

**Conflict of Interest Policy and Disclosure Form
for Challenge Board of Directors**

A conflict of interest is defined as an actual or perceived interest by a member of the Board of Directors in an action that results in, or has the appearance of resulting in, personal, organizational, or professional gain. A conflict of interest exists when there is evidence of or the appearance that a Board Member’s personal interests have influenced or may influence Challenge transactions or operations, or that these interests take precedence over the interests, goals, and/or mission of Challenge. A conflict of interest may relate to you, your spouse/partner, family member, business interests, and/or associates.

Pursuant to this policy, each Board Member shall disclose through completion of the attached form any personal interest which he or she may have in any manner pending before Challenge and shall refrain from participation in any decision on such matter.

Considering the period from _____ to _____ (dates)

- | | *Yes | No |
|--|-------------|-----------|
| 1. I (or a party related to me) hold, directly or indirectly a position of financial interest in an outside concern from which Challenge secure goods or services. | _____ | _____ |
| 2. I (or a party related to me) render directive, managerial, or consultative service to, or am an employee of, any outside concern that does business with Challenge. | _____ | _____ |
| 3. I have accepted gifts or other benefits from any outside concern that does, or is seeking to do, business with Challenge. | _____ | _____ |
| 4. At Challenge, I have participated in management decisions concerning transactions that affect or benefit me, my family, or my personal financial interests. | _____ | _____ |
| 5. I (or a party related to me) have received or continue to receive services from Challenge. | _____ | _____ |

* If you answered “Yes” to any of these statements, please provide further explanation and information on any related-party transactions.

I understand that it is my responsibility as a Board Member to adhere to the above policy and contact Challenge’s Compliance Officer to complete a new Disclosure form to inform Challenge of any changes and/or additions regarding disclosure that may occur throughout the year.

(signature)

(date)

(printed name)