



Women in Institutional Investments Network (WIIN) Conflicts of Interest and Marketing Policy

I. Statement of Purpose

The purpose of this policy is to help to enforce WIIN's fiduciary duty of loyalty under state and federal law, and to ensure the Board is putting the interests of the organization above its own. This policy describes how WIIN regularly and consistently monitors for conflicts of interest by the Board of Directors and the organization at large.

II. Definitions

Directors: includes all Directors currently elected to WIIN's Board, Committee Chairs and other WIIN personnel as determined by the Board.

Conflicts of Interest: includes all conflicts, whether actual, potential, or perceived and whether business related or personal.

Third-Party Organization: includes all organizations WIIN may collaborate with, whether for profit or non-profit, in conducting its business.

III. Objectives

The WIIN Board maintains this Conflicts of Interest and Marketing Policy (the "Policy") to help identify WIIN's most common conflicts of interest and to achieve the following objectives:

- To ensure all Directors of the organization report as to whether she, or any related individual or entity, has a financial interest in any vendor of products or services to, or recipient of product or services from, the organization.
- To evaluate the reputational risk to WIIN's business and non-profit status when collaborating with and/or promoting third-party organizations.
- To ensure clear and transparent communication among the Directors regarding financial decisions impacting WIIN when collaborating with third-party organizations.

IV. Joint Ventures

WIIN will not collaborate with a third-party organization where the activity could be viewed as sharing of profits with a for profit entity without proper due diligence and approval by the Board. Due diligence includes completion of the WIIN Events Due Diligence Risk Questionnaire, attached hereto as Exhibit A.



WIIIN Directors are required to disclose any affiliation with third-party organizations prior to Board approval of the joint venture opportunity.

IV. Marketing

Members and guests at events are expected to adhere to the mission and vision of the organization which is to foster a safe and inclusive environment for women in the institutional investment community to share knowledge. Marketing of products or services directly or indirectly is not in the spirit of our educational gatherings and is explicitly prohibited. Members and guests in violation of this policy may be denied attendance at future events.

Should a third-party organization profit from its partnership with WIIIN, it shall be set forth in writing from the outset of the arrangement that the third party will not market its products or services to WIIIN members or affiliated WIIIN personnel after the initial engagement. WIIIN members may opt-in to receive future communications from a third-party organization should they wish to, but WIIIN will never share the personally identifiable information (PII) of its members with unaffiliated entities.

Consistent with our no marketing policy, WIIIN will not promote or post RFPs of its sponsors or members on its website or otherwise promote a for profit opportunity for a for profit entity.

V. Director Disclosures

Each Director of WIIIN's Board is required to sign the WIIIN Board of Directors Job Description & Covenant upon joining the Board. The Covenant requires the Director guard against all conflicts of interest, whether actual, potential, or perceived and whether business related or personal.

Directors are required to immediately notify the Board of any matter that comes before the Director that potentially gives rise to a conflicts of interest and requires the Director to refrain from participating in any deliberations or decisions regarding the matter until the Board authorizes the Director to do so.

Committee Chairs (or other personnel serving in a programming or philanthropic role of behalf of WIIIN) are also required to immediately notify the Board of any conflicts of interest. Committee Chairs shall also refrain from participating in any deliberations or decisions regarding the matter until the Board authorizes the individual to do so.



VI. Review of the Policy

This Policy shall be reviewed annually, at minimum, by the Governance Committee, or sooner if warranted by internal or external events that pose new potential conflicts of interest. Any changes to the Policy shall be recommended by the Governance Committee to the Board of Directors for approval and be recorded and maintained in the official minutes of the Board.

Adopted: May 24, 2021