

**DAMAR SERVICES, INC
6324 KENTUCKY AVENUE
P.O. BOX 41
CAMBY, INDIANA 46113**

POLICY OF THE BOARD OF DIRECTORS

SUBJECT: Conflict of Interest

RESOLUTION

DATE ADOPTED: 11-18-98

The Board of Directors recognizes that potential or perceived conflicts of interest may exist on the part of officers, directors, or employees in carrying out their respective roles with Damar Services, Inc. ("Damar"). It is the policy of the Board of Directors that officers, directors, and employees shall have the continuing, affirmative duty to report any personal ownership, interest, or other relationship that might affect their ability to exercise impartial, ethical, and business judgments in the area of their responsibilities. This policy shall be further subject to the following principles:

- 1) Officers, directors, and employees of Damar shall conduct their responsibilities with respect to suppliers, customers, and other persons doing or seeking to do business with Damar in a completely impartial manner, without favor or preference based upon any consideration other than the best interests of Damar.
- 2) Officers, directors, and employees shall not seek or accept, directly or indirectly, any payments, fees, services, or loans from any person or business entity that does or seeks to do business with Damar. This does not, however, prohibit an officer, director, or employee from receiving compensation for services that such person or their employer may render to Damar or from purchasing services on their own behalf from entities that also perform services for Damar.
- 3) Officers, director, and employees shall not seek or accept for themselves or any members of their families from any person or business entity that does or seeks to do business with Damar any gifts, entertainment, or other favors of a character that goes beyond common courtesies consistent with ethical and accepted business practices.
- 4) Directors who own, directly or indirectly, a significant financial interest in, or who manage or are employed by, any business entity that does or seeks to do business with Damar, shall refrain from (a) voting on any issue pertaining to that relationship, (b) serving as Chairman of a committee relevant to that business's relationship with Damar, or (c) serving as that

business's primary contact with, or account manager with respect to, Damar.

- 5) Paid officers and employees shall not conduct business on behalf of Damar with an individual or a business entity with whom the officer or employee, or a relative of the officer or employee, is associated, except where such dealings have been disclosed and specific approval and authorization have been given.
- 6) Employees who own either directly or indirectly, or who accept a directorship or other management position with a business entity that does or seeks to do business with Damar, shall inform the Board and its President of such relationships.
- 7) Directors, officers or employees shall provide disclosure from time to time regarding their participation as a director, officer, or employee of any other nonprofit corporation.
- 8) Director, officers and employees shall provide a disclosure statement from time to time regarding any actual or potential conflict of interest. The Executive Committee of the Board shall be responsible for oversight of all disclosures and/or failures to disclose, and recommendation of appropriate actions to the Board of Directors.
- 9) Directors, officers, and employees who own, directly or indirectly, a significant financial interest in, or who manage or are employed by, any business entity that does business with Damar, shall provide disclosure from time to time regarding the portion or percentage of that business's total annual income that results from business with Damar.
- 10) Paid officers and other employees who participate knowingly in activities that constitute a conflict of interest as described above, without proper reporting of the existence of such a conflict, may be subject to termination of such employment and/or any other sanctions that may be deemed appropriate.

DAMAR SERVICES, INC.
6067 Decatur Blvd
Indianapolis, Indiana 46241

BOARD OF DIRECTORS CONFLICT OF INTEREST DISCLOSURE

Name: _____ Date: _____

It is the policy of Damar Services, Inc. ("Damar") that each director provide an annual disclosure of actual or potential conflicts of interest that arise as a result of that director's membership on the Board of Directors of Damar. In compliance with that policy, each director is required annually to complete and return this conflict of interest disclosure form to Damar.

By signature below, I acknowledge and attest that:

- (1) I have read and understand Damar's Conflict of Interest Policy;
- (2) I am in compliance with Damar's Conflict of Interest Policy;
- (3) I am reporting below or by attached list all actual or potential Conflicts of interest involving me, and of which I am aware, that arise as a result of my membership on the Board of Director of Damar;
- (4) If I own, directly or indirectly, a significant financial interest in, or Manage or are employed by, any business entity that does business with Damar, I am reporting below the portion or percentage of that business's total annual revenue that results from business with Damar;
- (5) I am reporting below my current participation as director, officer, or employee of any other nonprofit corporation; and
- (6) I will report promptly any changes in my affairs that might affect my compliance with Damar's conflict of interest policy.

Signature: _____ Date: _____

(Please complete attached sheet)

Please list actual or potential conflicts of interest that arise as a result of your membership on Damar's Board of Directors (use back of page or additional sheets if necessary):

What is the percentage of your business's total annual revenue that results from business with Damar:

Please list the nonprofit corporations, other than Damar, in which you participate as a director, officer or employee: