

EAST BAY DRAYAGE DRIVERS SECURITY FUND

Conflict of Interest Policy

This Conflict of Interest Policy (“Policy”) is adopted by the Board of Trustees of the East Bay Drayage Drivers Security Fund (the “Fund”) this 7th day of December, 2018.

I. Purpose of Policy

The Fund is an employee welfare benefit plan governed by the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). As the named fiduciaries of the Fund, the Trustees are subject to ERISA’s fiduciary standards of conduct, which include within a broad range of “prohibited transactions” strict rules against self dealing and other conflicts of interest, with the objective that the Trustees and other Fund fiduciaries discharge their duties solely in the interest of the participants and beneficiaries of the Fund. This document is intended to serve as an acknowledgement and affirmation by each Trustee of their responsibilities as a Fund fiduciary and to help each Trustee avoid participation in decisions or transactions involving the Fund that might constitute an actual or potential conflict of interest falling within the strictures of ERISA’s prohibited transaction rules.

II. Scope of Policy

This Policy applies to all Trustees as well as any other individual whom the Board identifies in writing as a fiduciary with respect to the Fund.

III. “Conflict of Interest” Rules

The following prohibitions are subject to any exceptions or exemptions that may be otherwise authorized under ERISA.

- A. Unless permitted by ERISA § 408, no fiduciary shall cause the Fund to engage in a transaction if they know or should know that such transaction constitutes a direct or indirect:
 - 1. Sale or exchange, or leasing, of any property between the Fund and a party in interest; or
 - 2. Lending of money or other extension of credit between the Fund and a party in interest; or
 - 3. Furnishing of goods, services or facilities between the Fund and a party in interest; or
 - 4. Transfer to, or use by or for the benefit of, a party in interest, of any assets of the Fund.

- B. A fiduciary shall not:
 - 1. Deal with the assets of the Fund in their own interest or for their own account; or
 - 2. In their individual or in any other capacity act in any transaction involving the Fund on behalf of a party (or represent a party) whose interests are adverse to the interests of the Fund or the interests of its participants or beneficiaries; or

3. Receive any consideration for their own personal account from any party dealing with such Fund in connection with a transaction involving the assets of the Fund.

IV. Disclosure of Actual or Potential Conflict of Interest

Should any individual covered by this Policy determine or suspect that they possess an actual or potential conflict of interest, such individual must disclose the existence of the financial interest or relationship giving rise to the conflict and disclose all relevant facts prior to participating in any decision to enter into any proposed transaction or arrangement or, if later, as soon as the actual or potential conflict is recognized.

In addition, at least once annually, Trustees and other individuals subject to this Policy will be asked to disclose in writing any relationships or interests that could give rise to a conflict.

For purposes of this Policy, a Trustee's employment by a participating local union, employer or employer association does not in itself require additional disclosure.

V. Procedure Upon Identification of a Conflict of Interest

Consistent with their fiduciary obligations under ERISA, the Trustees may proceed with or continue a transaction despite the existence of an actual or possible conflict of interest involving one or more Trustees or other fiduciaries subject to this Policy if all of the following are observed:

- A. The conflicting interest is fully disclosed and documented in writing;
- B. The Trustee or other fiduciary with the conflict of interest is excluded from the discussion and approval of such transaction and does not attempt to influence the decision in any way; and
- C. The Board determines that the transaction is in the best interest of the Fund, the terms of the transaction are fair with respect to terms available through arms-length transactions in the marketplace, and the transaction does not constitute a non-exempt prohibited transaction under ERISA.

The Board, with the conflicted Trustee or Trustees abstaining from any input or participation, shall have discretionary authority to determine whether a conflict in fact exists and if so, whether the contemplated transaction may be authorized as just, fair and reasonable to the Fund.

VI. Subscribing to the Policy

Subsequent to the adoption of this Policy, each Trustee and any other individual who is subject to this Policy shall sign a statement which affirms that such individual has:

- A. Received a copy of the Conflict of Interest Policy;
- B. Read and understands the Policy; and
- C. Agreed to comply with the Policy.

All newly-appointed Trustees shall sign a similar statement as a condition of being seated on the Fund.

VII. Addressing Conflicts of Interest

If the Board learns that an actual or potential conflict of interest may exist with respect to a proposed or consummated transaction, it shall take such actions as it deems appropriate to evaluate the nature and extent of the conflict and take such corrective actions to address the conflict as it deems appropriate in the circumstances.

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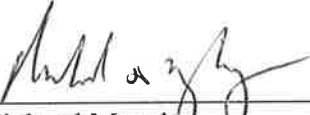
EMPLOYER TRUSTEES:




Mike Carnefix



Jack Isola



Richard Murphy



Richard Valle

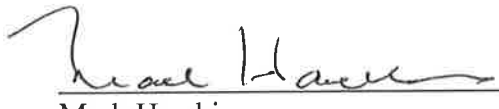
UNION TRUSTEES:



Dominic Chiovare



Marty Frates



Mark Hawkins



Felix Martinez