

George C. Marshall Foundation Conflict of Interest Statement

Members of the Board of Trustees and Council of Advisors of the George C. Marshall Foundation (Voting and Non-voting), and Members of the Foundation Staff Advising the Board

George C. Marshall Research Foundation By-Laws ARTICLE XIII –Conflicts of Interest

A motion decided, or transaction entered into, by or on behalf of the Foundation, Board, any Committee, or any Subcommittee may be invalidated or adversely affected by the fact any Trustee or employee had an undisclosed direct or indirect personal interest therein. Prior to action on such a motion or transaction, any interested Trustee or employee should fully disclose the material facts of such interest and thereafter refrain from voting on the motion, or authorizing the transaction. Such motion must be decided, or such transaction must be authorized, in accordance with the Bylaws. Any interested Trustee shall not be counted for purposes of a quorum, if applicable, and only disinterested Trustees shall be counted to establish any requisite number of Trustees for voting on, or authorization of, such actions. In the case of any transaction entered into by or on behalf of the Foundation, prior disclosure should be made to the Board, Executive Committee, and any Committee or Subcommittee with jurisdiction over the subject matter. The disclosure should must be made to the entire Board, Committee, or Subcommittee, as the case may be, if the conflict of interest is known before any meeting thereof and action relating thereto is reasonably anticipated to be taken at such meeting; otherwise, disclosure should be made once such conflict becomes apparent. If a proper disclosure was not made, but subsequently discovered, the Board shall decide what the effect of such failure to disclose shall be with respect to any previous action, taking into consideration the circumstances and consequences thereof. Deliberate failure to make a proper disclosure of such material facts shall be good cause for removal from Trusteeship or staff employment, as the case may be.