

**UTAH LEGAL SERVICES
BOARD RESPONSIBILITY AND CONFLICT OF INTEREST POLICY**

I. PURPOSE

The Board of Trustees (“the Board”) is the governing authority of Utah Legal Services (“ULS”). Board members share a responsibility for fulfilling the mission of ULS to provide a full range of information and advocacy services to ULS’ clients, in compliance with applicable law and regulations. Board members must be vigilant to protect ULS and its services from arbitrary influences, whether internal or external, which are in conflict with or interfere with its mission. Board members must make informed decisions that reflect the best interests of ULS. This policy is designed to safeguard the role of the Board in carrying out its responsibilities and to address real or potential conflicts, or the appearance of such conflicts, which might interfere with them.

II. FINANCIAL CONFLICT OF INTEREST

A. Consistent with the status of ULS as a non-profit, tax-exempt corporation, no part of the net proceeds of ULS’s operation may be paid to directors and officers of the corporation. However, expenditures on behalf of ULS, including reimbursements for travel to meetings, may be made pursuant to Board policy.

B. Board members are prohibited from selling to ULS any goods or professional services while serving as a Board member and for one year after the completion of their term of office. Board members shall not use their membership on the Board to promote their own personal business interests. A business shall be disqualified from ULS consideration for the purchase of any goods or services when a Board member or an immediate family¹ member is an employee of, an officer of, or has a substantial ownership interest in, such business.

This provision does not prohibit ULS from reimbursing a family member from serving as an attendant for purposes of enabling a Board member to attend a Board meeting or for other legitimate Board member expenses.

C. In the event ULS considers purchasing services or awarding a grant or contract to a non-profit agency of which a Board member (or an immediate family member) is an officer or director, the Board member shall not participate in any decision regarding such a purchase or award.

D. Exceptions to the policies established in this section may be made, following appropriate disclosure, if a majority vote of the Board determines such exception to be in the best interest of ULS.

III. SERVICE CONFLICT OF INTEREST

A. Board members shall not be involved or attempt to be involved in decisions on individual advocacy cases unless the Board member is the client or the legal representative of the client.

B. Board members and their immediate family members may become clients of ULS, but only pursuant to the same rules affecting eligibility, priorities and any other selection criteria applied

¹ As used in this policy, the term “immediate family member” of a Board member means a person related to the Board member in any of the following relationships: spouse or similar domestic partner, parent or step-parents, sibling (including brother-in-law or sister-in-law), or child or step-child.

to all other prospective clients. In such circumstances, the Board member or family member shall be treated as any other client, and the Board member shall not use his/her Board position to influence the services provided by ULS staff to the Board member or family member. In the event of Board discussion of policies, procedures, priorities or similar issues which would have a direct or immediate impact on individual services to a Board member or a family member, the Board member shall disclose that conflict.

C. Board members retain the right to abstain from debate or voting when they believe they are in a position of conflict or what might reasonably create the appearance of a conflict. Board members are encouraged to make such disclosure and refrain from participation in such circumstances.

IV. DISCLOSURES REQUIRED

A. Each board member shall execute a Conflict of Interest Disclosure Statement annually. The statement shall disclose any relationship the Board member and an immediate family member may have, through employment, ownership, or role as officer or director in:

- businesses that provide goods or services of which ULS may be a potential customer;
- agencies or organizations that provide direct services to low-income persons; and
- any other group, organization, business or agency that the Board member believes has the potential to create conflict of interest situations.

B. Upon a significant change in circumstances (such as the development of an ownership interest or election to another organization's governing board), a Board member shall complete and submit a new or revised Disclosure Statement.

C. With respect to specific Board discussions or decisions, any Board member or ULS's Executive Management may raise the issue of an actual, potential or appearance of conflict of interest involving a Board member that has not been disclosed or identified. For the protection of the Board as well as the individual Board member, any Board member who is aware of actual or potential conflict has a responsibility to disclose or identify it for action by the Board or the Board member.

V. RESOLUTION OF CONFLICTS

A. The Board shall be the final arbiter of any debate or dispute as to whether a Board member is in a position that creates an actual, potential or the appearance of a conflict of interest requiring the Board member to be disqualified from participating in or voting on a specific issue. A decision limiting a Board member's right to vote may be made by a majority vote of the Board.

B. Any disqualification shall be specific to the issue involved and shall not affect the Board member's right to participate in or to vote on any other unrelated matter brought before the Board for discussion or vote.

CONFLICT OF INTEREST DISCLOSURE STATEMENT

Consistent with policies established by the Board of Directors of Utah Legal Services, (“ULS”), I hereby certify that the following is a true and complete disclosure of my relationships, if any, to businesses, agencies, organizations or other groups that have the potential of creating an actual or apparent conflict for me in carrying out my responsibilities as a member of the ULS Board. As used in this form, the term “immediate family member” of a Board member means a person related to the Board member in any of the following relationships: spouse or similar domestic partner, parent or step-parent, sibling (including brother-in-law or sister-in-law), or child or step-child. [Check the box(es) which apply]

1. _____ I am (or an immediate family member is) an employee, officer or director of, or have an ownership interest of 10% or more or have a contractual relationship in, the following business(es) which offers goods or services of which ULS is a potential customer:

Company Type of Business Your Relationship

2. _____ I am (or an immediate family member is) an employee, officer or director of, or have a contractual relationship with, the following agency(ies) or organization(s) that provide direct services to low-income or disadvantaged persons:

Agency/Organization Type of Business Your Relationship

3. _____ I am (or an immediate family member is) an employee, officer or director of, or have an ownership interest of 10% or more or a contractual relationship in, the following group, organization, business or agency which a reasonable person might consider as creating a conflict of interest situation for me in my capacity as a Board member of ULS: (Merely being a practicing attorney does *not* require a ‘yes’ response under this paragraph.)

Agency/Organization Type of Services Your Relationship

4. _____ Neither I, nor any immediate family members, are employees, officers or directors of, or have significant ownership or contractual relationships in, any of the types of businesses, organizations, agencies or groups covered by the above questions.

PRINTED NAME of Board Member

SIGNATURE of Board Member

Date