

National Cattlemen's Beef Association

BOARD OF DIRECTORS CONFLICT OF INTEREST POLICY

The Board of Directors of the National Cattlemen's Beef Association (NCBA) must act at all times in the best interests of NCBA and not for personal or third-party gain or financial enrichment. When encountering potential conflicts of interest, Board members shall identify the potential conflict and, as required, remove themselves from all discussion and voting on the matter. Specifically, members of the Board of Directors shall:

- avoid placing (and avoid the appearance of placing) one's own self-interest or any third-party interest above that of NCBA; while the receipt of incidental personal or third-party benefit may necessarily flow from certain NCBA activities, such benefit must be merely incidental to the primary benefit to NCBA and its purposes;
- not abuse their Board membership by improperly using their Board membership or NCBA's staff, services, equipment, materials, resources, or property for their personal or third-party gain or pleasure, and shall not represent to third parties that their authority as a Board member extends any further than that which it actually extends;
- not engage in any outside business, professional or other activities that would directly or indirectly materially adversely affect NCBA;
- not engage in or facilitate any discriminatory or harassing behavior directed toward NCBA staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to NCBA;
- not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to NCBA without fully disclosing such items to the Board of Directors;
- provide goods or services to NCBA as a paid vendor to NCBA only after full disclosure to, and advance approval by, the Board, and pursuant to any related procedures adopted by the Board;
- not persuade or attempt to persuade any employee of NCBA to leave the employ of NCBA or to become employed by any person or entity other than NCBA; and
- not persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with NCBA to terminate, curtail or not enter into its relationship to or with NCBA, or to in any way reduce the monetary or other benefits to NCBA of such relationship.

This conflict of interest shall apply to all members of the NCBA Board of Directors, the Executive Committee and Officers.

I have read and agreed to the NCBA Board of Director Conflict of Interest Policy.

Signature

Date

Print Name

4/21/08