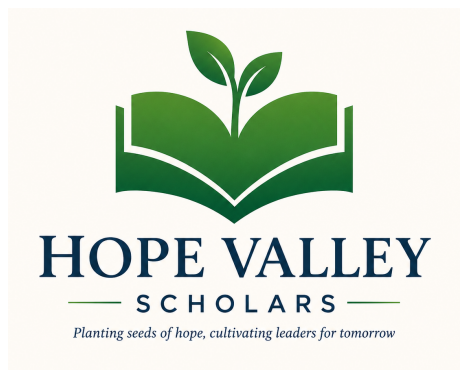




HOPE VALLEY SCHOLARS INC.

Conflict of Interest Policy

Disclosure, recusal and disinterested review protect charitable decisions.

This policy requires directors, officers, committee members and other covered persons to disclose and properly manage actual, potential and perceived conflicts of interest.

OUR COMMITMENT: Hope Valley Scholars applies this document to the programs, people and activities within its scope. Questions or requests for an accessible copy may be sent to the contact information below.

Version	1.0
Policy owner	Board Secretary and disinterested Board members
Effective date	01/01/2026
Review cycle	Annual
Website address	https://www.hopevalleyscholars.org/Documents/pdf/Hope%20Valley%20Scholars%20Conflict%20of%20Interest%20Policy.pdf

Organization: Hope Valley Scholars Inc. | U.S. 501(c)(3) public charity | EIN 41-2924425

Contact: info@hopevalleyscholars.org | +1 (302) 898-6006 | <https://www.hopevalleyscholars.org>

1. Purpose and scope

Hope Valley Scholars Inc. must make decisions in the Organization's best interests and protect charitable assets from improper private benefit. This policy applies to directors, officers, key employees, committee members with delegated authority and any other person designated by the Board.

2. Definitions

Term	Meaning
Conflict of interest	A financial, personal, family, professional, fiduciary or other interest that could impair or appear to impair independent judgment.
Financial interest	Direct or indirect ownership, investment, compensation, gift, debt, contract, prospective benefit or other economic interest.
Related person	A spouse or partner, ancestor, sibling, child, grandchild, household member, controlled entity or another relationship designated by applicable law or the Board.
Interested person	A covered person who has an actual, potential or perceived conflict concerning a matter under consideration.

3. Duty to disclose

A covered person shall promptly disclose all material facts before discussion or action and update the disclosure if circumstances change. When uncertain, disclose and allow disinterested decision-makers to determine whether a conflict exists. Annual disclosure does not replace transaction-specific disclosure.

4. Review procedure

- 1 The interested person discloses the material facts to the Board Chair, Secretary or appropriate committee chair. If that person is implicated, disclose to an alternate disinterested director.
- 2 The interested person may provide factual information when requested, then leaves the discussion and vote except as the disinterested body determines necessary.
- 3 Disinterested decision-makers determine whether a conflict exists and document the basis.
- 4 If a conflict exists, the disinterested body considers reasonable alternatives and obtains comparable information or independent advice when appropriate.
- 5 The transaction or arrangement may be approved only if it is fair, reasonable, in the Organization's best interests, consistent with charitable purposes and supported by sufficient disinterested votes.

5. Recusal, quorum and minutes

- An interested person shall not vote, attempt to influence the decision or count toward the vote on the conflicted matter, subject to applicable governing-document and legal rules.
- Minutes shall identify the disclosure, persons present, determination, alternatives or comparability information considered, recusal, vote and decision.
- Sensitive personal details need not be recorded beyond what is necessary to demonstrate proper review.
- A series of related transactions shall be reviewed together when separating them would conceal the material interest or total value.

6. Scholarship and program conflicts

A person related to, financially connected with or otherwise partial toward an applicant or scholar shall not access unnecessary information, score, interview, rank, advocate for, supervise the appeal of or vote on that person's award. A school, vendor or donor relationship that could affect an award, payment, contract or placement must also be disclosed.

7. Compensation, gifts and opportunities

- Compensation of a director, officer or key person must be approved by disinterested persons using appropriate comparability information and documented contemporaneously.
- Covered persons may not accept gifts, favors, loans, travel, jobs or benefits intended to influence scholarship, procurement, hiring, partnership or donor decisions.
- Nominal customary items may be accepted only when lawful, infrequent and unlikely to influence judgment; cash or cash equivalents should not be accepted personally.
- A covered person shall not divert an organizational opportunity, donor, grant, vendor discount or confidential information for personal benefit.

8. Violations

If the Board has reasonable cause to believe a person failed to disclose or comply, it shall inform the person and allow an opportunity to explain. After further review, the Board may require recusal, reverse or remediate an action, recover a benefit, remove authority, discipline or remove the person, refer the matter externally or take other lawful action.

9. Annual disclosure and training

Each covered person shall annually identify relevant interests and affirm understanding of this policy. The Secretary maintains disclosures with restricted access and presents material matters to the appropriate disinterested body. The Board shall review this policy and disclosure process annually.

Appendix A - Annual disclosure

Name and organizational role

Employers, businesses, nonprofit boards, investments or relationships reasonably relevant to Hope Valley Scholars

Relationships with applicants, scholars, schools, vendors, donors or partners

Gifts, compensation, debts, contracts or other interests requiring disclosure

☐ I have disclosed all actual, potential and perceived conflicts known to me.

☐ I will update this disclosure promptly and recuse myself when required.

Covered person

Signature

Date

Official references

- [IRS Instructions for Form 1023, sample conflict policy](#)
- [Delaware Code Title 8, Section 144](#)

Document control: The current public version is maintained by Hope Valley Scholars Inc.; printed or downloaded copies may become outdated. **Related:** [Scholarship Policy](#) | [Gift Acceptance Policy](#).

Version 1.0 | Effective 01/01/2026 | Next scheduled review: 01/01/2027.