

# Conflict of Interest Policy

## Statement

No Board member, team member, or board-level committee member (hereafter referred to as committee member) of Utah's Promise / United Way of Salt Lake (UP / UWSL) shall use their position, or the knowledge gained therefrom, in such a manner that a conflict between the interest of the organization and their personal interests arise. The conduct of any business between any Board member, team member, or committee member and UP / UWSL must be fully disclosed and approved by the Board of Directors (hereafter referred to as the Board).

If a Board member, team member, or committee member has an interest in a proposed business transaction with UP / UWSL in the form of any personal or business-related financial interest in the transaction, or in any organizations involved in the transaction, or holds a position as trustee, director, or officer in any such organization, they must make full disclosure of such interest in a timely manner.

Any Board member, team member, or committee member who is aware of a potential conflict of interest with respect to any matter coming before the Board or any committee is obligated to make a timely disclosure of such a conflict of interest to the entire Board.

## Definitions

A conflict of interest may arise in a situation where committee member relationships, financial interests, or other personal/professional considerations compromise the objectivity, judgment, and integrity and/or ability to perform board member commitments. A perceived conflict of interest may arise in situations where committee members have financial interests or associations with organizations of which the activities or engagement could appear to be biased or influenced by the relationship with UP / UWSL.

## Disclosure

To implement this policy, Board members, team members, and committee members of UP / UWSL must submit annual disclosures on a form approved by the Board and will disclose any conflict or potential conflict.

These annual disclosures will be reviewed by the Governance and Ethics Committee for any actual or potential conflict(s). These conflicts will be reviewed and resolved by a vote of the Board of Directors.

## Addressing Conflicts

If, after a thorough review, it is determined that the business transaction is the most advantageous transaction or arrangement for UP / UWSL, the Board shall determine by a majority vote if the transaction or arrangement is in UP / UWSL's best interest, for its own benefit, and whether it is fair and reasonable. The person(s) with the actual or potential conflicts will be excused from the meeting during the vote.

## Records of Proceedings

The minutes of the Board of Directors, and Governance and Ethics Committee shall contain the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's decision as to whether a conflict of interest in fact existed.

The minutes shall also contain the names of the persons who were present for discussions relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of the vote taken in connection with the proceedings.

Adopted by the Board of Directors, Utah's Promise / United Way of Salt Lake, on this 4<sup>th</sup> day of December 2025.

*"Asha Parekh"*

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Asha Parekh  
Chair, UP Board of Directors

*"Brian McCallion"*

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Brian McCallion  
Chair, UWSL Board of Directors

## Conflict of Interest Policy with Regard to Vendors Receipt and Acknowledgement

I have read the statement of policy regarding conflicts of interest.

To the best of my knowledge and belief, except as disclosed herewith, neither I nor any person with whom I have or had a personal, business or professional relationship is engaged in any business transaction or activity or has any relationship that may represent a potential competing or conflicting interest, as defined in the statement of policy.

Further, to the best of my knowledge and belief, except as disclosed herewith, I have not engaged in any business transaction to acquire any interest in any organization or entity, or to become the recipient of any awards, gifts or favors that might be covered by the statement of policy regarding conflicts of interest.

Without exception

Except as described in the attached statement

Signature: \_\_\_\_\_

Name (please print): \_\_\_\_\_

Date: \_\_\_\_\_

## Conflict of Interest Policy with Regard to Vendors Statement of Compliance

I, the undersigned, hereby affirm and declare the following:

1. I have read and understand the Utah's Promise / United Way of Salt Lake (UP / UWSL) Conflict of Interest Policy.
2. Except as listed below, I am not aware of any vendor who employs a family member or close relative of any UP / UWSL team member.
3. Except as listed below, I am not aware of any instances where a team member or a family member of a team member has a material financial interest in a vendor.
4. Except as listed below, I am not aware of any team member (including myself) or family member of a team member (including myself) who has accepted gifts or entertainment (other than *de minimus* gifts) from a vendor.
5. Except as listed below, I am not aware of any vendor relationships between UP / UWSL and family members of team members, or UP / UWSL and board members or other volunteers.
6. Except as listed below, I have no knowledge of any relationships with vendors that are in violation of UP / UWSL policies, nor am I aware of any transactions with vendors that do not appear to have been "arm's length" transactions.
7. In the event I become aware of any matter that would require disclosure in items 1-6 above, I will promptly disclose such matter to the President and CEO.
8. List all exceptions in the space provided immediately below. If there are no exceptions, enter "NONE".

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Signature: \_\_\_\_\_

Name (please print): \_\_\_\_\_

Date: \_\_\_\_\_