



# Conflict of Interest Policy

August 13, 2024

## **Purpose:**

This policy ensures transparency and integrity within **Georgina Skating Club** by preventing conflicts of interest across all levels of operation, including decisions made by the **Georgina Skating Club**, committees, and staff.

## **Application:**

This policy applies to all members of the **Georgina Skating Club** Board of Directors and any committee members, regardless of their role.

**What constitutes a Board member conflict of interest?** Board conflicts of interest happen in situations where a board member's objectivity, judgment, or ability to act in the best interest of the club/skating school may be (or appear to be) compromised. Personal, financial, or occupational considerations are behind the conflicts of interest. Board conflicts of interest happen when there's a real, potential, or perceived conflict.

## **Obligations of Directors and Committee Members:**

Generally, directors must, at all times:

- a) act honestly and in good faith, in the best interests of the organization;
- b) exercise their powers properly, and their discretion reasonably;
- c) exercise their powers and discretion for the purpose for which they are conferred; and avoid conflict of interest.

While committee members are not always fiduciaries, the organization still requires that its committee members, at all times:

- a) act honestly and in good faith, in the best interests of the organization;
- b) exercise their powers properly, and their discretion reasonably;
- c) exercise their powers and discretion for the purpose for which they are conferred; and avoid conflict of interest.

The Duty to Act Honestly and in Good Faith - Acting honestly and in good faith means that the director or committee member is not seeking to gain an advantage for themselves, or for someone else; is not intending to deceive anyone and is not blindly following the lead of others on the Board or the committee.

The Duty to Properly Exercise Powers - Properly exercising powers conferred on the director or committee member means the person is not acting upon some personal "hidden agenda" but is exercising his or her powers for legitimate purposes which serves the best interests of the organization.

The Duty to Avoid Conflicts of Interest - Conflict of interest arises when a person has (or could have) divided loyalties. Directors and committee members owe the organization their undivided loyalty.

## **Conflict of Interest Policy:**

Conflicts of interest must be disclosed promptly and managed appropriately. This includes actual, potential, or perceived conflicts.

## **Awareness**

All directors and committee members must be vigilant to identify:

- a) whether they have any material interest in the contract or transaction which is being considered by the Board or the committee (legal conflict of interest)
- b) whether, even if there is no legal conflict of interest, there is some other factor which does, or

could, prevent them from exercising objective judgment (potential conflict of interest)  
c) whether, even if there is no potential conflict of interest, there is some other factor which might give an objective outside observer a reasonable basis to perceive that the director, committee member or trustee might not exercise objective judgment (reasonably perceived conflict of interest).

## **Disclosure**

Financial - A director or committee member who is employed by, performing services for or has a financial interest in any business enterprise doing business with or seeking to do business with **Georgina Skating Club** has a general and ongoing duty to disclose that interest in writing to the President/Chairman of the Board (in the case of directors), to the Committee Chair (in the case of committee members), or to Board (in the case of a President/Chairman of the Board).

Legal Conflict of Interest - Where a director or committee member has a legal conflict of interest, the person must disclose that interest as soon as possible to the President/Chairman of the Board (in the case of directors), to the Committee Chair (in the case of committee members), or to the Board (in the case of a President/Chairman of the Board) by completing a Declaration of Conflict of Interest in the form set out in Appendix "A" to this policy. The interest must be disclosed in sufficient detail to allow the recipient to understand the nature and scope of the interest. In some cases, the director or committee member may have a legal conflict of interest but be unable, because of duties to others, to disclose the full nature and scope of the interest. In that case, the person must still complete and submit the Declaration of Conflict of Interest form, and at least disclose that an unidentified interest exists.

Potential or Perceived Conflict of Interest - Where a director or committee member has a potential conflict of interest, or there is some basis for a perceived conflict of interest, the person must at least disclose that interest to the Board or the committee, in sufficient detail to allow the other directors or committee members to understand the nature and scope of the interest. The Chair of the Board or the committee may then require the director or committee member to complete a Declaration of Conflict of Interest form (Appendix A) and submit it to the President/Chair of the Board or his/her designate (in the case of directors), to the Committee Chair (in the case of committee members), or to the Board (in the case of a President/Chairman of the Board).

## **Objective Review:**

Disinterested parties must participate in decision-making processes where conflicts of interest are present to ensure impartiality.

## **Resolution of Disputes:**

A resolution process is in place to address disputes regarding conflicts of interest, including consultation, independent review, and timely decision-making.

## **Breach of Policy:**

Any breach of this policy, including failure to abide by final decisions, may result in disciplinary action.