

Community Energy Project, Inc. Board Policy: Conflict of Interest

Fiduciary Responsibility:

1. Members of the Board serve Community Energy Project, Inc., hereafter called CEP and have a clear obligation to conduct all affairs of the organization in an upright and honest manner. Each person should make necessary decisions using good judgment and moral considerations.
2. All decisions of the Board of the organization are to be made solely on the basis of a desire to promote the best interests of CEP and its mission.
3. In order to avoid any appearance of a conflict of interest, members of the Board of CEP agree to place the welfare of CEP above their own financial interests, or those of family members, or others who may be personally involved in the financial affairs of the organization.

Disclosure:

1. Specific Disclosure: Members of the Board of CEP shall disclose fully the precise nature of their interest or involvement when participation in any transaction of the organization in which another party to the transaction includes:
 - Him or herself;
 - A member of the family (spouse, parents, brothers, sisters, children. Or any other immediate relative);
 - An organization with which the member of the Board of his or her family, is affiliated.

Disclosure shall be made at the first knowledge of the transaction.

2. General Disclosure: Members of the Board shall disclose all relationships and business affiliations which may now, or in the future, potentially conflict with the interest of the organization or bring personal gain to them or their family or business. If any member of the Board or a member of his or her family acts in one or more other the following capacities, disclosure must be made:

- Is an officer, director, trustee, partner, employee, or agent of an organization with which CEP has business dealings;
 - Is a consultant for such an organization; or
 - Has any other direct or indirect dealings with an individual or organization from which he or she is materially benefitting (eg., through the receipt, directly or indirectly, of cash, gifts, or property).
3. Reporting of Disclosures: All disclosures shall be reflected to the Board of Trustees through the use of the attached disclosure letter. The conflict of interest statement shall be signed annually. If a potential conflict of interest arises subsequent to the submission of the annual disclosure letter immediate reporting of the conflict shall be made via an updated disclosure letter but in no case longer the 30 days after the occurrence of the conflict.

Each member of the Board should recognize that such filing is a requirement for continued affiliation and, further, that failure to knowingly disclose a potential conflict of interest could result in disaffiliation.

4. Restraint on Participation: Members of the Board who have a conflict of interest in any matter shall refrain from participating in the consideration of the proposed transaction.

The person or persons involved shall provide the Board or committee with any and all relevant information concerning any possible conflict of interest. However, the person or persons involved shall retire from the room in which the Board is meeting and shall not participate in the final deliberation or decision regarding the matter under consideration and will not vote on such matters.

The minutes of the meeting of the Board shall reflect any conflict of interest as disclosed and that the interested person was not present during the final discussion or vote and did not vote.

DISCLOSURE LETTER – CONFLICT OF INTEREST

I have received and read the Conflict of Interest policy statement approved by the board and to the best of my knowledge and information, I am in compliance with the policy except as specifically set forth bellow:

Check the Applicable circumstance:

_____ I have no involvements, associations, finical interests, gifts, or loans to disclose.

_____ I am involved with an organization, corporation, company, or other entity with which CEP has business dealings.

This category includes such things as (but not limited to): serving as an officer or director of a company which contracts to provide goods or services to CEP, acting as a consultant to an organization which either receives funds from or contributes money to CEP, or serving in any capacity in another entity with which CEP transacts business.

<u>Name of Org/Corp</u>	<u>Office Held</u>	<u>Approx \$ amt. of Business Involved with CEP</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

_____ I (or a member of my family) have a financial interest in, or receive remuneration or income from, an organization with which CEP has ministry or financial dealings.

Name of Organization(s) in which such interest is held	Person(s) By Whom such interest is held	Nature and Amount of each such financial interest, remuneration or income
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_____ I (or a member of my family) received, during the past 12 months, a gift or loan (excluding gifts under \$25 or business lunches) from a source with which CEP has ministry or financial dealings.

<u>Name of Source(s)</u>	<u>Item</u>	<u>Approx value</u>
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Any other potential conflicts of interest or any comments you may wish to make on the above disclosed conflicts should be shown in the spaces provided below:

Signature

Date