



## **Code of Conduct/Conflict of Interest Policies**

**Standards of Business Conduct and Ethics:** Conduct and ethics is embodied in our first core value “Always Do The Right Thing”. This core value is further defined by the responsibility to “Demonstrate integrity through our words and actions in all that we do. Avoid even the appearance of impropriety”. Habitat is committed to a policy of fair dealing and integrity in the conduct of all aspects of the ministry.

**General Employee Code of Conduct:** Employees are expected to conduct themselves in a businesslike manner at all times in accordance with the policies that define this conduct.

**Conflicts of Interest:** Habitat expects that employees will perform their duties conscientiously, honestly, and in accordance with the best interest of HFHSA.

**Code of Conduct Summary:** HFHSA is committed to a policy of fair dealing and integrity in the conduct of all aspects of HFHSA. The standards of business conduct and ethics is mandatory and applies to all employees and board members. For your guidance, following is a partial list of actions which are considered to be in the best interest of HFHSA and its employees and board members.

1. Comply with HFHSA’s Standards of Business Conduct and Ethics.
2. Act with honesty and integrity, avoiding actual or apparent conflicts of interest in personal and professional relationships.
3. Provide information that is accurate, complete, objective, relevant, timely, and understandable.
4. Comply with rules and regulations of federal, state, and local governments, and other appropriate regulatory agencies.
5. Act in good faith, responsibly; and with due care, competence, and diligence, without misrepresenting material facts or allowing one’s independent judgment to be subordinated.
6. Respect the confidentiality of information acquired in the course of one’s work except when authorized or otherwise legally obligated to disclose. Confidential information acquired in the course of one’s work will not be used for personal advantage.
7. Share knowledge and maintain skills important and relevant to HFHSA’s needs.
8. Proactively promote ethical behavior as a responsible partner among peers, in the work environment, and in the community.
9. Achieve responsible use of and control over all assets and resources employed or entrusted.
10. Do not commit or participate in any fraudulent acts.
11. Immediately report any fraudulent acts committed by others.

**Conflict of Interest Policy:** Employees should conduct their personal and business affairs with honesty and integrity so no basis for a conflict of interest, either actual or apparent, will occur.

Supplemental employment or business interests (moonlighting) of full-time employees is not prohibited, but must be approved in writing by both the Department Manager and the President.

HFHSA believes that certain activities are not consistent with standards of ethical business. They include but are not limited to:

- (1) The acceptance of consulting work or other types of assignments, which would interfere with job performance and obligations to the organization.
- (2) Non-business use or retention of information that the organization could consider proprietary.
- (3) The acceptance or giving of gifts, payments, discounts, entertainment, or other special consideration from or to vendors, suppliers, or other business clients that go beyond the common courtesies associated with accepted business practices.
- (4) The use of a position in the organization to promote business with any company in which you have a substantial interest.
- (5) Holding a substantial financial interest in a company or entity that is in competition with the organization, either directly or indirectly.
- (6) Serving on a board of a non-profit organization other than a church's governing body or other than an association whose primary source of funding is generated through membership dues.
- (7) Fund Raising for a 501(c)(3) non-profit organization through solicitations of donations, sponsorships, or in-kind contributions. Fund Raising Exception: An exception to this provision may be granted to employees who are helping a child, who is related to them, sell meal tickets, cookies, candy, wrapping paper, or other small incidental items as part of their participation in a non-profit youth sport association, girl or boy scouts, school or school related clubs, church youth group, or other bona fide youth organization (although solicitation of HFHSA constituents is prohibited).

**Expanded Conflict of Interest Policy:** For the purpose of this policy, "conflict of interest" is defined as any situation or activity which may directly conflict with HFHSA's mission, policies or procedures, including but not limited to (a) engaging in any unethical or illegal practice, (b) taking any unfair advantage in business dealings, (c) buying and selling services to HFHSA to the extent that one may obtain a significant financial gain there from, (d) participating in transactions or relationships which might reasonably be expected to affect one's judgment in a manner which is adverse to HFHSA, or (e) any other action which may give the appearance of impropriety.

This policy covers any and all management, employees, and members of the Board of Directors of HFHSA, along with the members of their immediate families.

#### Procedures

- (1) Department heads, managers, assistant managers, the President and all Board of Director members shall disclose in writing to the Board of Directors any person to whom they are closely related or organization with which they are affiliated who or which presently transacts business with HFHSA or might reasonably be expected to do so in the future. Each disclosure shall be updated and resubmitted on a yearly basis in January, prior to the January Board meeting. An affiliation with an organization will be considered to exist when a Board member or management employee or a member of his/her immediate family or close relative is an officer, director, trustee, partner, employee or agent of the organization, or owns five percent of the voting stock or controlling interest in the organization, or has any other substantial interest or dealing with the organization.
- (2) Additionally, department heads, managers, assistant managers, the President and all Board of Director members shall disclose in writing to the Board of Directors any other department

heads, managers, assistant managers, the President or Board of Director members to whom they have a family relationship or a business relationship with. Each disclosure shall be updated and resubmitted on a yearly basis in January, prior to the January Board meeting. A business relationship will be considered to exist between two persons when:

- a. One person is employed by the other in a sole proprietorship or by an organization with which the other is associated as a trustee, director, officer, key employee, or greater-than-35% owner.
  - b. One person is transacting business with the other (other than in the ordinary course of either party's business on the same terms as is generally offered to the public), directly or indirectly, in one or more contracts of sale, lease, license, loan, performance of services, or other transaction involving transfers of cash or property valued in excess of \$10,000 in the aggregate during the calendar year. Indirect transactions are transactions with an organization with which the person is associated as a trustee, director, officer, key employee, or greater-than-35% owner.
  - c. The two people are each a director, trustee, officer, or greater than 10% owner in the same business or investment entity.
- (3) In the event that a matter for consideration or decision comes before a Board member that raises a potential conflict of interest for any member of the Board, the member shall disclose the conflict of interest as soon as he or she becomes aware of it, and the disclosure shall be recorded in the minutes of the meeting. The member with the potential conflict of interest shall not be physically present during any of the Board's discussions and votes on that issue.
- (4) Any conflict of interest which may arise involving an individual who is not a member of the Board of Directors shall be disclosed (as soon as he or she becomes aware of it) by that individual to the President. These conflicts will be reviewed on a case by case basis by the President. Such individual shall not participate in any decision-making process with regard to the conflict.
- (5) It is expected that most of the conflicts of interest can be resolved by the above procedures. If a conflict cannot be resolved in the manner described herein, then such individual will be expected to resign from his or her position, unless an exception is granted. Exceptions are granted by the unanimous opinion of both the Chairman of the Board and the President on a case-by-case basis. Such exceptions are to be disclosed to the full Board and documented in the minutes at the next regularly scheduled Board meeting.
- (6) Copies of this policy are given to all Board members and employees.

Note: Any employee or Board member involved in buying from the Habitat Home Center and reselling to the general public will be considered in violation of this policy.