

The Alpha Committee of Architecture, Inc.

Rules and Regulations Concerning Conflicts of Interest

Article I – Purpose

These Rules and Regulations concerning Conflicts of Interest (“Rules”) are intended to assist Directors and Officers of Alpha Subdivision Committee, Inc. (the “Corporation”) in identifying, disclosing, and addressing actual, potential, or perceived conflicts of interest. These include financial conflicts, legal adversity, personal conflicts and any other situation that could compromise a Director or Officer’s fiduciary duty or duty of loyalty to the Corporation. These Rules are adopted in accordance with Article 2(c) of the Corporation’s Bylaws.

Article II – Conflict of Interest Defined

Conflict of Interest: Any situation in which a Director or Officer (or any other entity in which the Officer or Director is a member in good standing, owner, manager, director, officer, unpaid volunteer, or active participant) has a personal, legal, or financial interest or position that could influence their judgment in matters affecting the Corporation.

Article III – Disclosure Requirements

Within ten (10) days of the annual meeting at which Directors are elected, all Directors must complete and submit an Annual Conflict of Interest Disclosure Statement disclosing all material facts pertaining to any actual, potential, or perceived Conflicts of Interest. If at any time during the year, the information in the annual statement changes materially, the Director shall disclose such changes and revise the annual disclosure form immediately. The Directors shall regularly and consistently monitor and enforce compliance with this policy by reviewing annual statements and taking such other actions as are necessary for effective oversight.

Article IV – Recusal of Self

Any Director may recuse himself or herself at any time from involvement in any decision or discussion in which the Director believes he or she has or may have a Conflict of Interest, without going through the process for determining whether a Conflict of Interest exists. The minutes shall reflect this recusal.

Article V – Determining Whether a Conflict exists

After disclosure of the financial interest all material facts will be disclosed and reviewed, including discussion with the interested Director. Upon request by a Director the material facts of a nonfinancial interest will be reviewed, including discussion with the interested party. Then the potentially conflicted Director shall leave the Board of Directors meeting while the determination of a Conflict of Interest is discussed and voted upon. The remaining

Directors shall decide if a conflict of Interest exists. The minutes shall reflect the decision of the remaining Directors.

Article VI – Restrictions on Participation

If the disinterested directors determine that a Conflict of Interest exists, the Officer or Director with the Conflict of Interest shall not participate in Board discussions, decisions, or votes on matters related to the Conflict of Interest. Any Director with a Conflict of Interest shall not have access to any Corporation documents or communications relating to the subject of the Conflict of Interest.

Article VII – Violation of Conflicts of Interest Rules

If the Directors have reasonable cause to believe a Officer or Director has failed to disclose actual or possible Conflicts of Interest, it shall inform the Officer or Director of the basis for such belief and afford the Officer or Director an opportunity to explain the alleged failure to disclose. If, after hearing the Officer or Director's response and after making further investigation as warranted by the circumstances, the Directors determine the Officer or Director has failed to disclose an actual or potential Conflict of Interest, it shall take appropriate disciplinary and corrective action which may include censure, suspension from certain duties, or removal from the Board.

Annual Conflict of Interest Disclosure Statement

As a Director or Officer of Alpha Subdivision Committee, Inc., I acknowledge the following:

1. I have received, read, and understand the Rules and Regulations Concerning Conflicts of Interest adopted by the Board of Directors.
2. I agree to comply fully with the terms and spirit of the Rules and that I will be subject to Remedies set forth therein if I fail to do so.
3. I understand that the Corporation is a nonprofit organization and that it must engage primarily in activities which accomplish the purposes stated in its Articles of Incorporation.

I hereby disclose the following actual, potential or perceived conflicts of interest, if any:

If none, please write "None" above.

Signature: _____

Printed Name: _____

Date: _____

Adoption via Written Consent

These Rules are adopted via written consent of all Directors as set forth in Article 5, Section 10 of the Corporation's Bylaws.

Patrick West

10/09/2025

Pat West, Director and President

Date

Dave Minkel, Director

Date

Tom Hanchett, Director

Date

Marsha Miller, Director

Date

Adoption via Written Consent

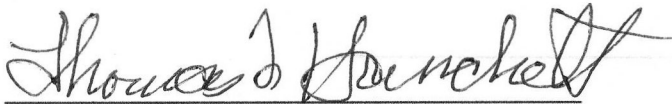
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Pat West, Director and President

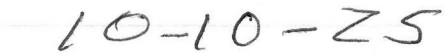
Date

Dave Minkel, Director

Date



Tom Hanchett, Director



Date

Marsha Miller, Director

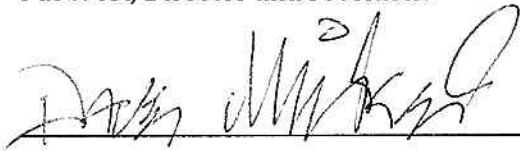
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Pat West, Director and President

Date



Dave Minkel, Director



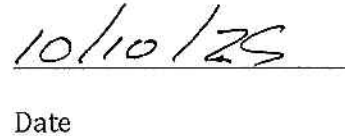
Date

Tom Hanchett, Director

Date



Marsha Miller, Director



Date