

**ALLIES OF HISPANIC CULTURE, EDUCATION
AND SCIENCE FOUNDATION (AHCES)**

CODE OF ETHICS

Adopted by the Board of Directors

as of

January 28, 2017

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ALLIES OF HISPANIC CULTURE, EDUCATION AND SCIENCE FOUNDATION (AHCES)

CODE OF ETHICS

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I. INTRODUCTION

I-A. Mission Statement

The mission of Allies of Hispanic Culture, Education and Science Foundation (hereinafter, "AHCES") is to (a) fund cultural, education or scientific projects; (b) support Hispanic cultural, scientific and educational institutions; (c) advance the general public's knowledge, appreciation and understanding of Hispanic art, education, science and culture, and Hispanic cultural, scientific and educational institutions; and (d) promote and encourage within the United States of America support for Hispanic art and culture, and Hispanic cultural, scientific and educational institutions, *provided that* such purposes of AHCES are only as permitted an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

I-B. Purpose

This Code of Ethics has been ratified, confirmed, and approved by the Board of Directors of AHCES (the "Board") to give guidance regarding ethical conduct in their service and the service of others to AHCES. Should ethical principles set forth in this Code be in variance with the laws of the State of Delaware, New York or other applicable laws, those laws shall take precedent. This Code shall be read together with the Certificate of Incorporation and other governing instruments adopted by the Board, including but not limited to, AHCES's By-Laws, all as may be, from time to time, amended. In the event of any conflict between this Code and the Certificate of Incorporation or the By-Laws of AHCES, the Certificate of Incorporation or the By-Laws (as applicable) shall control.

The Board (or, if the Board has delegated such authority to the Audit Committee or any other committee comprised solely of Independent Directors, the Audit Committee or such other committee) shall oversee the adoption, implementation of, and compliance with this Code of Ethics, including but not limited to the Conflicts of Interest policy set forth in this Code of Ethics.

I-C. Definitions

Affiliate: An Affiliate of AHCES, a Director or Employee is a person or entity that directly, or indirectly through one or more intermediaries, controls, or is controlled by AHCES, such Directors or Employee. An Affiliate shall also include the Family Members of such Director or Employee. "Control" of an entity means the power, direct or indirect, to direct or cause the

direction of the management and policies of such entity, whether by ownership of voting stock, by contract or otherwise.

Committee Member: A Committee Member may be a Director, Employee or Volunteer appointed to serve on a standing committee or ad-hoc committee of AHCES; *provided that* only Directors may serve on the Executive Committee (if AHCES at the relevant time has such committee) and only Independent Directors may serve on the Audit Committee.

Director: A Director is a member of the governing Board, nominated and appointed by the Board in accordance with the Certificate of Incorporation and By-Laws of AHCES.

Employee: An Employee is a person who is paid a salary or wages by AHCES or its Affiliate for his/her professional services.

Entity: A corporation (including not-for-profit corporation), limited liability company, partnership, trust (of any kind), estate, foundation, joint venture, unincorporated association or company, or the government of any nation or state or any political subdivision thereof and any agency, authority or other instrumentality of any such government or political subdivision, or any other entity or organization.

Family Member: The Family Members of a person include such person's spouse (or domestic partner), ancestors, siblings (including half-siblings), children (including adopted children), grandchildren and great-grandchildren, and spouses (or domestic partners) of such siblings, children, grandchildren and great-grandchildren.

Independent Director: A member of the governing Board, nominated and appointed by the Board in accordance with the Certificate of Incorporation and By-Laws of AHCES, who (i) is not, and has not been within the last three years, an Employee of AHCES or its Affiliates and does not have a Family Member who is, or has been within the last three years, a Key Employee of AHCES or its Affiliates, (ii) has not received, and does not have a Family Member who has received, in any of the last three fiscal years, more than \$10,000 in direct compensation from AHCES or its Affiliates (other than reimbursement for expenses reasonably incurred as Director or reasonable compensation for service as Director as permitted by applicable Law and AHCES Certificate of Incorporation and By-Laws); (iii) is not a current Employee of and does not have a substantial financial interest in, and does not have a Family Member who is a current officer of or have a substantial financial interest in, any entity that has made payments (excluding charitable contributions, dues or fees paid to AHCES for services which AHCES performs as part of its nonprofit purposes) to, or received payments (excluding charitable contributions, dues or fees paid to AHCES for services which AHCES performs as part of its nonprofit purposes) from, AHCES or its Affiliates for property or services in an amount which, in any of the last three fiscal years, exceeds the lesser of \$25,000 or 2% of AHCES's consolidated gross revenues; and (iv) is not and does not have a Family Member who is a current owner, whether wholly or partially, director, officer or employee of AHCES's outside auditor or who has worked on AHCES's audit at any time during the past three years.

Interested Person: Any Directors, President or Key Employee of AHCES or its Affiliates.

Key Employee: Any person who is in a position to exercise substantial influence over the affairs of AHCES as referenced in 26 U.S.C. § 4958(F)(1)(A) and further specified in Treas. Reg. 53.4958-3(C), (D), and (E) or succeeding provisions to the extent such provisions are applicable. In any event, the term “Key Employee” shall always include a person serving as President, Secretary or Treasurer, if any, of AHCES.

President: The President of AHCES shall be that person approved and designated by the Board in accordance with the By-Laws and charged with the duties of President, which may include acting as the Chairman of the Board.

Related Entity: In reference to (i) any Interested Person of AHCES or any other person who exercises the powers of an Interested Person over the affairs of AHCES or its Affiliates; (ii) any Family Member of any individual described in clause (i) of this definition; or (iii) any Entity in which any individual described in clauses (i) or (ii) of this definition has a 35% or greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct ownership interest in excess of 5%.

Related Party Transaction: Any Transaction in which any of the following has a Financial Interest: (i) any Interested Person of AHCES or its Affiliates, (ii) any Family Member of any Interested Person of AHCES or its Affiliates or (iii) any Related Entity of any Interested Person or any Family Member of an Interested Person.

Volunteer: A Volunteer is a person who is not paid a salary or wage for his/her services and works under the supervision of AHCES’s administrative staff, or serves on a committee.

II. RESPONSIBILITIES OF THE BOARD

II-A. Serving the Public Interest

The Board is the governing body of the institution. As such, it is charged with all of the powers of the fiduciary trust. The Board shall discharge its fiduciary duties of due care and duty of loyalty in accordance with the laws of the State of Delaware and New York governing non-profit institutions and charitable trusts. As a Director, each member shall act in good faith and in a manner he or she reasonably believes to be in the best interest of AHCES. Directors shall be responsible for making and maintaining its general policies, standards, conditions, and operational continuity.

Each Director shall devote such time and attention as required to oversee the affairs of AHCES and ensure that AHCES and the members of its Board act with informed consent. Directors shall maintain the necessary protocols to ensure the protection of its status as a non-profit, tax-exempt institution.

Directors shall serve AHCES and the public. They should not attempt to derive any personal monetary advantage from their service or affiliation with AHCES.

II-B. The Individual Director and the Board

Unless specifically authorized to do so by the vote of the Board, no Director shall act in the name or on behalf of AHCES with respect to third parties. All actions shall be taken as a board, committee, or subcommittee, or otherwise in conformance with the Certificate of Incorporation, By-Laws, or applicable resolutions as provided under Delaware and New York law. Directors with special areas of interest within AHCES should understand that advocacy for those interests should be advanced only within the framework of AHCES's interests as a whole unless expressly requested to so act by the Board.

II-C. Confidence and Public Disclosure

Directors shall maintain information in confidence as it concerns the operation, financial condition, or administration of AHCES. This does not preclude public disclosure of (i) information that is properly in the public domain; (ii) information that may be required to be disclosed by law or court order; or (iii) information that should be released in fulfilling AHCES's accountability to the public.

II-D. Fiduciary Responsibilities

Directors hold the ultimate fiduciary responsibility for AHCES and for the protection and nurturing of its various assets: the collections and related documentation, the building and space, financial assets, and the Employees. They must develop and define the purposes and related policies of the institution, and ensure that all of AHCES's assets are properly and effectively used for public purposes.

Directors shall provide the proper environment for the physical security and preservation of the collections, and monitor and develop the financial structure of AHCES so that it continues to exist as an institution of vitality and quality. In keeping with their primary responsibility for the protection of AHCES's collections, Directors shall not jeopardize the collections by using them as collateral or by otherwise selling or mortgaging the collections in order to secure funds for operations, buildings, or expansion of the facility.

The Board shall provide and be provided with adequate liability insurance, which is commensurate with that of other museums or similarly situated cultural institutions, for Directors, Employees, Volunteers and invited guests when performing services for AHCES.

II-E. The Board and the President

A vital responsibility of the Board derives from its relationship with the President. The selection of the President and the continuing monitoring of his or her activities are primary Board responsibilities, which shall not be delegated and must be diligently and thoroughly fulfilled.

III. CONFLICTS OF INTEREST

In the event of any conflict between a provision in this Section III and a provision in any other Section of this Code of Ethics the provisions of this Section III shall govern. The purpose of the conflict of interest policy is to protect AHCES's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a Director or Employee of AHCES or might result in a possible excess benefit transaction. This policy is intended to

supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

III-A. Appointment of Directors

The Board or a Nominating Committee of the Board (if AHCES has a Nominating Committee at the relevant time) shall carefully review the credentials and affiliations of proposed new Directors with respect to their qualifications as a Director as to any known or perceived conflicts of interest, prior to calling a vote. All nominees for the Board shall, prior to their election, provide the Board with a completed “Director Disclosure of Conflict of Interest” in the form attached hereto, to assist the Board in such review.

Employees may not serve as Directors. Directors shall seek to avoid any conflict of interest or the appearance of a conflict of interest in their dealings and actions with Employees and Volunteers.

III-B. Disclosure Statements

As a condition to their service, Directors, Employees (including Key Employees) and Volunteers shall file annually (i) in the case of Directors, with the Board and the Chairman of the Audit Committee and (ii) in the case of Employees and Volunteers, with the President, a statement disclosing any actual or possibly perceived conflicts of interest. In addition, Directors shall disclose to the Board and the Chairman of the Audit Committee, (x) (A) any entity of which such person is an officer, director, member, owner (either as a sole proprietor or a partner) or employee and (B) with which AHCES has a relationship, and (y) any transaction (or proposed transaction) in which AHCES is a participant and in which such Director might have a conflicting interest. Copies of the respective disclosure forms are attached as Exhibits to this Code of Ethics.

A conflict of interest involves any interest that might affect, or might reasonably appear to affect, the judgment of any Interested Person in a manner that is adverse to the interests of AHCES or its Affiliates and may arise from personal, familial, business, financial or organizational interests and affiliations, outside employment, personal collecting or other activities in conflict with the mission of AHCES. As an illustrative, non-exhaustive set of examples, an individual may have a conflict of interest if such individual or a Family Member of such individual:

(i) holds office with, serves on a board of, participates in the management of or is employed by a party that is involved in a transaction, agreement or arrangement (or potential transaction, agreement or arrangement) with AHCES or its Affiliates or whose interests could be perceived to compete with those of AHCES;

(ii) derives or is contemplated to derive remuneration or other financial benefit in connection with a transaction, agreement or arrangement (or potential transaction, agreement or arrangement) with AHCES or its Affiliates;

(iii) receives gifts or favors from any third party on the basis of such person’s position with AHCES or any of its Affiliates (other than occasional gifts or favors that are not material);
or

(iv) engages in any outside employment or other activity that will materially encroach on such individual's obligations and duties to AHCES or any of its Affiliates, compete with the activities of AHCES or any of its Affiliates or imply sponsorship or support by AHCES or any of its Affiliates of any outside employment or other activity by such individual.

This Code of Ethics cannot describe all potential conflicts of interest. Interested Persons should exercise the highest standards of ethical judgment and err on the side of caution, being mindful of the importance of paying attention to appearances as well as to actual conflicts. Interested Parties are required (i) to act in the best interest of AHCES and (ii) to comply with the requirements set forth herein and all applicable legal requirements.

A conflict of interest is not, however, inherently illegal or improper, nor is it necessarily a reflection upon the integrity of the Interested Person involved. AHCES benefits from the knowledge, contacts and interests Directors and Key Employees have in a wide range of areas, in both their business and personal affairs. As provided in this Code of Ethics, it is for the Board to determine, in the first instance, whether in light of disclosed circumstances and after exercising due diligence, a conflict of interest exists, and if so, what measures are appropriate. In addition, a proposed Related Party Transaction shall always be subject to the procedures set forth herein.

III-C. Conflicts of Interest While in Service to AHCES

If AHCES engages in an activity where there is a possible conflict of interest between AHCES and an outside or personal interest of an Interested Person, such outside or personal interest shall be disclosed immediately to the entire Board and shall be recorded in AHCES's records, including in the minutes of meetings of the Board at which such conflict was discussed or voted upon.

If any Interested Person is aware of (i) any transaction or proposed transaction involving AHCES or its Affiliates that is, or in the case of a proposed transaction would be, a Related Party Transaction, or (ii) any other facts or circumstances that constitute, or could reasonably be expected to constitute an Interested Person having a conflict of interest, such Interested Person must in good faith disclose to the Audit Committee, or if there is no Audit Committee of the Board at the relevant time, to the Board, all material facts to such person's knowledge regarding such Related Party Transaction (and such person's interest in such Related Party Transaction) or potential conflict of interest, as applicable. This disclosure shall also apply if the outside or personal interest involves a person close to the Director, such as an Affiliate of the Director.

When an Interested Person has disclosed, or the Board otherwise becomes aware of, a possible conflict of interest, the Board shall determine, after exercising due diligence, whether such a conflict exists and what measures are appropriate under the circumstances. In no event shall the Interested Person who is involved in a potential Related Party Transaction, or who may potentially have a conflict of interest, (i) be present at or participate in any deliberation or vote on the matter giving rise to such conflict, or (ii) influence the deliberation or voting on whether a transaction constitutes a Related Party Transaction or the matter giving rise to the potential conflict (as applicable); *provided that*, for the avoidance of doubt, the Board, or a committee thereof, shall not be prohibited from requesting that the Interested Person who is involved in a potential Related Party Transaction, or who may potentially have a conflict of interest, present

information as background or answer questions at a meeting of the Board or a committee thereof prior to the commencement of deliberations or voting related thereto. If a case arises in which neither disclosure nor abstention appears to be sufficient, the only appropriate solution may be resignation of the Interested Person.

III-D. Service on Outside Boards or Commissions

Directors, Employees, and Volunteers may serve on Boards or Commissions of other organizations so long as they notify the Board (Directors) or the President (Employees and Volunteers) in advance as to any potential, or perceived, conflicts of interest and such disclosure becomes part of the Disclosure Statement of such person. The overriding principle is that such service must not compromise the individual's ability to act with total objectivity in performing his/her services to AHCES.

III-E. Approval of Certain Proposed Transactions

Any transaction identified by the Board as a Related Party Transaction, or such other transaction for which the Board has determined that the procedures of this Section shall be followed, should not be entered into without approval by the Board, even if such transaction would not otherwise require Board approval.

At or in preparation for any meeting of the Board to deliberate or vote in relation to a Related Party Transaction, or such other transaction as the Board has determined that the procedures of this Section shall apply, the Board may request (and nothing shall prohibit the Board from requesting) the relevant Interested Person to present information and answer questions concerning such transaction. Such Interested Person shall, however, leave the Board meeting prior to the commencement of any deliberations concerning such transaction and shall not participate in any vote concerning it. Such Interested Person is also prohibited from participating in or attempting, directly or indirectly, to improperly influence the deliberation or voting on such transaction.

At the outset of considering any proposed Related Party Transaction, or such other transaction as the Board has determined that the procedures of this Section shall apply, the Board shall initially consider whether the Interested Person's financial interest in the transaction is substantial. If so, the Board shall, before AHCES enters into such transaction, consider whether a transaction, not constituting a Related Party Transaction is with reasonable efforts available as a feasible alternative. The Board may appoint a committee to investigate alternative transactions, as well as engage professional advisors or other disinterested persons to assist in such investigation. If the Board determines that a more advantageous transaction is with reasonable efforts available as a feasible alternative to the proposed transaction, the Board shall not approve such transaction unless AHCES first attempts unsuccessfully to consummate the identified alternative transaction.

In any event, AHCES shall not enter into any proposed transaction known to be or otherwise identified as a Related Party Transaction, or such other transaction for which the Board has determined that the procedures of this Section shall be followed (regardless of whether the Interested Person's financial interest in the transaction is substantial) unless the Board shall have first determined that such transaction is, at the time of such determination, fair, reasonable and in

AHCES's best interest and such transaction is approved by not less than a majority vote of the Directors entitled to vote thereon. The Board shall document, including in the minutes of meetings of the Board at which the conflict was discussed or voted upon, such determination and the record of any votes taken in connection therewith.

III-F. Delegation

The Board may delegate to an Ethics Committee (if AHCES has an Ethics Committee at the relevant time), Audit Committee or any other committee of the Board, either across the board, in broad categories or in a specific situation, authority to review and approve Related Party Transactions, or such other transaction for which the Board has determined that the procedures of Section III-E shall be followed, as well as to determine whether a conflict of interest exists and appropriate responsive measures, all as contemplated in this Code of Ethics, in which case relevant references in Section III to the Board shall for such purposes be deemed to refer to such committee, *provided that* if any such transaction would, independent of this Code of Ethics, require approval by the Board, such committee shall provide the Board with the results of its review of such transactions and its recommendation whether such transaction should be approved, and the Board shall make the final determination whether to approve such transaction. The Board contemporaneously document, including in the minutes of meetings of the Board, the basis of the Board's approval (if applicable), and the consideration of any alternative transactions.

III-G. Violations of the Conflict of Interest policy

If the Board or a committee thereof has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or a committee thereof determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

IV. ETHICS COMMITTEE

The Board may at any time create an Ethics Committee composed of members of the Board and the President of AHCES, who shall be charged with the review and interpretation of this Code of Ethics. The Ethics Committee may meet as often as it shall please, but no less than once annually.

V. GIFTS, GRATUITIES, OR REWARDS

Directors, Employees, and Volunteers may not accept gifts, gratuities, favors, or rewards for any services rendered in connection with their employment at AHCES. Such individuals may accept nominal gifts from AHCES in recognition of their accomplishments.

Without limiting the foregoing, Directors and Committee Members may not accept gifts, gratuities, favors, or rewards that will compromise, or have the appearance of compromising, their fiduciary duties to AHCES.

VI. COMMERCIAL, SUPPORT, SPONSORSHIP, AND FUNDRAISING PRACTICES

Where it is the policy of AHCES to seek and accept financial and other support from commercial, business, or outside organizations, AHCES will take great care to define clearly the agreed relationship between AHCES and a sponsor. Commercial support and sponsorship may involve ethical considerations and AHCES must ensure that the standards and objectives of AHCES are not compromised by such a relationship.

VII. RELATIONSHIP WITH THE PUBLIC MEDIA

VII-A. Authorized Communication

Only the President and his/her designees, are authorized to speak in the name and on behalf of AHCES.

VII-B. Political Activities

AHCES recognizes the rights of all Directors, Employees and Volunteers to express and promote their personal political views. However, since AHCES is a non-profit, tax-exempt institution and as such shall not engage in political activities or support the candidacy of a political candidate for public office, it is incumbent on Directors, Employees, and Volunteers to conduct their AHCES responsibilities with discretion as to political sensitivities.

VII-C. Community Activities

Directors, Employees and Volunteers need not disclose activities on behalf of voluntary community groups or other public service organizations, except for those organizations that relate directly to AHCES, where such individuals could appear to be acting in an official capacity. Directors, Employees and Volunteers shall conduct themselves such that activities on behalf of community or public service organizations do not reflect adversely on the reputation or integrity of AHCES.

VIII. RELATIONSHIPS BETWEEN DIRECTORS, COMMITTEE MEMBERS, EMPLOYEES AND VOLUNTEERS

VIII-A. Channels of Communication

The channel of all official communications from Employees and Volunteers to the Board, and from the Board to the Employees and Volunteers, shall generally be through the President.

An Employee or Volunteer may have direct contact with Directors and non-staff Committee Members on an individual basis on matters that are directly related to routine department or committee business, communicating in the same way as with the general public. Employees and

Volunteers may work with Directors and Committee Members who volunteer in an individual area with the approval of the President.

VIII-B. Appointment and Responsibilities of the President

Directors must act as a full Board, excluding vacancies, in appointing or dismissing the President, and the relationship between President and Board must reflect the primacy of institutional goals over all interpersonal considerations.

The President has an obligation to provide the Directors with current and complete financial information in comprehensible form on a timely basis; to bring before the Board any matters involving policy questions not already determined; and to keep them informed on a timely basis of all other significant or substantial matters or intended action affecting the institution as well as to respond to reasonable requests or directives from time to time from the Board.

The President must carry out the policies established by the Directors, and adhere to the budget approved by the Board. Whenever it is necessary to deviate from established policies or to alter or exceed budget guidelines, the President should notify the Board in advance and request appropriate approval.

IX. CERTIFICATION OF FINANCIAL REPORTS

The appropriate Employees, if any, having access and responsibility for financial information and records of AHCES shall certify to the Board the accuracy of financial statements, establishment and effectiveness of internal controls over financial reporting, and disclosure of material weaknesses to the Audit Committee and the external auditor of AHCES, if any.

IX-A. Annual Audit

AHCES shall in all cases comply with the state and federal laws relating to the maintenance of its financial records and reporting obligations. If required by applicable law, AHCES shall engage an independent auditor to conduct an audit of AHCES's financial records on an annual basis, and present its findings to the Board and Audit Committee.

IX-B. Compensation of Directors

Directors receive no compensation for their service to AHCES.

IX-C. Practices and Conduct

The President and the Board shall adopt and maintain policies and procedures to enable Directors, Employees (including Key Employees) and Volunteers to express and identify issues relating to the misconduct of any person and/or inappropriate practices or operations of AHCES.

**ALLIES OF HISPANIC CULTURE, EDUCATION AND SCIENCE FOUNDATION
(AHCES)**

DIRECTOR DISCLOSURE OF CONFLICTS OF INTEREST

To be filed with the President at least annually in January by each AHCES Director.

I have carefully reviewed AHCES’s Code of Ethics, including provisions concerning Conflicts of Interest.

Activities and financial interests that I have had during the past twelve months, or presently have, which might create or be viewed as a possible conflict of interest, are listed below. Should a conflict arise before my next annual filing, I will inform the President.

Sincerely,

(name)

(date)

Do you have any conflicts of interest? Yes No

If “yes” please describe:

Please identify (i) any entity for which you are an officer, director, member, owner (either as a sole proprietor or a partner), or employee and (ii) with whom AHCES has a relationship:

Please identify any transaction (or proposed transaction) in which AHCES is a participant and in which you might have a conflicting interest:

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EMPLOYEE DISCLOSURE OF CONFLICTS OF INTEREST

Please complete this form and file it with the President annually in January.

Name of Employee: _____

Position at AHCES: _____

Outside employment and/or volunteer positions, and your primary responsibilities:

Do any of these employment and/or volunteer positions relate to your usual responsibilities or service at AHCES? If so, please explain:

I have reviewed and will adhere to AHCES's Code of Ethics, including provisions concerning Conflicts of Interest.

Signature of Employee: _____ Date: _____

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VOLUNTEER DISCLOSURE OF CONFLICTS OF INTEREST

Please complete this form and file it with the President annually in January.

Name of Volunteer: _____

Position at AHCES: _____

Outside employment and/or volunteer positions, and your primary responsibilities:

Do any of these employment and/or volunteer positions relate to your usual responsibilities or service at AHCES? If so, please explain:

I have reviewed and will adhere to AHCES's Code of Ethics, including provisions concerning Conflicts of Interest.

Signature of Volunteer: _____ Date: _____