



CONFLICT OF INTEREST POLICY

Officers, directors, members, committee members, staff members and volunteers of the **La Jolla Village Merchants Association, Inc.** shall avoid taking actions that give the appearance of being motivated by private gain. Such persons are subject to all applicable federal, state, and local conflict of interest laws, regulations and policies, including but not limited to California Corporations Code sections 7230-7238 (applicable to nonprofit mutual benefit corporations) and California Corporations Code sections 5230-5240 (applicable to nonprofit public benefit corporations). This policy is not intended to supersede, negate or otherwise invalidate any statute, ordinance or policy, but is intended to supplement authorities governing these subjects.

No active discussions, negotiations, or purchase of services, goods, or contract may be entered into by the **La Jolla Village Merchants Association, Inc.** if one of its officers, members, directors, committee members, staff members or volunteers has a material financial interest in the contract or transaction, except in the following circumstances:

- (1) The material facts as to the contract or transaction and as to the party's interest are fully disclosed or known to the member, board or committee voting on the matter;
- (2) The contract or transaction is approved by the members, board or committee in good faith, by a vote sufficient without counting the vote of the interested party or parties;
- (3) The interested party or parties abstains from voting on the matter;
- (4) The contract or transaction is just and reasonable to the **La Jolla Village Merchants Association, Inc.** at the time it was authorized, approved or ratified;
- (5) The interested party or parties shall not actively participate in the decision about the contract or transaction, except to answer questions or provide a broad explanation;
- (6) The action is recorded in meeting minutes, noting which members voted, how the members voted, and identifying any members who abstained from voting.

A violation of any provision of this policy shall be grounds for removal of the officers, directors, members, committee members, staff members or volunteers from their positions with the **La Jolla Village Merchants Association, Inc.** A contract or transaction entered into in violation of this **Conflict of Interest Policy** shall be void and unenforceable.

I have read and understood the above **La Jolla Village Merchants Association, Inc. Conflict of Interest Policy** and agree to abide by its terms and provisions.

Name (print): _____ Signature: _____

La Jolla BID Business(s) Represented: _____

Date: _____