

ANGELMAN SYNDROME FOUNDATION CONFLICT-OF-INTEREST POLICY

Directors, Committee Members, Employees and Volunteers

Preamble

The Angelman Syndrome Foundation serves the interests of its members and others interested in Angelman syndrome and, as a not-for-profit charitable corporation, is expected to act in the public good. Decisions of the Angelman Syndrome Foundation are to be made solely on the basis of a desire to promote the best interests of the organization and its mission and **not because of any personal interest that any Board or Committee Member, Employee or Volunteer of the Angelman Syndrome Foundation may have with respect to a particular transaction or business matter.** The Conflict of Interest Policy described below is intended to ensure that the personal interest of any Angelman Syndrome Foundation person does not inappropriately affect the decisions and actions of the Angelman Syndrome Foundation concerning transactions, investments or other matters involving the Angelman Syndrome Foundation.

Scope

The following statement of policy applies to each Director, member of a Board Committee, Employee or volunteer of Angelman Syndrome Foundation ("ASF Person").

Definition

A conflict of interest exists in any situation where a person having official responsibilities for Angelman Syndrome Foundation has been empowered to make decisions on behalf of the organization and who, as a result of that power, can potentially benefit personally, directly or indirectly, from an entity or person conducting business with Angelman Syndrome Foundation. Examples of possible conflicts of interest include, but are not limited to:

Policy

1. It is the policy of the Angelman Syndrome foundation that no ASF Person or their Family Members should derive any personal economic benefit, directly or indirectly, by reason of such person's membership on the Board, Board Committee, services to the Board or the Board Committee, Volunteer, **or because of employment by ASF Person (except in the case of employees for reasonable compensation).** Each director or member of a Committee shall disclose to the Board or the Board Committee any personal interest which he or she or any Family Members may have in any matter pending, **or expected to come**, before the Board or Board Committee. **Each employee shall disclose to the President any personal interest which he or she or any Family Member may have in any matter or transaction involving Angelman Syndrome Foundation.**
2. Each ASF Person shall submit an annual disclosure statement listing all organizations which will, or may be **reasonably** expected to, engage in business transactions (other than payment of dues or grants) with Angelman Syndrome Foundation, and in which such ASF person or a Family Member has a Material Financial Interest or in which the ASF Person or a Family Members acts as a director, consultant, partner, trustee, officer, member of the Executive Committee or employee. An ASF Person or Family Member has a Material Financial Interest in an organization if he/she (A) owns, directly or indirectly, more than 5% of the organization's equity interest, (B) is owed money by the organization in excess of 5% of the organization's overall indebtedness or in excess of 2% of the ASF Person or Family Member's net worth, or (C) receives compensation from the Entity in excess of 2% of the income of the ASF Person or Family Member.
3. "Family Members" of an ASF Person are his or her spouse, parents, children, or grandchildren provided such persons are residing in the same home and shall also include any other individual residing in the home not otherwise described herein. Family Members shall also include the persons described above (other than an unrelated individual) living outside the home only if the ASF Person has actual knowledge of the interest or affiliation of such Family Member.

Administration

Disclosure statements shall be submitted to the President of the Board of Directors, who with the Executive Director shall be responsible for the administration of this policy. If a disclosure shows that there is or may be a conflict of interest with respect to a pending transaction, the Board shall be so advised and the matter shall be handled as provided in section 5 below. Except as necessary to effectuate this policy or where disclosure is otherwise in the best interests of the organization, the information disclosed in disclosure statements shall be held in confidence by the persons authorized to receive and act upon it.

Restraint on Participation

An ASF Person who **has** a conflict of interest in any proposed transaction or other matter shall refrain from participating in consideration of the proposed transaction or other matter, except such individual shall provide information and interpretation as requested by the Board of Board Committee. In the case of a director or member of a Board Committee, he or she shall not vote on the matter in question and, if so requested by the President or any member of the Board of Board Committee, shall not be present at the time of the final discussion and/or vote.

Advance Determinations

Any director or member of a Board Committee who is uncertain about possible conflict of interest in any matter may request the Executive Committee to determine whether a possible conflict exists; The Executive Committee shall resolve the question by majority vote. If the Executive Committee or President deems it appropriate, the question of potential conflict may be referred to counsel for an opinion prior to the Executive Committee vote.

An ASF person shall refrain from obtaining any list of Angelman Syndrome Foundation for personal or private solicitation purposes at any time during the term of their affiliation with Angelman Syndrome Foundation, including, but not limited to, names of donors, resources, recipients, board members, officers, staff, or volunteers.

