

Verista Conflict of Interest Policy

This policy applies to members of Verista's board of directors and to an executive director or any staff member who has authority over selecting recipients and/or disbursing funds for any Verista project, program or administrative costs.

If anyone covered by this policy is under consideration to be compensated for work done on a Verista project, that person may not participate in the decision-making process for that work or determination of compensation, and should not be present when discussions and board action regarding the work take place.

If anyone covered by this policy is in a position to profit from a transaction with a vendor or supplier of services for a project or any expenditure of Verista, that person must disclose the interest to the board. He or she should not participate in board action regarding any transaction with a person or business in which he or she has any financial interest.

At its discretion, particularly if a term of work and the amount of compensation are substantial (more than six months and/or more than \$5,000 per month), the board may (but is not required to) choose to publicly advertise the paid position and carry out a full review of all competitive applicants.

If there is any concern about a possible conflict of interest in any board action or administrative process, the board may choose to ask an outside adviser to review the circumstances and suggest possible alternative courses of action that will avoid a conflict.

Any discussion among board members about a possible conflict of interest should be reported, with all relevant details, in the minutes of the board or committee meeting.

If the board finds that someone covered by this policy failed to disclose a possible conflict, it should take appropriate action, which may include removing the person from his or her position.

The board will NOT approve compensating a board member or staff member if in its judgment the person's financial interest will in any way create incentives that are not consistent with Verista's objectives and guiding principles, as outlined in its mission statement.

This policy will be distributed in writing to every board member and anyone else covered by the policy.

At appropriate intervals (to be determined by the board) the board will review all disbursements or other transactions that have involved possible conflict-of-interest issues, and consider whether the policy has provided adequate guidelines or if any of its provisions should be revised. The board may ask an outside adviser to conduct or consult on this review.

This policy was adopted by unanimous vote of the Verista Board on June 5, 2015.