

Moto Recovery, Inc.

Conflict of Interest Policy

Purpose

The purpose of this Conflict of Interest Policy is to protect the interests of Moto Recovery, Inc. (the "Organization") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director, Executive Director, or member of the Organization. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest in nonprofit organizations.

Definitions

1. **Interested Person:** Any director, officer, Executive Director, or member who has a direct or indirect financial, professional, or personal interest in a transaction or decision involving the Organization.
 2. **Conflict of Interest:** A situation in which an Interested Person has a personal, financial, or other interest that could interfere with their duty to act in the best interests of the Organization.
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Procedures

1. **Disclosure:**
 - Any Interested Person must disclose the existence of the conflict and all material facts to the Board of Directors or applicable committee.
 - Disclosure should occur before the Board or committee takes action on the matter.
2. **Recusal:**
 - The Interested Person must recuse themselves from discussions and voting on the transaction or decision where the conflict exists.

3. Determination:

- The Board or committee shall determine whether a conflict of interest exists and whether the proposed transaction or arrangement is in the best interest of the Organization.
- Approval of the transaction requires a majority vote of the disinterested directors or members.

4. Documentation:

- All disclosures, deliberations, and votes related to conflicts of interest must be documented in the minutes of the Board or committee meetings.

Compensation

1. No director, officer, or Executive Director may receive compensation that is excessive or not reasonable in relation to the services rendered.
2. The determination of reasonable compensation shall be made by the disinterested directors and documented in the minutes.

Annual Statements

Each director, officer, and Executive Director shall annually sign a statement affirming that they:

1. Have received a copy of the Conflict of Interest Policy.
2. Have read and understand the policy.
3. Have disclosed all potential conflicts of interest.
4. Agree to comply with the policy.

Records

The signed annual statements and minutes documenting conflict-of-interest discussions shall be maintained by the Secretary as part of the Organization's official records.

Violations

1. If the Board or committee has reasonable cause to believe that an Interested Person has failed to disclose a conflict, it shall inform the person and allow them to explain.
2. If the explanation is unsatisfactory, the Board may take appropriate corrective action, including removal from a position or other remedies consistent with nonprofit law.

This policy is intended to **ensure transparency, protect the nonprofit's tax-exempt status, and maintain public trust** while allowing officers and members to engage fully in the organization's mission.