caps, calendars, and coffee mugs) from: (a) persons receiving benefits or services under any CoC program; (b) persons or organizations performing services for or providing goods or space to CoC; or (c) persons who are otherwise in a position to benefit from the actions of a CoC employee, officer, or Council Member? **Yes No (circle one)**

If yes, please identify the Council/Committee Member, the item that was solicited or accepted, and the person or entity from whom the item was solicited or accepted:

To the best of your knowledge, have you or any other Council/Committee Members participated in the selection or award of a contract supported by state or federal funds if a real or apparent conflict of interest was involved? Such a conflict would arise when the Council/Committee Member, any of their Immediate Family Members, their partner, or an organization which employs or is about to employ any of these parties, is or has a financial or other interest in the individual or firm selected for the award. **Yes No (circle one)**

If yes, please identify the Council/Committee Member, the contract and the conflict of interest:

Your Name:

Date:

Annual or Other Disclosure (Circle One)

To the best of your knowledge, have you, any other Council/Committee Members or Council Members' Related Parties (including your own Related Parties) used CoC equipment, facilities, assets, or staff time for non-CoC purposes? **Yes No (circle one)**

If yes, please identify the Council/Committee Member or Related Party, the CoC equipment, facilities, assets or staff used, and the purpose for which it was used:

To the best of your knowledge, are you aware of any other Conflicts of Interest not already disclosed above? A Conflict of Interest is a situation in which a Council/Committee Member or their Immediate Family Member has, directly him- or herself or indirectly through another individual or entity, a personal or financial interest that compromises or could compromise the Council/Committee Member's independence of judgment in exercising their responsibilities to the CoC. **Yes No (circle one)**

If yes, please identify the Council/Committee Members and any other parties involved and Describe the situation:

By signing this form, I certify that:

I have received a copy of the Conflict of Interest Policy for CoC Council and Committee Members, that I have read and understand it; and I agree to abide by it; and to the best of my knowledge, my responses on this statement are accurate, true and complete.

Signature: _____

Print Name: _____

Date: _____