

Conflicts of Interest Policy

Camp Solomon Schechter (CSS), a 501(c)(3) nonprofit corporation, in accordance with their Bylaws and as directed by the CSS Board of Directors has established a set of policies for the purpose of helping camp to further and fulfill its vision and mission.

I. Vision & Mission

Mission: Camp Solomon Schechter provides a fun, safe and welcoming environment where children and young adults create their own unique Jewish community in the spirit of the Conservative movement, thereby becoming independent, caring individuals who are connected to Judaism, Israel and their local Jewish communities.

Vision: Camp Solomon Schechter will be the premier Jewish camping experience in the Pacific Northwest. Schechter will create programs based around nature, music, art and sport that strengthen the bonds of our Jewish communities and provide a high quality, critical Jewish intellectual, physical, emotional and social experience for its campers, staff and alumni.

II. Scope of this Policy

The purpose of this Conflicts of Interest Policy is to assure that the highest ethical standards and integrity are maintained in conducting the business of Camp Solomon Schechter (CSS) and carrying out its mission.

All members of the Board of Directors, volunteers and employees are subject to this conflicts of interest policy and shall exercise good faith and honesty in all dealings relating to his or her position with CSS. Actions by these individuals inconsistent with this policy shall not be permitted unless expressly approved by the Board of Directors.

III. Definitions

A. Interested Person

Any director, volunteer or employee, who has a direct or indirect financial interest, as defined below, is an interested person.

B. Financial Interest

1. All situations where an individual subject to this Conflicts of Interest Policy has a financial interest shall be considered a conflict of interest or a potential conflict of interest. A "financial interest" is defined to include ownership and investment interests in entities with which CSS may transact business, compensation arrangements, and other direct and indirect remuneration. A financial interest can be held directly or indirectly through a business, investment, family or other relationship.

2. A financial interest will not be deemed disqualifying if it is disclosed and is thereafter determined that the transaction or agreement is fair and reasonable to the camp, is in the camp's best interest and for its own benefit. It must also be determined that the camp cannot obtain a more advantageous transaction or arrangement with reasonable efforts under the circumstances.
3. No individual subject to this conflicts of interest policy shall use his or her position or knowledge acquired from this position in such a manner that permits a conflict to arise between the best interests of the camp and his or her individual interest. No one subject to this policy shall accept any item of more than normal value, any favor or hospitality that might influence his or her decisions or actions affecting CSS. No one subject to this policy shall use his or her position, or knowledge gained therefrom, in such a way as to permit a conflict or potential conflict to arise between camp and his or her interest.

IV. Procedures

A. Duty to Disclose

1. Directors shall submit a completed and signed Conflicts of Interest Disclosure Statement at the beginning of each of their terms on the Board.
2. Employees and qualifying volunteers shall submit a completed and signed Conflicts of Interest Disclosure Statement each year prior to the first regularly scheduled meeting of the Board of Directors after the start of the fiscal year.
3. If an individual subject to this conflicts of interest policy is aware of a conflict of interest or potential conflict of interest involving any party subject to this policy, he or she is responsible for informing the Board President(s) or appropriate person at the earliest time possible. This requirement extends to the knowledgeable individual being required to interrupt a meeting and tell the Board President(s) or appropriate person of the conflict in order to prevent action from being taken when a conflict may be present.
4. The Board of Directors acknowledges that being a parent of a camper and/or staff member, including summer staff, fits the definition of “financial interest” as described above and should be disclosed on the Conflicts of Interest Disclosure Statement. However, the Board of Directors also encourages strong representation of current camp parents in its membership to ensure relevant, quality programming and mission adherence. To that end, when discussing items that encompass camp as a whole (e.g., camper tuition and the annual budget), it will not be considered an incidental conflict (so camp parents can be present for the discussion and vote, and there is no need to record the conflict in the minutes). Discussing items that involve specific campers and/or staff members is considered an incidental conflict and subject to this policy.
5. The Board President(s) shall be responsible for the management of the conflicts of interest policy.

B. Enforcement of Disclosure Requirements

1. In the event an individual fails to submit a completed conflicts of interest disclosure statement as required by this policy, that individual shall be advised that he or she is not in compliance with the conflicts of interest policy and shall have fourteen (14) calendar days to comply with the policy.
2. If a member of the Board of Directors fails to comply within this fourteen (14) day period, he or she will be advised by the Board President(s) that his or her participation in official Board activities is suspended until compliance with this policy is completed in a manner satisfactory to the Board President(s).
3. If an employee or volunteer of the camp fails to comply within this fourteen (14) day period, his or her supervisor shall immediately counsel them and provide the appropriate direction as required by policy.
4. In the event an individual fails to comply with this policy, without good cause for such delay being shown, and upon expiration of not less than fourteen (14) calendar days after receiving a written notice via certified mail, return receipt requested, that the conflicts of interest disclosure statement is overdue, a director's membership on the Board shall terminate and that Director's position shall be vacant; the volunteer shall be terminated; and employee's status shall move to a counseling or discipline status which could lead to termination of employment following the employment practices of the center.

C. Determine Whether A Violation of the Conflicts of Interest Policy Exists

1. If the Board President(s) or appropriate person has reasonable cause to believe that an individual has failed to disclose actual or possible conflicts of interest, the Board President(s) or appropriate person shall inform the individual of the basis for such belief and afford the individual an opportunity to explain the alleged failure to disclose.
2. If, after hearing the response of the individual and making such further investigation as may be warranted in the circumstances, the Board President(s) or appropriate person determines that the individual has in fact failed to disclose an actual or possible conflict of interest, appropriate disciplinary and corrective action shall be taken.
3. The Board President(s) shall forward the written report to the individual who is alleged to have a conflict of interest or potential conflict of interest. The individual shall, within fourteen (14) calendar days, provide a written response to the Board President(s).

a. Resolutions of Conflicts of Interest

The Executive Committee of the Board of Directors shall consider the report of the conflict or potential conflict and the response. If the Executive Committee determines that a conflict of interest arguably affecting the individual's ability to serve is shown, the Executive Committee shall refer the matter together with a

recommendation for resolving the conflict, which may include termination of service, to the entire Board of Directors at its next regularly scheduled meeting. The Board of Directors upon motion made by any member of the Board and passed by a simple majority of the members present at the meeting, may adopt the recommended resolution, or take such other action, as it deems appropriate, including termination of service. A fourteen (14) calendar day written advance notice of the Executive Committee's recommendation shall be provided to each member of the board at his or her last known mailing address.

D. Incidental Conflicts

1. This policy requires that an individual subject to this policy shall not vote or be present during the vote on any issues where he or she has or may have a conflict of interest nor may the individual be present for the discussion immediately prior to the vote. This does not prevent such individual from making a presentation to the Board of Directors on the issues involved in the conflict of interest or potential conflict of interest. The purpose of this provision is to assure that the mere presence of the individual will not impede open discussion or influence the vote.
2. Conflicts of Interest Affecting Meetings
 - a. If the Board President(s) or appropriate person conducting a meeting is advised or believes prior to the meeting or during the meeting that an individual has a conflict of interest or potential conflict, the Board President(s) or appropriate person shall investigate the concern by discussing it with the individual and others who have knowledge of the conflict of interest or potential conflict of interest. If the Board President(s) or appropriate person determines that no conflict exists, the individual shall be invited to rejoin the meeting and it will proceed, and that conclusion and the facts supporting it will be presented to the Executive Committee and reported to the Board of Directors at its next regularly scheduled meeting.
 - b. If the Board President(s) or appropriate person determines that a conflict of interest or potential conflict of interest exists and it can be resolved by following the procedures in Article III, Section D.1., the meeting shall continue.
 - c. If the Board President(s) or appropriate person determines that a conflict of interest or potential conflict of interest exists and it cannot be resolved by following the procedures in Article III, Section D.1., the portion of the meeting involving issues which could be affected by the conflict of interest or potential conflict of interest shall be postponed until the conflict of interest or potential conflict of interest is resolved under Article III, Section C.3.a.
 - d. If the Board President(s) or appropriate person determines that no conflict of interest exists but another individual disagrees with that conclusion, the portion of the meeting involving issues which could be affected by the conflict of interest or potential conflict of interest shall be postponed until the conflict of interest or

potential conflict of interest is resolved under Article III, Section C.3.a.

V. Records of Proceedings

The minutes of the Board and all committees with Board-delegated powers shall contain:

1. 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 or committee's decision as to whether a conflict of interest, in fact, existed.
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.
3. The names of persons who abstained from voting or were out of the meeting during a portion of the meeting and the reasons therefore.

VI. Compensation Issues

- A. Any member of the Board of Directors or any committee member whose jurisdiction includes financial matters and who has a "financial interest," directly or indirectly from the camp, is precluded from voting on matters pertaining to that member's "financial interest."
- B. The Executive committee determines the compensation of the Executive Director of Camp Solomon Schechter and is obligated to pay compensation which is not unreasonably high. Any conflict or potential conflict with this obligation must be disclosed and avoided.

Approved this 23rd day of February, 2014



David Schwartz, Board Co-President



Karen Twain, Board Co-President



Sarah Glass, Board Secretary

Due for review and affirmation in February 2017.