

CONFLICT OF INTEREST POLICY

By accepting a trustee, officer, employee and volunteer position at Fairchild Tropical Botanic Garden, individuals acknowledge that they support the institution's mission and programs, and that they share a responsibility for protecting the Garden's integrity, reputation and assets. The purpose of the conflict of interest policy is to protect the Garden's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a trustee, officer, employee or volunteer of the Garden or might result in a possible excess benefit transaction as defined by the Internal Revenue Service. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to non profit and charitable organizations.

Duty to Disclose

The Board of Trustees has adopted a conflict of interest policy requiring a mandatory declaration by all persons serving in the capacity of trustee, officer, employee or volunteer of the Garden to declare and disclose any relationships which may bear influence on the efforts of the Garden to conduct business transactions and carry out its mission. In that regard, the Garden has established policies and procedures to assist trustees, officers, employees and volunteers in avoiding situations that might give rise to conflicts of interest. These policies and procedures may be waived only by a vote of two thirds of the trustees in attendance at a duly scheduled meeting of the Board of Trustees.

Trustees or members of subcommittees, officers, employees and volunteers will not, directly or indirectly:

- appropriate or convert the Garden's property for their own use;
- use or disclose proprietary or confidential information for personal gain or for the gain of others;
- influence in a manner unfavorable to the Garden negotiations or transactions between the Garden and outside suppliers, contractors, or other organizations;
- accept or offer personal gifts, gratuities or other rewards in order to influence business transactions;
- use their office or position to influence or coerce another trustee, officer, employee or volunteer to do or forego anything which will result in personal gain; or
- partake in any other activity or association that creates or appears to create a conflict of interest between the individual's personal interests and the Garden's mission and business affairs.
- invest in, control, or participate in the gain of any entity which may be a supplier of goods and/or services to the Garden except in the case of publicly traded shares, when the investment does not exceed five percent of the issued shares;
- occupy simultaneously paid or unpaid Garden regular staff or executive positions
- serve as trustees, officers, or employees of, or perform services or consulting work for any organization from which the garden purchases goods or services, or for any of said organization's officers, directors, employees, or shareholders;

- violate conflict of interest requirements applicable to contracts with Miami-Dade County as stipulated in the Corporate Resolutions approved by the Board of Trustees of Fairchild Tropical Botanic Garden on November 20, 2014, incorporated herein by reference.

Any situation involving a trustee, officer, employee or employee's family member and volunteer that has the potential for creating a conflict of interest should be disclosed to the Director of the Garden.

All trustees, officers, employees and volunteers will be provided with a written copy of this policy and any subsequent updates and will be required to complete and sign the Fairchild Tropical Botanic Garden Conflict of Interest Declaration disclosing any existing situations that they may endeavor which may create or appear to create a conflict of interest and acknowledging that they have received a copy of the conflict of interest policy, have read and understand the policy and have agreed to comply with the policy.

Trustees, officers and employees must forward the completed and signed Conflict of Interest Declaration forms to the Finance Department for filing in the employee's personnel files and in the Board of Trustees Conflict of Interest Policy file. Volunteers must forward the completed and signed Conflict of Interest Declaration forms to the Volunteer Services Department for filing in the volunteer's files. Officers, trustees and volunteers will be required to complete and sign the Declaration by November 1 of each year. Employees will be required to complete and sign the Declaration upon employment and may be required to update the Declaration at various times during their employment.

This Policy was originally duly ratified by the Board of Trustees on the 16th day of February, 2011 and amended on the 20th day of November, 2014.