

Kapolei Charter School by Goodwill Hawaii
Conflict of Interest and Principles of Ethical Conduct

Policy No. 101
(AG Approved 6/13/17)

PURPOSE:

The purpose of this policy is to establish, for the Governing Board, the annual declaration regarding conflicts of interest and written principles of ethical conduct in order to foster a positive work environment and bring the ethical aspect of business choices to a conscious level.

In view of the purposes of the Kapolei Charter School by Goodwill Hawaii, and the nature of the school's activities, it appears unlikely that members of the Governing Board will often, if ever, find themselves in a situation where an outside business, investment or professional interest conflicts with their fiduciary duty to Kapolei Charter School.

In the hope of avoiding even theoretical conflicts of interest, the Governing Board of the Kapolei Charter School maintains the following policy and procedures with respect to participation by members of the Governing Board in matters coming before them in which they may have a duality of potential conflict of interest.

POLICY:

1.0 Conflict of Interest

1.1 For the purpose of this policy, a "Conflict of Interest" is defined to include, but is not limited to any activity, financial interest in, or relationship with another person or entity that:

- would impair or appear to impact a Director's independent judgment in the discharge of his/her duties to Kapolei Charter School;
- could cast doubt on a Director's ability to act with total objectivity with regard to the interests of Kapolei Charter School;
- conflict with the interests of the Board;
- results in a personal profit or advantage to a Director at the expense of Kapolei Charter School;
- involves a direct or indirect business, investment or family financial interest;
- utilizes confidential or proprietary information belonging to Kapolei Charter School.

2.0 Principles of Ethical Conduct

- It is the policy of Kapolei Charter School that its Board members demonstrate the highest standard of ethical and professional conduct at all times in their business

activities. Directors and any employees have an affirmative duty to promote and advance the mission of Kapolei Charter School. In all respects, Kapolei Charter School must have the confidence of its customers and the public. By supporting and adhering to the highest ethical principles and standards of business conduct, we will help maintain the reputation of Kapolei Charter School within the community.

3.0 Annual Acknowledgment

- 3.1 On an annual basis each member of the Governing Board will be asked to review and acknowledge their agreement with both Kapolei Charter School's Conflict of Interest and Principles of Ethical Conduct policies.

4.0 Guidelines

In the hope of avoiding even theoretical conflicts of interest, Kapolei Charter School adopts the following Guidelines with respect to participation by members of the Governing Board in matters coming before them in which they may have a duality or potential conflict of interest.

- 4.1 It is so acknowledged that the Governing Board is subject to the Hawaii State ethics code.
- 4.2 Board members who are engaged in business with Kapolei Charter School must do so in a manner that avoids the appearance of a conflict.
- 4.3 No member of the Governing Board shall knowingly take any action or make any statement intended to influence the conduct of Kapolei Charter School in such a way as to confer any benefit on such member or on any for-profit corporation in which s/he has significant interest as stockholder, director, or officer.
- 4.4 In the event that a matter for consideration or decision comes before the Governing Board that raises a potential conflict of interest for any member of the Board, the member shall disclose the conflict of interest to the Chair of the Board as soon as s/he becomes aware of it. The Chair shall disclose any conflict of interest to the Vice Chair of the Board as s/he becomes aware of it. Any board member or Officer who is aware that s/he may have a potential conflict of interest with respect to any matter before the board shall disclose all relevant information, and the disclosure shall be recorded in the minutes of the applicable meeting(s).
- 4.5 The Chair of the Board may request the covered person not be present for any deliberation on that matter, or counted for purposes of a quorum. The Vice Chair may request the Chair not be present should the Chair be the covered person.
- 4.6 Any member of the Governing Board who is aware of a potential conflict of

interest with respect to any matter coming before the Board may be asked to refrain from voting in connection with the matter.

- 4.7 The member may be asked to recuse themselves and not be physically present during the Board's final discussion and vote on the issue.
- 4.8 Exceptions to this policy require prior approval by the Chair of the Board. All exceptions shall be reported to the Governing Board.
- 4.9 Suspected violations of this policy should be reported to the Chair of the Board.
- 4.10 These Guidelines shall not be construed as preventing or discouraging any member of the Governing Board from disclosing relevant information with respect to any matter as to which he or she has knowledge or from answering questions or stating his/her position with respect to any such matter.
- 4.11 All board members will be asked to declare and sign an **Annual Declaration of Conflict of Interest and Principles of Ethical Conduct** form.
 - The School Director or his/her designate will be responsible for collecting the completed Declaration Forms from all of the Governing Board members, and:
 - Reviewing each Form to ensure completeness;
 - Maintaining the Forms in a secured location.
- 4.12 As new Directors join the Board and new Officers are elected, s/he must complete the **Annual Declaration of Conflict of Interest and Principles of Ethical Conduct** form.