

## **THCA Confidentiality and Conflict of Interest Policy and Disclosure Form**

### **Confidentiality**

As a member of the Tobin Hill Community Association (THCA) Board/Committee/Task Force, I recognize that I owe a fiduciary duty of care to the Tobin Hill Community Association. This includes a duty of confidentiality. All information and documentation that I receive from Tobin Hill Community Association and others in connection with my service on the THCA Board/Committee/Task Force will be treated with strict confidentiality. Neither the contents nor the existence of this information or documentation will be shared with anyone other than the officers, directors, and authorized agents of Tobin Hill Community Association. I will direct any questions regarding my confidentiality obligations to the Tobin Hill Community Association chairperson of the THCA Board/Committee/Task Force.

### **Conflicts of Interest**

As a member of the THCA Board/Committee/Task Force, I recognize that I owe a fiduciary duty of loyalty to Tobin Hill Community Association. This duty requires me to avoid conflicts of interest and to act at all times in the best interests of Tobin Hill Community Association. The purpose of the conflicts of interest policy (set forth below) is to help inform the THCA Board about what constitutes a conflict of interest, assist the THCA Board in identifying and disclosing actual and potential conflicts, and help ensure the avoidance of conflicts of interest where necessary. This policy may be enforced against individual THCA Board/Committee/Task Force members as described below:

1. THCA Board/Committee/Task Force members have a fiduciary duty to conduct themselves without conflict to the interests of Tobin Hill Community Association. In their capacity as THCA Board/Committee/Task Force members, they must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of Tobin Hill Community Association.
2. A conflict of interest is conduct, a transaction or relationship that presents or might conflict with a THCA Board/Committee/Task Force member's obligations owed to the Tobin Hill Community Association and the THCA Board/Committee/Task Force member's personal, business or other interests.
3. All conflicts of interest are not necessarily prohibited or harmful to Tobin Hill Community Association. However, full disclosure of all actual and potential conflicts, and a determination by the disinterested Board/Committee/Task Force (or Tobin Hill Community Association Board) members – with the interested Board/Committee/Task Force member(s) recused from participating in debates and voting on the matter – are required.
4. All actual and potential conflicts of interests shall be disclosed by Board/Committee/Task Force members to the Tobin Hill Community Association Board through the annual disclosure form and/or to the THCA Board/Committee/Task Force whenever a conflict arises. Disinterested members of the Tobin Hill Community Association Board shall make a determination as to whether a prohibited conflict exists and what subsequent action is appropriate (if any). The Tobin Hill Community Association Board shall inform the THCA

Board/Committee/Task Force of such determination and action. The THCA Board shall retain the right to modify or reverse such determination and action, and shall retain the ultimate enforcement authority with respect to the interpretation and application of this policy.

5. On an annual basis, all THCA Board/Committee/Task Force members shall be provided with a copy of this policy and required to complete and sign the acknowledgment and disclosure form below. All completed forms shall be provided to and reviewed by the Tobin Hill Community Association Board, as well as all other conflict information, if any, provided by THCA Board/Committee/Task Force members.

**CONFLICTS OF INTEREST ACKNOWLEDGMENT AND DISLOSURE FORM**

I have read the conflicts of interest policy set forth above and agree to comply fully with its terms and conditions at all times during my service as a Tobin Hill Community Association Board/Committee/Task Force member. If at any time following the submission of this form I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Tobin Hill Community Association Board of Directors and THCA Committee, and/or Task Force chairperson in writing.

**Disclosure of Actual or Potential Conflicts of Interest:**

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I acknowledge and agree that my selection for service on the Tobin Hill Community Association Board/Committee/Task Force and the opportunities made available to me by serving on the Tobin Hill Community Association Board/Committee/Task Force constitute good and valuable consideration for entering into this agreement, the receipt and sufficiency of which I hereby acknowledge.

**In my individual capacity:**

Signature: \_\_\_\_\_

Name: \_\_\_\_\_ Date: \_\_\_\_\_