

Chatham Charter Athletic Boosters, Inc. ("Booster Club")

Conflict of Interest Policy

Members of the Executive Committee ("EC") of the Booster Club have an affirmative obligation to act at all times in the best interests of Booster Club and without conflict to the interests of Booster Club. This policy serves to define the term "conflict of interest," to assist members of the EC in identifying and disclosing such conflicts, and to provide a means of determining whether a conflict exists and resolving conflicts.

Conflict of interest defined. A conflict of interest may arise when the ability of an EC officer to make unbiased and impartial decisions on behalf of Booster Club is compromised, particularly when a personal financial interest may be at stake. Such circumstances may involve family relationships, business transactions, professional activities, or personal affiliations.

Disclosure. The EC recognizes that conflicts of interest are not uncommon, and that not all conflicts of interest are necessarily harmful to Booster Club. However, the EC requires full disclosure of all actual and potential conflicts of interest. Each EC officer shall disclose any and all facts that may be construed as a conflict of interest, both through an annual disclosure process and whenever such actual or potential conflict occurs.

Process and remedy. The EC will determine whether or not a conflict of interest exists, and whether or not such conflict materially and adversely affects the interests of Booster Club. An EC officer whose potential conflict is under review may not vote or otherwise participate in such determination. If the EC determines that an actual or potential conflict of interest does exist, the EC shall also determine an appropriate remedy. Such remedy may include, for example, the recusal of the conflicted officer from participating in certain matters pending before the EC.

Resolution of conflicts. If the EC identifies an actual, potential, or apparent conflict of interest, the EC shall analyze and consider the circumstances presented and take appropriate action to resolve the conflict, which may include a decision to waive the conflict of interest as unlikely to affect the officer's ability to act in the best interests of the organization; to recuse the officer from deliberation and decision-making related to the particular matter that gives rise to the conflict of interest; or other appropriate action up to and including a determination that the only solution is for the officer to resign because the conflict is so pervasive that the officer would likely seldom, if ever, be able to act solely in the best interests of the organization.

Procedure for Allowing a Business Relationship with an officer. A potentially waivable conflict of interest exists any time an officer seeks to enter into a business relationship with Booster Club. Similar conflicts may arise through family members or through organizations in which officers serve in a leadership, employment, or ownership capacity.

Such conflicts do not automatically preclude business relationships with Booster Club but may be waived if determined to be in the best interests of Booster Club. The following

Chatham Charter Athletic Boosters, Inc. ("Booster Club")

Conflict of Interest Policy

procedure is designed to resolve conflicts of interest whenever an officer, or a related party, seeks to provide goods or services to Booster Club as a paid provider of goods and/or services (a "business relationship"):

- The officer must promptly disclose the intent to enter into a business relationship with Booster Club.
- The interested officer may not vote or otherwise decide on whether to enter into the contemplated business relationship.
- The non-interested officers will determine whether alternatives to the proposed business relationship should be explored and if so, whether Booster Club could obtain a materially more advantageous transaction or arrangement from a person or entity that would not give rise to a Conflict of Interest, considering the totality of the proposed business relationship.
- After considering alternatives, if any, and considering the totality of the proposed business relationship, the EC shall determine by a majority vote of the disinterested members, without the presence or participation of the officer under review, that the transaction is fair and in the best interest of Booster Club.
- If the EC approves the business relationship under consideration, the officer may not participate in any process by which his or her performance as a vendor or other contracting party is evaluated, or in any such evaluation of a related party.

Annual disclosure process. On an annual basis, each member of the EC shall be provided with a copy of this policy, and shall complete and sign the acknowledgement and disclosure form provided herewith.

The Booster Club reserves the right to modify or amend this policy at any time.

Chatham Charter Athletic Boosters, Inc. ("Booster Club")

Conflict of Interest Policy

I, as a member of the Chatham Charter Athletic Boosters, Inc. Executive Committee, have a copy, read, and accepted the Conflict of Interest Policy as written.

President

Print Name

Signature

Date

Vice-President

Print Name

Signature

Date

Secretary

Print Name

Signature

Date

Treasurer

Print Name

Signature

Date

Adopted on August 31, 2016