

# St. Croix Valley Foundation Confidentiality, Conflict of Interest, and Social Media Policies

## CONFIDENTIALITY POLICY

The St. Croix Valley Foundation maintains and manages much information that must be kept confidential. This includes information about donors, prospective donors, grantees, prospective grantees, and wealth advisors and their firms. The effective functioning of the Foundation also requires respecting the confidentiality of discussions that take place and information that is shared in the course of conducting Foundation business.

The Foundation's Board has adopted this Policy on Confidentiality to assist the Foundation's directors, officers, employees, agents, fiduciaries and volunteers in fulfilling their confidentiality obligations and commitments. While the policy addresses some common confidentiality concerns, it is not an exhaustive list of all situations where a confidentiality obligation may arise. Questions about whether information is confidential or about situations in which confidential information may be released or discussed should be directed to the President. As used in this Policy, the term "Foundation personnel" includes the Foundation's directors and officers, employees, agents, fiduciaries, consultants and volunteers.

**General Rule:** Information in the possession of the Foundation and discussions of Foundation business should generally be presumed to be confidential. All Foundation personnel at every level are responsible for maintaining confidentiality.

**Confidentiality of Donor Information:** Except as required by law, the Foundation will not disclose information about a donor or a donor's gift. However, unless otherwise requested by the donor, the Foundation may publish the names of individual donors in the Foundation's Annual Report and other reported listings. In the case of memorial gifts, the Foundation will provide the names of donors to members of the immediate family unless the donor has requested anonymity. The Foundation will not disclose the amount of any gift without the donor's consent. The Foundation may accept anonymous gifts to it on a case-by-case basis.

**Confidentiality with respect to Grant Applicants and Grantees:** The Foundation will not disclose the identity of grant applicants except as necessary to process the application and will protect financial and personal information that applicants submit to it. This includes information provided by applicants for grants to individuals such as scholarships and hardship assistance.

Except in the case of hardship assistance grants to individuals, the Foundation will generally disclose the identity of grantees and the amount awarded.

**Confidentiality of Foundation Business:** Except as authorized by the Foundation's board, or by an appropriate board committee, discussions and records of the Foundation's operations are generally not to be disclosed. This includes information about the Foundation's financial operations, fundraising,



## **CONFLICTS OF INTEREST POLICY**

### **I. Introduction**

The Foundation is a publicly supported charitable foundation serving the communities of the St. Croix River Valley and is dedicated to its mission of expanding private philanthropy in those communities. The Foundation operates within the public trust and strives to maintain the highest code of conduct in all of its operations.

The Foundation recognizes that it can best accomplish its mission when the board of directors, volunteer committee members, staff and other groups associated with the Foundation represent the diverse interests, cultures, occupations and expertise of the community. Thus, the Foundation recognizes that members of the board of directors and others representing or affiliated with the Foundation will from time to time face possible conflicts of interest or situations in which the appearance of conflict of interest could be detrimental to the Foundation and the communities it serves. The Foundation adopts this Policy in recognition of its responsibility to the public trust, in recognition of the importance of fairness and objectivity in its conduct of business, as a means of assuring that every decision of the Foundation is made in the interest of the Foundation and the communities it serves and as a means of publicly codifying its expectations of board, staff and volunteers, and others serving the Foundation.

This Conflict-of-Interest Policy applies to all persons holding positions of responsibility and trust on behalf of the Foundation, including but not limited to members of the board of directors, members of board committees who are not members of the board, volunteer committee members, members of the boards of supporting organizations to the Foundation, and members of the Foundation staff (hereinafter “members”). This Policy shall be provided to each member at the time that they are asked to serve the Foundation.

### **II. General Policies and Expectations**

Members of the Foundation are expected to commit themselves to ethical and professional conduct. This includes the proper use of authority and appropriate decorum. It is the expectation that all members as defined above disclose annually, in writing, any potentially conflicting relationships. (See section VI for disclosure details.)

Members must represent unconflicted loyalty to the interest of the Foundation. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups, business interests, personal interests or paid or volunteer service to other organizations. It also supersedes the personal interest of any staff or volunteer member acting as a consumer or client of the Foundation’s services.

It is the policy of the Foundation that no member shall derive any personal profit or gain, directly or indirectly, by reason of his or her service to the Foundation. There may be no self-dealing or any conduct of private business or personal services between any member and the Foundation except those

conducted in an open and objective manner to ensure equal competitive opportunity and equal access to information.

Board members or volunteer committee members must not use their positions to obtain employment in the Foundation for themselves, family members or close associates. Should a board or volunteer committee member desire employment, he or she must first resign.

Board and volunteer committee members may not attempt to exercise individual authority over the policies and operations of the Foundation except through their roles as voting members of the board or volunteer committees. Staff members may not attempt to exercise individual authority over the policies and operations of the Foundation except through their specific job responsibilities and established supervisory structure.

Board members and volunteer committee members in their interaction with the press and the public must recognize the inability of any individual member of the board or committee to speak for the Foundation except as expressly authorized by the board chair. Staff members in their interactions with the press and the public must recognize the inability of any individual staff member to speak for the Foundation except as expressly authorized by the president.

The Foundation will comply with both the letter and spirit of all public disclosure requirements, including the open availability of its Form 990 tax returns. However, all members must hold strictly confidential all issues of a private nature, including, but not limited to, issues related to private businesses, contributions from individuals, businesses and other private entities, and all personnel matters.

### **III. Policies on Conflict of Interest**

In conducting the affairs of the Foundation, duality or conflict of interest shall be presumed when a person to whom this policy applies or a member of his/her immediate family serves as a trustee, officer, staff member or holder of more than 10% of corporate stock of an affected organization or firm; has a formal affiliation or interest in an affected organization or firm; or could expect financial gain or loss from a particular decision.

Before a staff, board or volunteer committee member begins his or her service with the Foundation, he or she shall file with the president of the Foundation a list of his or her principal business activities, as well as involvement with other charitable and business organizations, vendors or business interests, or with any other associations that might produce a conflict of interest.

In addition to the disclosure required by the previous paragraph, each member is under an obligation to the Foundation, to his or her fellow staff or volunteers, and to the community served by the Foundation to inform the Foundation of any position he or she holds or of any business or a vocational activity that may result in a possible conflict of interest or bias for or against a particular grantee, action or policy, at the time such grant, action or policy is under consideration by the board or any volunteer committee of the Foundation. Any duality or possible conflict of interest on the part of any member shall be disclosed

to the chair of the board (in the case of volunteers) or the president (in the case of staff members) and made a matter of record as soon as the issue in question is raised and a possible conflict is known.

When the board, committee or staff is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall physically absent herself or himself without comment from not only the vote, but also from the deliberation, unless directly requested by the chair of the board or relevant committee to provide factual information or answer factual questions that may assist the board or committee in making a wise decision. In no case shall that member vote on such matter or attempt to exert personal influence in connection therewith.

Disclosure and abstention shall be recorded in the minutes of the meeting(s) at which the issue is discussed and decided.

In any situation not specifically covered by the previous sections of this policy, members shall consider carefully any potential conflict of their personal interests with the interests of the Foundation and refrain from any action that might be perceived as an actual or apparent conflict of interest.

#### **IV. Examples of Appropriate Actions Under This Policy**

**Example 1.** An officer or other paid employee of a bank or other financial institution who is also a board or finance committee member of the Foundation should inform the chair of the board of his or her potential conflict of interest and abstain from discussing or voting on the retaining, employing or dismissing of his or her financial institution as an investment manager of the Foundation.

**Example 2.** A board or distributions committee member who is also a board, staff or committee member of a proposed grantee should inform the chair of his or her conflict of interest and abstain from voting on or discussing any motion for or against the proposed grant, except as expressly requested by the chair to provide factual information or answer factual questions that would be useful to the board or committee in making its decisions. If several grants are being voted upon concurrently, the Board or committee member must voice his or her conflict of interest to the chair before the vote so that a vote on the grant with which there is a conflict may be taken separately.

**Example 3.** A Board or Committee member whose personal financial interests could be positively or adversely affected by the Foundation's accepting, holding or disposing of a particular gift from a donor or by knowledge of the gift should inform the chair of his or her potential conflict of interest; refrain from seeking, obtaining or reviewing non-public information about the gift; and abstain from discussing or voting on acceptance of the gift.

#### **V. Duties of the Board Chair and the President**

The chair of the board shall be responsible for the application and interpretation of these policies as they relate to board members, volunteer committee members or the president. The president shall be responsible for the application and interpretation of the above policies as they relate to members of the Foundation's staff.





## **SOCIAL MEDIA POLICY**

This policy applies to St. Croix Valley Foundation staff, members of its board of directors, and to any other persons, such as committee members, who may possess confidential or proprietary information about the Foundation. This policy refers to such persons as “Foundation personnel.”

In order to communicate freely and openly with donors, grantees, and members of the public, the Foundation itself maintains a social media presence, including through its web site, Meta Platforms, X (formerly Twitter), LinkedIn and blog. The Foundation continually seeks out new and improved methods of communication and will add different forms of social media as it deems appropriate. Accordingly, the Foundation has given authority to certain Foundation personnel to maintain its social media presence and may invite others to submit postings. This policy does not cover these activities.

The Foundation takes no position on its personnel’s decision to start or maintain a blog or participate in other social media or social networking (collectively referred to as “Social Media”) activities. However, it is the right and duty of the Foundation to protect itself from unauthorized disclosure of confidential and/or proprietary information and from having Foundation personnel indicate that they are speaking on behalf of the Foundation when they are not authorized to do so.

Social Media includes, but is not limited to, personal blogs; sites such as Facebook, LinkedIn, Instagram, and X; video or wiki postings; chat rooms; personal websites; or other similar forms of online journals, diaries, or personal newsletters not affiliated with the Foundation.

### **Personal Use of Social Media**

The Foundation respects the right of its personnel to write blogs and use social media and social networking sites. The Foundation does not want to discourage its personnel from self-publishing and self-expression, and the Foundation takes a neutral position toward personnel who use Social Media in connection with personal interests and affiliations, or for other lawful purposes. However, Foundation personnel are expected to follow the guidelines and policies set forth to make clear that comments and posts are made by personnel as an individual, not by personnel as an employee, agent, or representative of the Foundation.

Unless specifically authorized in writing by the Foundation’s President and CEO, Foundation personnel are not authorized to, and therefore are restricted from, speaking on behalf of the Foundation through Social Media.

Foundation personnel must adhere to the Foundation’s Policy on Confidentiality in their use of Social Media. This means they may not discuss any confidential and/or proprietary work-related matters or information through Social Media. Likewise, personnel may not post through Social Media confidential and/or proprietary donor, grantee or Foundation-related documents, or post any information that would violate the Foundation’s Policy on Confidentiality.

Foundation personnel are personally responsible for commentary and posts through Social Media. Foundation personnel can be held personally liable for commentary that is considered defamatory, threatening, intimidating, harassing, obscene, proprietary or libelous.

As with all personal use of the Foundation’s information technology resources, use of the Foundation’s IT resources to conduct personal Social Media activities should be kept to a minimum and not disrupt work activities. Excessive or inappropriate personal use of the Foundation’s IT resources for Social Media purposes will be subject to disciplinary action, up to and including termination.



When using Social Media, Foundation personnel must use a personal e-mail address and may not use a Foundation e-mail address as means of identification and communication.

If personnel choose to identify as a Foundation employee, board member, or volunteer through Social Media, please understand that some readers may view this individual as a spokesperson for the Foundation. Because of this possibility, we ask that when using Social Media, Foundation personnel state clearly that they are speaking on behalf of themselves, that comments, posts, and views are their own, and that they are not authorized to speak on behalf of the Foundation.

**Monitoring**

Foundation personnel are cautioned that they should have no expectation of privacy while using Social Media. Postings can be reviewed by anyone, including the Foundation. The Foundation will monitor comments, posts, blogs, forums, and discussions about the Foundation, its personnel, its donors, its grantees and community foundations generally that are posted on the Internet or otherwise publicly available.

**Reporting Violations**

The Foundation requests and strongly urges employees to report any violations, or possible or perceived violations, of this policy to supervisors or the Foundation President and CEO. Board members and volunteers are encouraged to report violations to the Board Chair or the Foundation President and CEO. In particular, the Foundation would request a snapshot and/or printout of the page(s) believed to contain the violation so that the Foundation may examine the entire context of the alleged violation.

**Discipline for Violations**

In the case of Foundation employees, violation of the Foundation’s Social Media policy will result in disciplinary action, up to and including termination, depending on the nature and severity of the violation. The Foundation reserves the right to take legal action against personnel who engage in prohibited or unlawful conduct. Violations by members of the board and other volunteers may lead to dismissal from the board or committee on which the volunteer serves.

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