

Stansbury Service Agency

Confidentiality and Conflict of Interest Policy and Disclosure Form

Confidentiality

As an Employee, Manager or a Member of the Board of the Stansbury Service Agency (the "Agency"), I recognize that I owe certain duties to the Agency. This includes a duty of confidentiality. All confidential, private or otherwise protected information and documentation concerning the Agency that I receive from the Agency in connection with my service on the Board or as an Employee or the Manager of the Agency will be treated with strict confidentiality. Neither the contents nor the existence of any confidential, private or otherwise protected information or documentation concerning the Agency will be shared by me with anyone other than the officers, directors, employees, and authorized agents of the Agency, without the written consent of the Chairman of the Board of the Agency or as authorized or required by law. I will direct any questions regarding my confidentiality obligations to the Chairman of the Board of the Agency.

Conflicts of Interest

As an Employee, Manager or a Member of the Board of the Agency, I also recognize that I owe a duty of loyalty to the Agency. This duty requires me to avoid conflicts of interest and to act at all times in the best interests of the Agency. The purpose of the Conflicts of Interest Policy (set forth below) is to help inform Employees of, the Manager of and the Board of the Agency about what constitutes a conflict of interest, assist the Board in identifying and disclosing actual and potential conflicts, and help ensure the avoidance of conflicts of interest where necessary. This Policy may be enforced against Employees, the Manager and individual Members of the Board as described below:

1. All Employees, the Manager and all Board Members have a duty to conduct themselves without conflict to the interests of the Agency. In their capacity as an Employee, Manager or Member of the Board, they must subordinate their personal, individual business, third-party, and other interests to the welfare and best interests of the Agency.
2. A conflict of interest is conduct, a transaction or relationship that presents or might conflict with an Employee's, the Manager's or a Board Member's

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obligations owed to the Agency and the Employee's, Manager's or Board Member's personal, business or other interests.

3. All conflicts of interest are not necessarily prohibited or harmful to the Agency. However, full disclosure of all actual and potential conflicts, and a determination by the disinterested Board, with the interested Board Member(s) (if any), recused from participating in debates and voting on the matter - are required.

4. All actual and potential conflicts of interests shall be disclosed to the Manager of the Agency and to the Chairman of the Board of the Agency through the annual disclosure form and/or directly to the Manager and Chairman of the Board in writing whenever a conflict arises. The Manager (unless conflicted) and the disinterested Members of the Board shall then make a determination as to whether a prohibited conflict exists and what subsequent action is appropriate (if any). The Board shall retain the ultimate enforcement authority with respect to the interpretation and application of this Policy.
5. On an annual basis, all Employees, the Manager and all Board Members shall be provided with a copy of this Policy and shall be required to complete and sign the Acknowledgment and Disclosure Form below. All completed forms shall be provided to and reviewed by the Chairman of the Board and the Manager. Further, unless previously disclosed on the Annual Disclosure Form, all Employees, the Manager and all Board Members shall disclose any conflicts of interest to the Manager and Chairman of the Board in writing whenever a conflict arises.

**CONFLICTS OF INTEREST ACKNOWLEDGMENT
AND DISCLOSURE FORM**

I have read the Conflicts of Interest Policy set forth above and agree to comply fully with its terms and conditions at all times during my service as an Employee, the Manager or Member of the Board of the Stansbury Service Agency. If at any time following the submission of this form I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Manager and Chairman of the Board in writing.

