



The Human Potential Center

(a nonprofit educational 501(c)(3) organization)

Policy on Conflict of Interest

It shall be the policy of the Board of Directors of the Human Potential Center that all officers and directors shall avoid conflicts between their personal business interests and those of the corporation at all times. Any director or officer who has a personal interest of any kind in any corporation, company or other business entity that plans to do business with the corporation, shall promptly and fully disclose the full nature of that personal interest to all other members of the Board of Directors prior to any action being taken on the matter by the Board.

A business entity in which an officer or director has a personal interest may do business with the corporation after such disclosure has been made only if the goods or services to be provided are at or below fair market value for similar goods or services in the area, and only if such a transaction is deemed by the Board of Directors to be in the best interest of the corporation. Any officer or director with such a personal interest shall abstain for any vote involving any such matter, and the abstention shall be noted in the minutes. The presence of any officer or director during any discussion of the matter in order to provide factual information about the proposed transaction shall not be considered a conflict of interest, nor shall it be considered to taint the final decision of the Board in any way.

All officers and directors of the Human Potential Center shall comply with this policy at all times.

This policy shall take effect and be in force from and after March 1, 2006.

Signatures of Directors:

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