

**CONFLICT OF INTEREST POLICY**  
**FOR THE**  
**BOARD OF REGENTS**  
**OF**  
**PACIFIC LUTHERAN UNIVERSITY**

1. **Scope.** This policy applies to each member of the Board of Regents of Pacific Lutheran University.

2. **Fiduciary Duties.** Board members of Pacific Lutheran University serve the public trust and have a clear obligation to fill their responsibilities in a manner consistent with this public trust. The Board shall make all decisions solely on the basis of a desire to advance the best interests of Pacific Lutheran University and the public good. The integrity of Pacific Lutheran University must be protected at all times.

3. **Disclosure Policy.** Men and women of substance inevitably are involved in the affairs of other institutions and organizations. The Pacific Lutheran University Board of Regents will include individuals who have relationships and affiliations that may raise questions about perceived Conflicts of Interest. Although many such potential Conflicts are and will be deemed inconsequential, each individual Regent has a responsibility to ensure that the entire Board of Regents is made aware of situations that involve potentially conflicting personal, family or business relationships.

4. **Policy Statement and Definitions.** The Board of Regents requires each Regent annually to:

A. Be familiar with the terms of this Policy;

B. Disclose to the Board Chair any possible personal, family or Substantial Business Relationships that reasonably might give rise to a Conflict of Interest involving the University; and

C. Acknowledge by his or her signature that he or she is in accordance with the letter and spirit of this Policy.

For purposes of this Policy, the following definitions shall apply.

▪ *“Conflict of Interest”* shall mean any relationship between the University and a Regent or Family Member of a Regent that could potentially be construed to affect their independent and unbiased judgment in light of their decision-making authority and responsibility, and shall include all Substantial Business Relationships.

▪ *“Family Member”* shall mean a spouse, parent, sibling, child or any other relative residing in the same household as the Regent.

▪ *“Substantial Business Relationship”* shall mean a relationship between Pacific Lutheran University and an organization (a) in which a Regent, or Family Member of a Regent is the actual or beneficial owner of more than 5% of the voting stock or controlling interest or has significant decision-making authority and (b) which receives from the University cash or property totaling \$10,000.00 or more annually

5. **Disclosure Procedures.** All Regents are required to list on the attached form only potential Conflicts of Interest; e.g. only those (a) personal, family or Substantial Business Relationships they or their Family Members maintain with the University or (b) relationships with the University that could potentially be construed to affect their independent and unbiased judgment in light of their decision-making authority and responsibility. A Regent who is uncertain whether to list a particular relationship should consult with the Board Chair and, if appropriate, the University’s legal counsel. Such Regents may elect to consult with the Executive Committee or the Board Affairs Committee before informing and consulting with the entire Board in Executive Session. Information shared or gathered as a result of such consultations (including information provided on the attached form) shall be confidential except when the University’s best interests would be served by disclosure. The University will make such disclosure only after informing those concerned.

6. **Restraint on Participation.** Regents who have declared a Conflict of Interest, or who have been found to have a Conflict of Interest, shall refrain from participating in consideration of proposed transactions involving such Conflict unless the Board or administration requests information or interpretation. This restriction shall not prevent any Regent from briefly stating his or her position on the matter or answering pertinent questions. If a Conflict of Interest matter requires an Executive Committee or Board vote to resolve, those concerned shall not vote or be present at the time of the vote and shall not be counted in determining the quorum for the meeting. The minutes of the meeting should reflect that a disclosure was made, the abstention from voting and the quorum situation.

**DISCLOSURE FORM  
FOR THE  
BOARD OF REGENTS  
OF  
PACIFIC LUTHERAN UNIVERSITY**

1. Are you aware of any personal, family or Substantial Business Relationships between Pacific Lutheran University and yourself or a Family Member, as defined by the letter or spirit of this Policy, that may represent a Conflict of Interest?

No                       Yes

If Yes, please list such relationships and the details of annual or potential financial benefit as you can best estimate them.

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2. During the past 12 months, did you or a Family Member receive any gifts or loans from any source from which the University buys goods or services or otherwise has significant business dealings?

No                       Yes

If Yes, please list them, their source, and their approximate value.

<i>Source</i>	<i>Item</i>	<i>Approximate Value</i>
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3. Exceptions: (If there are none, please indicate so.)

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I certify that I have read and understand the Board's Policy on Conflict of Interest, and that the foregoing information is true and complete to the best of my knowledge.

\_\_\_\_\_  
Name (please print)

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

**CONFLICT OF INTEREST POLICY**  
**FOR SENIOR OFFICERS OF**  
**PACIFIC LUTHERAN UNIVERSITY**

1. **Scope.** This policy is intended to serve as guidance for all persons employed by the University in positions of significant responsibility and authority. Specifically, this policy applies to the President, Provost, Vice President for Advancement, Vice President for Finance and Operations, Vice President for Student Life, Vice President for Admissions and Enrollment Services, Vice President for Marketing and Communications, and other employees in positions with significant purchasing, financial or other major decision-making authority (collectively, "Senior Officers") of Pacific Lutheran University.

2. **Fiduciary Duties.** Senior Officers of Pacific Lutheran University are front line ambassadors of the University to the community at large and have a clear obligation to fill their responsibilities in a manner consistent with this role to preserve and protect the good will and reputation of the University. Senior Officers shall make all decisions solely on the basis of a desire to advance the best interest of Pacific Lutheran University and the public good. The integrity of Pacific Lutheran University must be protected at all times.

3. **Disclosure Policy.** Senior Officers of Pacific Lutheran University are men and women of substance and as such, are often involved in the affairs of other institutions and organizations. Senior Officers of the University may include individuals who have relationships and affiliations that could raise questions about perceived conflicts of interest. Although many such potential conflicts are and will be deemed inconsequential, each individual Senior Officer has a responsibility to ensure that the University is made aware of situations that involve potentially conflicting personal, family or business relationships.

4. **Policy Statement and Definitions.** The Board of Regents requires each Senior Officer annually to:

- A. Be familiar with the terms of this Policy;
- B. Disclose to the Board Chair any possible Conflict of Interest;
- C. To complete and return to the Board Chair the attached Disclosure Form.

This policy recognizes that not all situations which may be listed on the Disclosure Form will be a Conflict of Interest pursuant to this Policy; and

D. Acknowledge by his or her signature that he or she is in accordance with the letter and spirit of this Policy.

For purposes of this Policy, the following definitions shall apply:

- “*Conflict of Interest*” shall mean any relationship involving the University and a Senior Officer or Family Member of a Senior Officer that could potentially be construed to affect the Senior Officer’s independent and unbiased judgment in light of their decision-making authority and responsibility. Conflicts of Interest may include, without limitation, situations in which a Senior Officer has (a) an ownership interest in (b) serves as an officer, director or trustee of or (c) has a business relationship (other than on terms generally made available to the public at large) with an organization or entity which has a business relationship with Pacific Lutheran University in which the Senior Officer is involved.

- “*Family Member*” shall mean a spouse, parent, sibling, child or any other relative residing in the same household as the Regent or Senior Officer.

5. **Disclosure Procedures.** All Senior Officers are required to complete annually the attached Disclosure Form. A Senior Officer who is uncertain whether to list a particular relationship should consult with the Board Chair or, if appropriate, the University’s legal counsel. Information shared or gathered as a result of such consultations (as well as information provided on the attached Disclosure Form) shall be confidential except when the University’s best interests would be served by disclosure. The University will make such disclosure only after informing those concerned.

6. **Restraint on Participation.** Senior Officers who have declared a Conflict of Interest, or who have been found by the Board of Regents to have a Conflict of Interest, shall refrain from participating in consideration of any proposed transaction involving such Conflict unless the Board or administration requests information or interpretation from the Senior Officer. This restriction shall not prevent any Senior Officer from briefly stating his or her position on the matter or answering pertinent questions.

**DISCLOSURE FORM  
FOR  
PACIFIC LUTHERAN UNIVERSITY**

1. Within the past 12 months, have you or a Family Member had a personal interest in, or served as an officer, trustee, owner or partner of any organization or corporation which does business with Pacific Lutheran University? For purposes of this question, you may omit any investment in publicly traded securities purchased on terms generally available to members of the public at large.

No  Yes

If Yes, please list such relationships and the details of your financial interest or investment as you can best estimate them.

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2. During the past 12 months, did you or a Family Member receive any gifts, loans or have any business dealings, other than on terms generally available to members of the public at large with any business or organization from which Pacific Lutheran University buys goods or services or otherwise has significant business dealings?

No  Yes

If Yes, please describe in detail all such situations.

<i>Source</i>	<i>Item</i>	<i>Approximate Value</i>
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3. Do you or any Family Member serve as a Member of Board of Directors for any corporation, non-profit organization or other entity which does business or has a relationship with Pacific Lutheran University?

No  Yes

If Yes, please identify all such corporations or organizations.

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4. Are you aware of any circumstance (not disclosed above) which constitutes a Conflict of Interest pursuant to the Conflict of Interest Policy for Senior Officers of Pacific Lutheran University?

No  Yes

If Yes, please describe in detail the Conflict of Interest.

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I certify that I have read and understand the Conflict of Interest Policy for Senior Officers of Pacific Lutheran University and that the foregoing information is true and complete to the best of my knowledge.

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Name (please print)

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Signature

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Date