



Women in Cable  
Telecommunications™

## WOMEN IN CABLE TELECOMMUNICATIONS VIRGINIA CHAPTER

### Conflict of Interest Policy

1. **Policy Statement.** Each officer, director, and committee or task force member (“volunteer leader”) should avoid both actual and apparent conflicts of interest that would interfere with their ability to discharge their fiduciary responsibilities to **WOMEN IN CABLE TELECOMMUNICATIONS VIRGINIA CHAPTER (“WICT VA”).** WICT VA encourages its volunteer leaders to follow ethical standards, to be in compliance with all laws, and to avoid any conflict of interest, or appearance of such, including having their titles or affiliation used to publicize personal or company activities, programs, or events (especially those conducted for private profit). Each volunteer leader is required to disclose annually their interests that could give rise to a conflict of interest.
2. **Conflict of Interest Defined.** The term “conflict of interest” includes, but is not limited to, circumstances where a volunteer leader, or a member of his or her immediate family:
  - (a) owns any financial or other proprietary interest in any entity supplying (or seeking to supply) goods or services to WICT;
  - (b) accepts, agrees to accept or solicits any substantial benefit from a third party on account of that party’s past, present, or future business relationship with WICT;
  - (c) receives any substantial financial benefit from a pending decision of WICT or from an organization or individual being evaluated by WICT; or
  - (d) serves as an officer, director or committee member of any competing organization, i.e., any nonprofit or business enterprise whose purposes, products, and/or services compete with those of WICT.
3. **Disclosure of the Existence of a Conflict.** If any volunteer leader of WICT knows, believes, or has reason to know or believe, that he/she has a conflict of interest or a potential conflict of interest with respect to any transaction involving WICT, any decision of the Board, any decision of a committee or task force, or any action taken by an officer

("transaction"), such person shall inform the Board of the Committee of the existence of such conflict of interest or potential conflict of interest.

4. **Effect of the Existence of a Conflict of Interest.** In the event that it is determined that a conflict of interest exists, and the volunteer leader has made full disclosure of the facts surrounding the conflict, then the Board of Directors shall determine whether the volunteer leader may fully participate in the deliberations and vote on the affected transaction. If the volunteer leader merely discloses the existence of the conflict of interest or potential conflict of interest, yet fails to disclose or is prohibited from disclosing all material facts regarding the conflict, then such volunteer leader shall be prohibited in participating in any manner or form in the deliberations or decisions regarding the affected transaction.
  
5. **Resignation.** No individual who has an actual conflict of interest shall be required to resign his or her position with **WICT VA** merely because of the existence of a conflict; however, the remaining members of the Board of Directors may make a fair and full evaluation of all facts pertaining to the conflict of interest to determine its extent. If the remaining members of the Board of Directors make a determination in writing that the nature and extent of the conflict of interest is so substantial and of such a continuing nature that it would be impossible for the volunteer leader to discharge the duties of his or her office with the requisite degree of loyalty and integrity , then the Board of Directors may require the resignation of the volunteer leader who is subject to the conflict of interest or secure removal of the volunteer leader as permitted by law.





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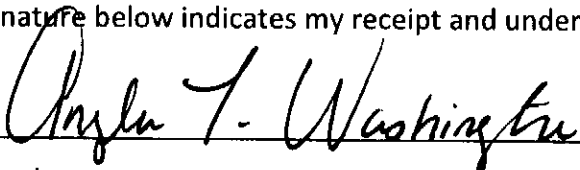
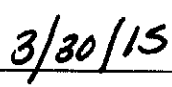
### Whistleblower Policy

1. **Reporting Responsibility.** It is the responsibility of **WOMEN IN CABLE TELECOMMUNICATIONS VIRGINIA CHAPTER (“WICT VA”)** volunteer leaders to report violations or suspected violations of the law or **WICT VA** policy in all operations, including, but not limited to, accounting practices, internal controls and auditing, pursuant to this Whistleblower Policy.
2. **No Retaliation.** No person who in good faith reports a violation shall suffer harassment, relation or adverse consequence. A volunteer leader who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of chapter volunteer leadership. This Whistleblower Policy is intended to encourage and enable volunteer leaders and others to raise serious concerns within the organization prior to seeking resolution outside the organization.
3. **Reporting Violations.** Volunteer leaders should share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, a chapter president is in the best position to address an area of concern. However, if a volunteer leader is not comfortable speaking with a chapter president or not satisfied with a chapter president’s response, the volunteer leader is encouraged to speak with the Vice President (VP) of Membership & Chapter Development at WICT National, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or if a volunteer leader is not satisfied or comfortable with the following organization’s open door policy, volunteer leaders should contact the VP of Membership & Chapter Development directly.
4. **VP of Membership & Chapter Development.** The organization’s VP of Membership & Chapter Development is responsible for investigating and resolving all reported complaints and allegations and shall advise the chapter advisor concerning such proceedings. If the chapter advisor is being reported, the VP of Membership & Chapter

Development is responsible for advising the chapter president and ensuring the right chain of command is followed up to and including the WICT President and CEO.

5. **Acting in Good Faith.** Anyone filing a complaint concerning a violation or suspected violation under this Whistleblower Policy must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or with knowledge that they are false will be viewed as a serious disciplinary offense.
  
6. **Confidentiality.** Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.
  
7. **Handling of Reported Violations.** The VP of Membership & Chapter Development will notify the sender and acknowledge receipt of the reported violation or suspected violation within a reasonable amount of time. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

My signature below indicates my receipt and understanding of this policy.

   
\_\_\_\_\_  
Signature Date

Name: Angela Washington  
Title: Marketing Manager  
Volunteer Leadership Position: President  
Chapter: Virginia  
Email: Angela.Washington@emp.shentel.com