



AJC EMPLOYEE CONFLICT OF INTEREST POLICY STATEMENT & CERTIFICATION

This must be returned to COI@ajc.org or faxed to 212-891-6727 by March 14, 2014

Article I **Purpose**

The purpose of this conflict of interest policy is to protect American Jewish Committee ("AJC") by ensuring that all employees abide by AJC's policies and procedures and avoid any real, potential, or apparent conflicts of interest that might, in fact or in appearance, call into question their duties to AJC. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit organizations. We anticipate that many conflicts will be disclosed and approved pursuant to the conflicts review procedure set forth in this policy, and appreciate your cooperation and understanding.

This policy applies and will be sent only to all AJC staff who are not Key Employees¹ (as defined in the instructions to the IRS Form 990) or members of the Executive Council ("EC"). Key Employees and employees who are members of the EC are covered by the Executive Council Conflicts of Interest Disclosure Policy adopted by the EC on December 17, 2013 (the "EC CoI Policy").

Article II **Definition of a Conflict of Interest**

A conflict of interest will be deemed to exist whenever an AJC employee is in the position to approve or influence AJC's policies or actions which involve or could ultimately benefit financially: (a) the individual; (b) any Related Person, which shall be (i) a member of his/her immediate family (e.g. spouse, parents, children, brothers or sisters, and spouses of these individuals, and a grandchild, great grandchild, or spouse of a sibling); (ii) domestic partner; or (iii) any organization in which the employee, domestic partner, or an immediate family member is a director, trustee, officer, member, partner owner of more than 5% interest or of 35% or more of the combined voting power, profits, or beneficial interests. This conflict of interest policy may also apply when the direct or indirect interest, involvement, or relationship of any AJC employee or any Related Person may be seen as competing with an interest, involvement or relationship of AJC.

¹ This Policy is for all employees who are **not** Directors, Officers or Key Employees. Those individuals must make their disclosures pursuant to the EC CoI Policy.

Article III
Disclosure of Conflicts of Interest

An employee shall disclose a conflict of interest: (a) **prior to taking or participating in any action with respect to any matter involving a conflict** which comes to his/her attention; (b) **prior to entering into any contract or transaction involving a conflict**; (c) **as soon as practicable after he/she learns of a conflict**; and (d) **on the annual conflict of interest disclosure form**. AJC shall distribute annually to all employees, a form soliciting the disclosure of all existing or potential conflicts of interest that an employee has become aware of beginning with the prior calendar year through the date that the attached disclosure is executed, including specific information concerning the terms of any contract or transaction with AJC and whether the process for approval set forth in Article IV below was satisfied.

The Disclosure Statements and any subsequent conflict of interest disclosures will be reviewed by a designee of the Staff Conflicts Committee (defined in Article IV).

Article IV
Approval Process For Transactions Involving Potential or Actual Conflicts of Interest

An employee who has, or learns about, a potential or actual conflict of interest should promptly disclose to his/her supervisor the material facts surrounding the potential or actual conflict of interest, including specific information concerning the terms of any contract or transaction with AJC. The employee shall thereafter refrain from participating in deliberations and discussions, as well as any decision, relating to the matter and follow the direction of the supervisor as to how the decisions of AJC which are the subject of the conflict will be determined.

Any potential conflicts of interest shall be reviewed and approved by the Staff Conflicts of Interest Clearance Committee (“Staff Conflicts Committee”), which shall consist of the Chief Operating Officer, the General Counsel and the head of Human Resources. As needed, the Staff Conflicts Committee will consult with the employee, the employee’s supervisor, the Chief Executive Officer and/or the Executive Council Conflicts of Interest Clearance Committee (as described in the EC CoI Policy).

Transactions involving conflicts of interest will not be approved unless they are determined to be fair and reasonable and in the best interest of the organization. **Service on the board of another not-for-profit corporation shall constitute a conflict of interest that must be disclosed;**

PLEASE COMPLETE STATEMENT ON NEXT PAGE

CERTIFICATION & CONFLICTS OF INTEREST STATEMENT

I hereby certify that I have read and understand the Employee Conflicts of Interest Policy, and that if I become involved in, or aware of, any activity which could constitute a conflict of interest, I am required to disclose the potential conflict of interest to my supervisor and to disclose it in writing on the Conflict-of-Interest Statement which I complete annually. I understand that service on the board of another not-for-profit corporation shall constitute a conflict of interest that must be disclosed. I further understand that there is a conflict requiring disclosure if one of my family members works at AJC or for any person or at any entity that AJC works with, such as a vendor, NGO, embassy, etc.

In addition, I understand and hereby certify that I have read and understand AJC's Policies and Procedures and I have complied, including with respect to my management of AJC's records, with them as further stated in my responses to the items below:

Item #1

I recognize the responsibility of all employees to maintain accurate files and to maintain all records necessary for the carrying on of AJC business. The files I maintain (and, to the best of my knowledge and belief, except as disclosed herewith, the files maintained by all of the people in my Department) meet these standards. Except as provided below, I also know of no effort by me or anyone else to delete, remove or destroy files other than as provided for by AJC's record retention policy.

Check either A or B:

- (A) Certify without exception _____
(If you check this item A, please go directly to page 5)
- (B) Except as described below _____

YOU ARE REQUIRED TO PROVIDE AN ANSWER ONLY IF YOU CHECKED ITEM (B) ABOVE.

In the space provided below (and on the additional pages attached if necessary), for the period beginning on January 1, 2013 and ending on the date that I sign this disclosure, provide the details of any exceptions in your response to Item #1.

AJC

Employee Conflict of Interest Policy Statement & Certification

Response to Item #1 (Continued)

Item # 2

To the best of my knowledge and belief, except as disclosed herewith, during the period beginning on January 1, 2013 through the date that I sign this disclosure, neither I nor any Related Person, has a conflict of interest and/or has engaged, or intends to engage, in any matter that might constitute or give rise to a conflict of interest, as that term is defined in AJC's Employee Conflicts of Interest Policy.

(A) Without exception _____
(If you mark A, please go directly to Item #4 on the next page)

(B) Except as described in Item #3 below _____

Item #3 (You are required to provide an answer only if you checked Item #2(B) above).

In the space provided below (and on the additional pages attached if necessary), for the period beginning on January 1, 2013 and ending on the date that I sign this disclosure, I am disclosing, to the best of my knowledge and belief, all of the transactions and material facts which involve my activities as an AJC employee and which could give rise to an actual or potential conflicts of interest, as that term is defined in AJC's Employee Conflict of Interest Policy, and as set forth above.

Response to Item #3 (Continued)

Item 4: I hereby certify that I have read and understand AJC's Employee Code of Ethics. I understand that this Code of Ethics has been uploaded onto AJC's web site and onto AJCloud.

Check either A or B:

- (A) Certify without exception _____
(If you check this item A, please go directly to page 7)
- (B) Except as described below _____

I hereby certify that the answers I have provided to the questions on the previous pages, as required by AJC's Employee Conflict of Interest Policy, including the attached pages used to complete a full response to any Item are true, accurate and complete to the best of my knowledge and belief.

Date: _____ 20__

Name: _____
(Please type or print legibly)

Title: _____

Signature: _____