

**Michigan Theater Foundation**  
**Conflict of Interest, Confidentiality & Non-Disclosure Policy**

Maintaining the Michigan Theater Foundation (MTF) as a leader in non-profit corporate citizenship requires each of us to conduct our business with the highest standards of integrity. This policy regarding conflicts of interest, confidentiality and non-disclosure applies organization-wide.

**Non-disclosure/Confidentiality**

MTF Board Members, employees and volunteers shall maintain confidentiality regarding MTF matters and refrain from obtaining, using or sharing any proprietary MTF information with any person or entity, including any list of MTF's contributors for personal or private solicitation purposes. "Proprietary information" includes all information or material that has or could have commercial value, or could provide other people or organizations with private contributor information, or could benefit another business that MTF is engaged with or competes with.

**Conflicts of Interest**

MTF Board Members, employees and volunteers must avoid using their association with MTF to enrich themselves or others while conducting MTF business. They must scrupulously avoid even the appearance of a conflict of interest.

No MTF Board Member, employee or volunteer shall derive any personal profit or gain, directly or indirectly, by reason of his or her affiliation with MTF (except of course MTF employees are entitled to their job compensation). Each individual shall disclose to MTF any personal interest which he or she may have in any matter pending before the organization and shall refrain from participation in any decision on such matter.

No MTF Board Member, employee, or volunteer should ever ask for any personal gift or favor from any individual or organization that does — or seeks to do — business with MTF. However, it's acceptable to receive offered gifts, favors, or amenities that are of nominal value and do not involve personal gain or give the appearance of impropriety.

Similarly, you may not give an MTF-related gift or favor to anyone unless it involves MTF-approved sales promotions, advertising, or publicity, or unless it is of nominal value, and it does not give the appearance of impropriety.

Without first receiving approval from the Board of Directors, you must not acquire or hold any of the following financial interests in an organization with which MTF does business:

- Any interest as a proprietor or partner.
- Any interest exceeding 5% of the total stock or bonds of a company.

- Any interest in the form of a loan, advance, or other financial arrangement in an amount greater than 5% of the combined capital and debt of a company (whether or not publicly owned).
- Unless you receive approval from the Board of Directors, you must not be personally involved in any business transaction that MTF may undertake with the organization in which you have a financial interest.