



PKD FOUNDATION
Polycystic Kidney Disease

BOARD OF TRUSTEES CONFLICT OF INTEREST POLICY & STATEMENT

The purpose of the Conflict of Interest Policy & Statement is to protect the Polycystic Kidney Disease Foundation's ("PKD Foundation") interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the PKD Foundation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable corporations. No principle officer of the PKD Foundation nor any member of the PKD Foundation's Board of Trustees, Standing Committees or Advisory Committees (hereinafter "Interested Person") shall derive any remuneration or personal financial gain, directly or indirectly, by reason of his or her participation with the PKD Foundation, except as provided herein.

Any Interested Person shall disclose to the Board Chair of the PKD Foundation any personal financial interest in, or direct or indirect benefit which could result from, any matter involving the PKD Foundation. An interested person may make a presentation at the Board of Trustees meeting, but after the presentation, the Interested Person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest. The Board Chair of the PKD Foundation shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. After exercising due diligence, the Board of Trustees shall determine whether the PKD Foundation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

For purposes of this policy, ownership of less than 5% of an entity having financial dealings with the Foundation, in and of itself, does not constitute a personal financial interest nor create a direct or indirect benefit to the Interested Person. A Interested Person is considered to have a personal financial interest if the Interested Person has, directly or indirectly, through business investment or family: (a) an ownership or investment interest in any entity with which the PKD Foundation has a transaction or arrangement; or (b) a compensation arrangement with the PKD Foundation or with any entity or individual with which the PKD Foundation has a transaction or arrangement, except that the PKD Foundation may pay to the chair of the Scientific Advisory Committee ("SAC Chair") an annual stipend of up to 20% of the SAC Chair's salary at his or her regular place of employment; or (c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Association is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

No Interested Person shall solicit any PKD Foundation donors, **contributing greater than \$1,000 annually**, for any reason other than official business of the Foundation during his or her term of

service or within one year thereafter without prior approval of the Board Chair of the PKD Foundation.

Except as otherwise detailed below, I certify that, to the best of my knowledge, I have not been during the past 12 months nor currently intend to become in the coming 12 months:

1. A board member, committee member, employee or owner of greater than 5% of the equity interests of any entities that have financial dealings with the PKD Foundation;
2. A participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other entity having financial dealings with the PKD Foundation which has resulted or could result in personal financial benefit to me; or
3. A recipient, directly or indirectly, of any financial benefit (including, without limitation, salary, payments, loans or gifts of any kind or any free service or discounts) from or on behalf of any person or entity having financial dealings with the PKD Foundation.

Signature: _____ Date: _____

Printed Name: _____