

**Kansas Land Trust, Inc.**  
**Code of Ethics Policy**

All persons associated with The Kansas Land Trust (KLT) will remember that the decisions and activities of the Board members and staff, whether or not addressed in this policy, are governed by an overriding requirement of honesty, good faith, and fiduciary responsibility for the organization and to the communities it serves.

**A. Accountability:** The Board is the legal entity for KLT and is responsible for the formulation and maintenance of the organization's general policies and operational continuity. Each Board member must devote time and attention to the affairs of KLT to ensure that all of its actions, including those of staff, are in accordance with its established bylaws. In establishing policies or authorizing activities, the Board must ensure that no policies or activities will jeopardize KLT's basic not-for-profit status or will reflect unfavorably upon KLT as an institution devoted to public service.

**B. Fiduciary Responsibility:** The Board holds the fiduciary responsibility for KLT and for the protection of its assets. These assets include, but are not necessarily limited to land holdings including conservation easements, physical facilities and equipment, financial assets, and the staff itself. Staff are obligated to manage funds as prescribed by the Annual Budget and to report to the Board members on a regular basis. Any significant changes in the organization's budgeted financial obligations (rent, insurance, etc.) must be reported to the Board at the next regular meeting.

**C. Loyalty and Support:** Board members should not attempt to act in an individual capacity. All actions should be taken as a Board, committee, or subcommittee, and in conformance with the bylaws or applicable policies, procedures, and resolutions. Board members should work for KLT as a whole and not as advocates for particular activities or committees or outside interests. They should keep the Executive Director informed of all items about ongoing Board and committee plans. When serving in a volunteer capacity, Board members will work cooperatively and communicate fully with staff members. Staff efforts will be guided by KLT's mission, strategic plans, bylaws, and policies. The Executive Director has the sole supervisory authority over all other staff members. All Board members should contribute to KLT in time, services, or funds as best they can, encourage others to do so, and support its goals without reservation. The donation of goods or services by a board member, a member of his or her family, or an enterprise in which a board member or a member of his or her family has a material financial interest will not be considered a conflict of interest. Board members will not offer business or professional services to KLT when doing so would create a conflict of interest.

**Confidentiality:** Board members and staff should keep information learned during the course of KLT activities in confidence when the information concerns the administration and activities of KLT that are not generally available to the public. KLT's Executive Director has the sole authority to allow disclosure of member and donor information, and may use the Board for advice and

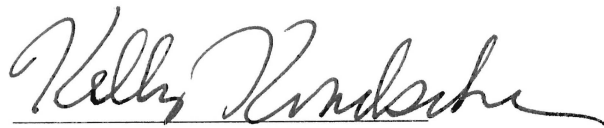
counsel in this regard. In the special case of information pertaining to donated conservation projects and the Donors' motives and status, the Executive Director will decide on the disclosure after obtaining suitable permission from the donors and base the decision on the value to KLT of the disclosure.

**Use of Resources:** Board members, staff, and volunteers will not make unauthorized use of KLT resources for private purposes. Expenditure of KLT funds will always be in accordance with applicable laws and consistent with the terms specified in the budget or, in the case of grants, by the donor of those funds.

**Gifts:** Staff and volunteers will not solicit or accept for personal benefit, directly or indirectly, any gift, loan, service, or anything else of substantial monetary value from any person or firm which sought, or is seeking, assistance or other contractual business, or financial relations with KLT. Meals, accommodations, and travel services provided to the staff on official business may be accepted as long as they are clearly in support of KLT programs.

This policy becomes effective as of April 26, 2011, upon approval of the Board of Directors of the Kansas Land Trust.

Approved by the KLT Board of Directors, April 26, 2011.

A handwritten signature in cursive script, reading "Kelly Kindscher".

Kelly Kindscher, Secretary