

CONFLICT OF INTEREST POLICY
PROVIDENCE COLLEGE

Trustees, non-Trustee members of Board Committees¹, Officers, and Selected Employees² of Providence College shall avoid placing themselves in positions in which there may be a conflict between their personal interest and their duties to the College. It is not practical to attempt to define every instance that may give rise to conflicts of interest. In general, Trustees, Officers, and Selected Employees should not participate directly or indirectly in any transaction involving Providence College which would result in personal benefit at the expense of the interest of Providence College, nor should any Trustee, Officer, or Selected Employee, or any member of their families, accept gifts, services, or other favors under circumstances from which it might be inferred that such actions were intended to influence their performance of duties for Providence College.

Disclosure

It is recognized that there may be transactions with Providence College in which Trustees, Officers, and Selected Employees have personal interests but which are, nevertheless, beneficial to Providence College. To place the responsibility for determining whether or not Providence College should enter into transactions in which conflicts of interest may exist, each proposed transaction in which it is known to management that a Trustee, Officer, or Selected Employee may have a conflicting interest shall be submitted to the President to be reviewed with the Board of Trustees, or the Executive Committee for approval or for such action as the Board of Trustees, or Executive Committee may determine.

Reporting

If a potential conflicting interest of a Trustee, Officer, or Selected Employee involving Providence College is not known to the President, it shall be the responsibility of such Trustee, Officer, or Selected Employee to make it known to the President, in writing, to provide the President the opportunity to present proposed transactions to the Board of Trustees or the Executive Committee for such action as the Board of Trustees, or the Executive Committee may determine.

Definition

Transactions include arrangements, agreements, purchases, sales, and other business in which Providence College is involved. In addition to direct personal interest, a person shall be

¹ Including all non-Trustees who are appointed and serve on the various sub-committees of the Board of Trustees.

² "Selected Employees" are defined as including but not limited to the: Executive Vice President, Vice Presidents, Associate Vice Presidents, Assistant Vice Presidents, Director of Purchasing, Director of Physical Plant, Controller, Director of Admissions, Director of Financial Aid, Athletic Director, Executive Secretary to the President, Physical Plant Managers, Coaches and Assistant Coaches and such other employees that may be added or deleted from time to time at the discretion of the College.

considered as having a personal interest if a member of one's family will benefit, or if any business enterprise in which one has a substantial interest, or if any business enterprise in which any member of one's family has a substantial interest. Any such transactions must be submitted to the President for review with the Board of Trustees, or the Executive Committee for approval or for such other action as the Board of Trustees, or Executive Committee may determine.

Record Keeping

The General Counsel of the College shall maintain a file of information disclosed by Trustees, Officers, and Selected Employees. The file of information shall be amended annually, as affiliations which may give rise to possible conflicts of interest change, upon such a date as the Board of Trustees shall determine.

Each Trustee, Officer, or Selected Employee shall sign a conflict of interest statement in accordance with the statement attached hereto. All dissenting votes and abstentions from voting shall be duly noted in the minutes of all meetings of the Board and its committees.

Resolution

Issues arising under the application of this policy shall be resolved by the Board of Trustees or the Executive Committee.

GIFTS AND GRATUITIES POLICY ADDENDUM TO THE CONFLICT OF INTEREST POLICY

Introduction

It is essential that the professional duties, responsibilities, and work activity conducted by the employees of Providence College incorporate consistently high ethical standards that reflect our Mission and maintain a high degree of trust.

College employees are to avoid undue influence in the performance of their duties. This includes decisions made with regard to purchasing goods, commodities, or services; awarding contracts; and selecting vendors and contractors. This would also include decisions made with regard to admissions, academic programs, and the awarding of grants and scholarships.

Policy

The purpose of this policy (“policy”) is to ensure that employees of the College do not conduct business with customers or vendors on the basis of gifts or favors anticipated, promised, or received. No employee shall receive any improper payment or gratuity from any business enterprise or individual that is a supplier, customer, or competitor of the College. College employees may not accept or solicit any gift of any kind (except as otherwise provided herein) from any person or entity who: (1) is seeking official action by the employee or College; (2) does business or seeks to do business with the College; (3) conducts activities regulated by the College; or, (4) has interests that may be substantially affected by the performance or non-performance of the employee or College. This prohibition includes accepting a gift, favor, service, or privilege, defined below, from an existing or potential customer or supplier that is of more than nominal value, and that exceeds the level of business courtesies extended in accordance with accepted ethical business standards, thereby creating a conflict of interest. If an employee has any questions regarding the appropriateness of a gift, gratuity, or invitation, he/she should address the concern with his/her supervisor, or the Vice President and General Counsel.

Definition

A “business gift and/or entertainment” is anything of value received as the result of a business relationship and for which the recipient does not pay fair market value. A gift and/or entertainment can be in any form. Food, theater or sporting event tickets, discount or “all expense paid” trips, promotional items and golf greens fees, to name a few, can all be considered business gifts and/or entertainment.

Employees are prohibited from receiving business gifts and entertainments during any given calendar year with a cumulative value of more than \$200.00 from any individual or business as defined herein.

Guidelines

It is understood that there are times when meals, beverages, golf outings, tickets to

sporting or cultural events and other social events are helpful in conducting College business. Entertainment of this nature, however, is not to be encouraged or used as a prerequisite for doing business with the company, but may be accepted or extended by employees when appropriate for achieving business objectives. Gifts or gratuities should not be accepted if they could, or if they give the appearance that they could: 1) be reasonably considered to improperly influence the College's business relationship with, or create an obligation to, a customer, vendor, contractor, or individual; 2) violate laws, regulations or our Conflict of Interest Policy; 3) constitute an unfair business inducement; or, 4) cause embarrassment or negative impact to the College. This gift ban also applies to and includes the spouse of and other immediate family of the employee.

This Policy allows for the following specific exceptions to this ban on gifts and no other exceptions:

Opportunities, benefits and services available to the general public on the same terms and conditions;

Anything for which the employee paid market value;

Educational materials;

Travel expenses for a meeting to discuss College business;

A gift from a relative;

Anything provided on the basis of personal friendship (unless the gift was provided because of the College employment of the employee and not because of the friendship);

Intra-College or inter-College gifts (i.e. gifts between College or College employees);

Bequests, inheritances, and other transfers at death.

The General Counsel's Office provides guidance interpreting this Policy. Nothing in this Policy exempts College employees from submitting on an annual basis a completed Conflict of Interest Form to the General Counsel as required by the College's Conflict of Interest Policy. The Office of the General Counsel is located in Harkins Hall room 201 and the phone number is 865-2574.