

## **Conflict-of-Interest Policy**

### **Section 1. Purpose**

This policy protects the interest of Literacy & Innovation in Financial Technology Alliance (“LIFT”) when it contemplates entering a transaction or arrangement that might benefit the private interest of an officer, director, or key employee, in accordance with IRS Form 1023 Appendix A.

[IRS](#)

### **Section 2. Definitions**

- **Interested Person** – any director, officer, or committee member with Board-delegated powers who has a direct or indirect Financial Interest.
- **Financial Interest** – any compensation, ownership, or investment interest, or potential for such interest, in an entity with which LIFT has a transaction.

### **Section 3. Procedures**

1. **Duty to Disclose** – An Interested Person must disclose the nature of the Financial Interest.
2. **Determining Conflict** – The disinterested directors decide if a conflict exists, the Interested Person leaving the room during discussion and vote.
3. **Addressing the Conflict** – Disinterested directors shall determine whether LIFT can obtain a more advantageous transaction; if not, they must determine by majority vote that the transaction is fair and in LIFT’s best interest.

### **Section 4. Records of Proceedings**

Minutes shall document: disclosures, discussion, votes, and any comparability data reviewed.

### **Section 5. Compensation**

A voting member who receives compensation from LIFT is precluded from voting on matters pertaining to that compensation.

### **Section 6. Annual Statements**

Each director and officer shall annually sign a statement affirming they have received, read, and agree to comply with this policy.

### **Section 7. Periodic Reviews**

The Board shall conduct periodic reviews to ensure LIFT operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status.