

LAFAYETTE COLLEGE
Vendor/Provider Conflict of Interest Policy
for Members of, Advisors to, and Staff to the Committee on Investments

The following statement of policy governs the Investments Committee of the Board of Trustees of Lafayette College (“Investments Committee”), each member of the Investments Committee, advisors to the Investments Committee, and staff to the Investments Committee (collectively referred to hereafter as individuals “associated” with the Investments Committee). The restrictions set forth in this policy are in addition to the fiduciary duties, disclosure obligations, and restraints on participation outlined in the College’s Conflict of Interest Policy (also enclosed).

Trustees and associated individuals are expected to perform their duties in good faith with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner that the Trustee or associated individual reasonably believes to be in the best interest of Lafayette. The duty of loyalty of a Trustee or associated individual requires that he/she disclose if a conflict of interest exists, and shall not participate in a decision that benefits the Trustee, associated individual, or any member of his/her family (spouse, parents, siblings, children or any other relative, hereinafter “related person”). A Trustee or associated individual shall not use for himself/herself, to the detriment of the organization, any information or opportunities available to the organization. Additionally, a Trustee or associated individual shall not request or receive preferential treatment from a provider or vendor of investment services on a more favorable basis than Lafayette as a result of Lafayette’s relationship with such provider or vendor.

Disclosure to Chair of Investments Committee:

If a Trustee on the Investments Committee, associated individuals, or any related person is an officer, director, trustee, partner, employee or agent of a vendor of investment or advising services for Lafayette, has any other direct or indirect dealings with a provider or vendor of such services from which he/she knowingly is financially benefiting through receipt directly or indirectly of cash or other property, is the actual or beneficial owner of the voting stock of such organization, or is an investor in such investing services, he/she shall disclose such relationship to the Chair of the Investments Committee who shall be responsible for the administration of this policy. The person(s) disclosing such relationship should not vote on such matters. If a Trustee has made a disclosure pursuant to the first sentence of the foregoing paragraph and recuses himself/herself from voting on any such matter, the Investments Committee may proceed with the proposed transaction, as long as a quorum exists of voting members who do not have any direct or indirect dealings with the provider or vendor. The Investments Committee shall be responsible for the administration of this policy in accordance with IRS guidelines on disqualified persons.

Disclosure by Investments Committee to Executive Committee:

The Chair of the Investments Committee shall inform the Executive Committee of the Board if it has engaged a provider or vendor to furnish investment or advising services to the College if a Trustee on the Investments Committee or a related person: (1) is an officer, director, trustee, partner, employee or agent of the provider or vendor; (2) is the actual or beneficial owner of more than five (5) percent of the voting stock or holds a controlling interest in the organization; or (3) has direct or indirect financial dealings with such an organization in excess of \$100,000 per year.