Conflict of Interest Policy and Disclosure

Replace each [Placeholder]. Set gift limits and approval levels that match your industry. Public companies, nonprofits, healthcare organizations and government contractors may have additional disclosure rules.

1. PURPOSE

Employees must make decisions for [Company Name] based on what is best for the company, its customers and its people, not on personal gain or relationships. A conflict of interest exists when a personal interest could influence, or reasonably appear to influence, how you do your job. Having a conflict is not by itself a violation. Failing to disclose it, or acting on it, is.

2. WHO THIS APPLIES TO

All employees, officers and directors, and, where their contracts say so, contractors and temporary workers. Certain roles must also complete an annual disclosure: [managers at level X and above, anyone who selects or manages vendors, recruiters and hiring managers, finance and purchasing staff].

3. COMMON CONFLICTS

You must disclose the following before acting on any related decision:

- **Outside employment or business.** A second job, freelance work, board seat or business of your own that competes with us, does business with us, or uses company time, equipment or information.
- **Financial interests.** You or a family member own more than [1%] of, or receive income from, a supplier, customer, staffing agency or competitor.
- **Relatives and close personal relationships.** A family member or someone you are in a romantic relationship with applies for a job, works in your reporting line, or works for a vendor or customer you deal with.
- **Gifts and hospitality.** Anything of value from a current or prospective vendor, customer or candidate beyond the limits in section 5.
- **Corporate opportunities.** Using for yourself a business opportunity you learned about through your job.
- **Hiring and referrals.** Recommending, interviewing or deciding on a candidate you know personally beyond a casual acquaintance.

"Family member" means spouse or domestic partner, parent, child, sibling, grandparent, grandchild, in-law and anyone living in your household.

4. HIRING, REFERRALS AND STAFFING VENDORS

Employees may refer friends and relatives through the [Employee Referral Program]. Anyone with a personal connection to a candidate must disclose it and may not interview, score or decide on that candidate. Employees may not supervise, approve the pay, schedule or performance review of a family member or partner. Recruiters and managers who select staffing agencies, job boards, assessment vendors or background check providers may not accept payments, referral fees or personal benefits from those vendors, and must disclose any personal or financial relationship with them.

5. GIFTS AND HOSPITALITY

You may accept gifts of nominal value (up to [$75] per source per year) and ordinary business meals where the business purpose is clear. You may not accept cash or cash equivalents such as gift cards of any amount, gifts during an active selection or contract negotiation with the giver, or travel and lodging paid by a vendor without written approval from [title]. Report any gift above the limit to [contact]; we may ask you to return it or share it with your team.

6. OUTSIDE EMPLOYMENT

We respect what employees do on their own time. Outside work is allowed if it does not compete with us, does not involve company confidential information, time or equipment, and does not affect your performance or schedule. Employees in [roles] must tell [manager or HR] before starting any outside work. Nothing in this policy restricts lawful off-duty conduct that state law protects.

7. HOW TO DISCLOSE AND WHAT HAPPENS NEXT

Complete the disclosure form below when a potential conflict arises and at least once a year if your role requires it. Your manager and [Compliance or HR] will review it within [10 business days] and decide whether there is a conflict and how to manage it, for example by removing you from a decision, changing a reporting line, or requiring that a relationship end. You will receive the decision in writing. If circumstances change, update your disclosure.

8. VIOLATIONS

Failing to disclose a conflict, giving false information, or acting on a conflict after being told not to may lead to discipline up to termination and to recovery of any improper gain. Report suspected violations to [HR], [Compliance] or the [ethics hotline]. Retaliation against anyone who reports in good faith is prohibited. Effective date: [Date].

CONFLICT OF INTEREST DISCLOSURE FORM

Employee name

Job title and department

Type of disclosure

☐ Annual disclosure ☐ New potential conflict ☐ Change to a previous disclosure

☐ I have no conflicts of interest to disclose.

Type of conflict

☐ Outside employment or business ☐ Financial interest ☐ Family member or relationship

☐ Gift or hospitality ☐ Hiring or referral ☐ Other

Describe the situation, the people or companies involved, and your role in any related decisions

Steps I propose to avoid or manage the conflict

☐ I confirm this disclosure is complete and accurate and I will update it if anything changes.

Employee signature

Date

Date

REVIEW (HR / COMPLIANCE USE)

Reviewer name and title

Outcome

☐ No conflict ☐ Conflict: approved with conditions ☐ Conflict: not approved

Conditions or required actions

Reviewer signature

Date

Date communicated to employee