

UNIVERSITY OF CENTRAL FLORIDA
UCF Athletics Association, Inc.
May 16, 2022

Proposed UCF Athletics Association, Inc. Conflict of Interest Policy and Duty to Disclose

Information Discussion Action

Meeting Date for Upcoming Action: Not Applicable

Purpose and Issues to be Considered:

The purpose of the Conflicts of Interest Policy and Duty to Disclose (Policy) is to protect the Corporation’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director, committee member, or anyone who is in a position to exercise substantial influence over the Corporation. The Policy is intended to supplement, but not replace, any applicable state laws governing conflicts of interest applicable to nonprofit corporations.

The Policy also serves as a process to protect individual officers, directors, and key employees from exposure to excess benefit penalties. These penalties are imposed on disqualified persons of tax- exempt organizations (such as board members) if the individual directly or indirectly receives an excess benefit from a transaction with the tax-exempt organization. Penalties may also be assessed against individuals who approve the transaction.

Background Information:

The UCF Athletics Association, Inc. (Corporation) is a tax-exempt entity under federal law and nonprofit and direct support organization (DSO) under state law. Tax exempt entities and their boards are subject rules for private benefit if a board member enters into a transaction with the entity.

Recommended Action:

The Board is being asked to adopt the UCF Athletics Association, Inc. Conflict of Interest Policy and Duty to Disclose.

Alternatives to Decision:

Modify or reject the UCF Athletics Association, Inc. Conflict of Interest Policy and Duty to Disclose.

Fiscal Impact and Source of Funding N/A

Authority for Board of Trustees Action: N/A
Fourth Amended and Restated Bylaws, Article IX.

Contract Reviewed/Approved by Attorney Liaison N/A

Attorney Liaison has approved adding this item to the agenda

AVP for DSOs has approved adding this item to the agenda N/A

Chair of the Board has approved adding this item to the agenda

Submitted by:

Jordan Clark, Associate General Counsel

Supporting Documentation:

Attachment A: Conflicts of Interest Policy and Duty to Disclose

Attachment B: Conflicts of Interest Policy and Duty to Disclose Form

Facilitators/Presenters:

Jordan Clark, Associate General Counsel