

The Iowa Radio Reading Information Service for the Blind and Print Handicapped, Inc. (IRIS)

CONFLICT OF INTEREST POLICY

The Iowa Radio Reading Information Service for the Blind and Print Handicapped, Inc. (IRIS) seeks to perform its duties by setting and maintaining high standards of integrity. In view of the mission of IRIS and the nature of its activities, directors, advisors, and employees may find themselves in situations where their outside business, employment, organization or personal interests conflict with their fiduciary duties to IRIS and the integrity of the organization.

IRIS adopts the following policy with respect to participation by directors, advisors, and employees in matters relating to the projects and programs of IRIS and in matters coming before the Board and its committees in which they may have a potential conflict of interest.

1. Directors, advisors and employees of IRIS are asked to maintain independence, objectivity, and confidentiality and to do what a sense of fairness, ethics and personal integrity dictate even though not necessarily obliged to do so by law, regulation or custom.
2. No director, advisor or employee shall knowingly participate in any decision of the Board of Directors or any committee thereof or otherwise attempt to influence the conduct of IRIS where such decision or conduct would directly or indirectly confer any financial benefit on such person or on any firm or organization in which such person has a material financial interest.
3. In the event that there is a matter for consideration or decision that raises a potential or appearance of a conflict of interest for any director, advisor or employee, that person shall immediately disclose the potential conflict of interest to the Board or the committee considering the matter, as the case may be, and shall not cast a vote on the matter. Furthermore, at Board of Directors or Board committee meetings at which a vote on the issue will occur, the director, advisor or employee will: (i) present his/her views on the matter only if the Board President or committee so requests, and (ii) leave the room, if requested by the President, to allow the Board or committee to complete its discussion and vote. In addition, the director, advisors or employee will refrain from any comment, public or private, on any matter in which he/she has a conflict of interest.
4. If any board member or committee member has reasonable cause to believe a director, advisor or employee has failed to disclose actual or possible conflicts of interest, it shall inform the Board President of the basis for such belief. The Board President will afford that person an opportunity to explain the alleged

failure to disclose. If, after hearing the response of the person and making such further investigation as may be warranted in the circumstances, and the Board President determines that the person has in fact failed to disclose an actual or possible conflict of interest, appropriate disciplinary and correction action shall be taken.

5. The minutes of the Board of Directors and all committees with board delegated powers shall contain the names of the persons who disclosed or otherwise were found to have an actual or possible conflict of interest, the nature of the conflict, the decision as to whether in fact a conflict of interest does exist, and a recording of votes relating to the transaction or arrangement taken in connection with the proceedings. The actual or potentially conflicted person shall be counted for quorum purposes in convening a meeting even though they do not vote on the issue at hand.

6. IRIS employees shall not accept personal cash contributions on their own behalf. This does not preclude acceptance of housing, meals or other minor in-kind contributions incidental to IRIS work.

7. IRIS requires that each director, advisor and employee annually sign a disclosure statement acknowledging this policy. All signed copies of the disclosure statement shall be kept on file in the offices of the Iowa Radio Reading Information Service for the Blind and Print Handicapped, Inc.

The statement will affirm each person:

- a) Has received a copy of this conflict of interest policy,
- b) Has read and understands the policy,
- c) Has agreed to comply with the policy, and
- d) Understands IRIS is a non-profit charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Approved and enacted by the IRIS Board of Directors on October 28, 2010.