WHEELABLE WILDERNESS, INC.

CONFLICT OF INTEREST POLICY

Article 1: Purpose

The purpose of this Conflict of Interest Policy is to protect the integrity and mission of Wheelable Wilderness, Inc. ("the Organization") when it considers entering into a transaction or arrangement that could benefit the private interest of any director, officer, key employee, or volunteer in a position of authority.

This policy is designed to promote transparency, accountability, and public trust, and supplements but does not replace any applicable state or federal laws.

Article 2: Definitions

2.1 Interested Person

Any director, officer, key employee, or volunteer in a position to exercise significant influence over the Organization who has a direct or indirect financial or personal interest in a proposed transaction or arrangement.

2.2 Financial Interest

A person has a financial interest if the person, directly or indirectly, through business, investment, or family: - Has an ownership or investment interest in any entity with which the Organization has a transaction or arrangement. - Has a compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement. - Has a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

2.3 Personal Interest

Includes any situation where a relationship, role, or affiliation could create divided loyalties, including but not limited to close personal relationships, advisory roles, or leadership positions in organizations with overlapping missions.

2.4 Family

For purposes of this policy, "family" includes a spouse, domestic partner, parent, child, sibling, grandparent, grandchild, and the spouses or domestic partners of any of the foregoing, and any person living in the same household.

Article 3: Duty to Disclose

3.1

All Interested Persons must promptly and fully disclose the existence and nature of any actual or potential financial or personal interest to the Board of Directors or relevant committee before the Organization enters into the proposed transaction or arrangement.

3.2

The disclosure should be made in writing and entered into the meeting minutes.

Article 4: Procedures for Addressing Conflicts of Interest

4.1

After disclosure, the Interested Person may provide factual information but must leave the meeting during the discussion and vote on the matter.

4.2

The disinterested Board or committee members will determine if a conflict of interest exists and, if so, the appropriate course of action. Possible actions may include: - Prohibiting the transaction or arrangement, - Approving the transaction with appropriate safeguards or modifications, or - Seeking an alternative arrangement that avoids the conflict.

In evaluating whether to approve a transaction or arrangement involving a conflict of interest, the disinterested Board or committee members should consider whether the transaction is fair and reasonable and in the Organization's best interest.

4.3

All discussions, decisions, and resolutions regarding conflicts of interest shall be documented in the meeting minutes, including the nature of the conflict, the names of those present, and the final determination.

4.4 Quorum and Voting

The Interested Person shall not be counted toward quorum for the discussion or vote on the transaction or arrangement.

Any approval must be made by the disinterested directors or disinterested committee members, as applicable.

Article 5: Violations of the Policy

5.1

If the Board or committee has reasonable cause to believe that a director, officer, key employee, or volunteer has failed to disclose an actual or potential conflict of interest, it shall inform the individual and allow an opportunity for explanation.

5.2

If, after investigation, the Board determines that a violation has occurred, it may take appropriate disciplinary or corrective action, including but not limited to removal from office or termination of volunteer or employment status.

Article 6: Annual Statements

6.1

Each director, officer, key employee, and relevant volunteer shall annually sign a statement affirming that they: - Have received, read, and understand this Conflict of Interest Policy, - Agree to comply with its terms, and - Understand that the Organization is a charitable organization and that, in order to maintain its federal tax exemption, it must engage primarily in activities that accomplish its tax-exempt purposes.

Article 7: Periodic Reviews

7.1

The Board of Directors shall conduct periodic reviews of this policy and its implementation to ensure compliance with legal requirements, best governance practices, and the mission of Wheelable Wilderness, Inc.

7.2

The Board may solicit input from staff, volunteers, and stakeholders to strengthen the policy and its application.

Article 8: Acknowledgment of Public Trust

8.1

All persons covered by this policy shall act with honesty, integrity, and in the best interests of Wheelable Wilderness, Inc., recognizing their responsibility to uphold the Organization’s reputation and the trust placed in it by the community, donors, and those it serves.