

**The University of North Carolina at Charlotte Institute for Social Capital, Inc.  
Code of Ethics and Conflicts of Interest Policy**

**Code of Ethics**

It is the responsibility of both The University of North Carolina at Charlotte Institute for Social Capital, Inc., (“ISC”) and the individuals associated with it to ensure that its directors, agents, officers, employees (if applicable) and volunteers uphold the highest ethical values in performing their duties.

**ISC shall seek to:**

- Act at all times with integrity, honesty, truthfulness, and adherence to safeguard the public trust
- Adhere to the spirit as well as the letter of all applicable laws and regulations
- Avoid even the appearance of any unprofessional, unethical, or criminal conduct
- Foster diversity and treat all individuals with dignity and respect

**ISC’s Board of Directors, officers, employees (if applicable) and volunteers shall:**

- Refrain from engaging in activities that conflict with their fiduciary, ethical and legal obligations to The University of North Carolina at Charlotte, ISC, its directors, its donors, and its constituents;
- Effectively disclose in a timely manner, in writing or as part of the minutes, all potential and actual conflicts of interest; and,
- Avoid disclosing privileged or confidential information to unauthorized parties
- Conduct themselves in accordance with the general standards for a director as set forth in N.C. Gen. Stat. Section 55A-8-30.

**Conflict of Interest**

All decisions of the directors, officers, employees (if applicable), agents and volunteers are to be made solely on the basis of a desire to promote the best interest of ISC, UNC Charlotte and the public good. It is unreasonable to expect that an effective board and organization can consist of individuals entirely free from actual or perceived conflicts of interest at all times. However, these individuals have a responsibility to disclose their actual or perceived conflicts at the earliest possible time so as to avoid perceived or actual harm to ISC and/or UNC Charlotte.

- All transactions between ISC and its directors, officers, employees, agents or volunteers (other than reimbursements for expenditures made on behalf of ISC) must be approved by ISC’s board.
- No ISC director, officer or employee (if applicable) having a personal direct or indirect interest in a ISC business transaction may be involved in the decision with respect to whether ISC should enter into such transaction. ISC directors shall comply with N.C. Gen. Stat. Section 55A-8-31 for purposes of identifying direct or indirect interests of a director and for conducting a transaction in light of such interest.
- Directors who have a direct or indirect personal interest in a ISC transaction shall recuse themselves from further consideration of the issue once such interest is identified.
- If ISC funds an award or scholarship, then no such ISC scholarship or award may be made to an officer, director, or employee (if applicable) of ISC or to a family member of such person unless the recipient of the award is determined by an independent awards committee.