

LIMITLESS COMMUNITY DEVELOPMENT

CONFLICT OF INTEREST POLICY

Effective July 1, 2026

1. Purpose

The purpose of this policy is to protect the interests of Limitless Community Development (LCD) when it is considering a transaction, arrangement, decision, or relationship that could benefit the private interest of a director, officer, employee, committee member, or other person in a position of influence. This policy is intended to supplement, not replace, applicable federal and South Carolina law governing conflicts of interest and nonprofit organizations.

2. Definitions

Interested Person. Any director, officer, employee with substantial influence, committee member with Board-delegated powers, or other person who has a direct or indirect financial or personal interest that could affect impartial judgment on behalf of LCD.

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 an entity dealing with LCD; a compensation arrangement with LCD or an entity dealing with LCD; or a potential ownership, investment, compensation, or other material economic interest in a proposed transaction or arrangement.

A financial interest is not automatically a conflict of interest. A conflict exists when the disinterested decision-makers determine that the interest could improperly influence, or reasonably appear to influence, the person's duties to LCD.

3. Duty to Disclose

An interested person must promptly disclose the existence and material facts of any actual, potential, or perceived conflict of interest before LCD takes action on the matter. Disclosure includes relevant interests held by the individual and, when material, by family members or businesses with which the individual is associated.

4. Determining Whether a Conflict Exists

After disclosure, the interested person may provide factual information requested by the Board or committee but must leave the meeting during discussion and voting on whether a conflict exists and, if a conflict exists, during deliberation and voting on the transaction unless requested solely to provide information. Disinterested members will determine whether a conflict exists.

5. Procedures for Addressing a Conflict

- The Board or committee may investigate reasonable alternatives that would not create a conflict.
- Only disinterested members may deliberate and vote on the proposed transaction or arrangement.
- A transaction involving a conflict may be approved only when the disinterested decision-makers determine in good faith that it is fair, reasonable, in LCD's best interests, and consistent with LCD's charitable purposes.
- The interested person must not attempt to improperly influence the deliberation or decision.

6. Compensation Matters

A voting member who receives compensation, directly or indirectly, from LCD for services must not vote on matters concerning that person's compensation. Persons with a conflict regarding compensation may provide requested factual information but may not participate in the final deliberation or vote.

7. Violations

If LCD has reasonable cause to believe a person failed to disclose an actual or possible conflict, the person will be informed of the basis for the concern and given an opportunity to explain. After appropriate review, the Board or committee may take corrective or disciplinary action if it determines that a failure to disclose occurred.

8. Minutes and Documentation

The minutes of the Board and relevant committees should identify the nature of the disclosed interest, the person involved, whether a conflict was determined to exist, the names of persons present for discussion and voting, alternatives considered when appropriate, and the final decision and vote. The interested person should be recorded as abstaining and, when applicable, absent from deliberation and voting.

9. Annual Disclosure

Each director, officer, and other designated person should annually sign a statement affirming that the person has received and read this policy, agrees to comply with it, and has disclosed interests that could reasonably give rise to a conflict. Disclosures should be updated whenever circumstances change.

10. Charitable Purpose

LCD will conduct its activities in a manner consistent with its tax-exempt charitable purposes and will not knowingly permit its resources to be used primarily for the private benefit of directors, officers, employees, or other private persons.

Annual Conflict of Interest Disclosure

I have received and read LCD's Conflict of Interest Policy. I agree to comply with the policy and disclose any actual, potential, or perceived conflict of interest.

Name: _____

Position/Board Role: _____

Disclosures (if none, write 'None'): _____

Signature: _____ Date: _____