

NATIONAL REGISTER CONFLICT OF INTEREST POLICY

A potential or actual conflict of interest exists if a Board member might reasonably lack objectivity in her/his decision-making or performance as a Board member because of any personal, professional, financial, or other interest or relationship. Any officer or director: (1) shall promptly advise the President (or in case of the President, the Vice-President) if such person's ability fairly and objectively to discharge his/her responsibilities to the Corporation might reasonably be viewed as compromised by reason of any other personal or professional role, interest, relationship or circumstance, and (2) shall refrain from participating in decisions concerning any matter in which such a conflict of interest exists. Officers and directors shall have a duty to advise the President, and unless he/she concludes that the matter is frivolous, the President shall present it for decision by the Board, which shall have the authority to require the person to withdraw from the matter. If a Board member requires assistance in determining the application of this Agreement Statement to a given situation, he/she should consult with the National Register's President/Chair or EO.