



Skate Ontario

HUNTSVILLE SKATING CLUB BOARD OF DIRECTORS CONFLICT OF INTEREST POLICY

1.0 Purpose

All Directors have a duty to ensure that the integrity of the decision-making processes of the Board are maintained by ensuring that they and other members of the Board are free from conflict or potential (real or perceived) conflict in their decision-making. It is inherent in a Director's fiduciary (acting on behalf of another person/persons) duty that conflicts of interest be avoided. It is important that all Directors and Officers understand their obligations when a conflict of interest or potential conflict of interest arises.

2.0 Application

This policy applies to all Directors and Officers and committee members as defined in the club by-laws.

3.0 Policy

Directors, Officers, and committee members shall avoid situations in which they may be in a position of conflict of interest or perceived conflict of interest.

The process set out in this policy shall be followed when a conflict or potential conflict arises.

4.0 Description of Conflict of Interest

A conflict of interest arises in any situation where a Director's duty to act solely in the best interests of the organization and to adhere to the Director's fiduciary duties is compromised or impeded by any other interest, relationship, or duty of the Director. A conflict of interest is a situation in which a Board Member has direct or indirect (through another individual or entity) personal or financial interest that compromises the Board Member's independence of judgment. The situations in which potential conflict of interest may arise cannot be exhaustively set out. Conflicts generally arise in the following situation:

1. Transacting with the Organization

When an individual transacts with the organization directly or indirectly. When an individual has a material, direct or indirect, interest in a transaction or contract with the organization.

5.0 Disclosure of Conflicts

A Director, Officer or committee member who is in a position of conflict or potential conflict shall immediately disclose such conflict to the Board by notification to the President or Vice-President of the Board. Where the President has a conflict, notice shall be given to the Vice-President. The disclosure shall be sufficient to disclose the nature and extent of the interest. Disclosure shall be made at the earliest possible time and, where possible, prior to any discussion and vote on the matter. Where (i) an individual is not present at a meeting where a matter in which the individual has a conflict is first discussed and/or voted upon, or (ii) a conflict arises for an individual after a matter has been discussed but not yet voted upon by the Board, or (iii) an individual becomes conflicted after a matter has been approved, the individual shall make the declaration of the conflict to the President or Vice-President as soon as possible and at the next meeting of the Board.



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If a board or committee member has reasonable cause to believe a member of the meeting has failed to disclose actual or possible conflicts of interest, they shall inform all members of the meeting of the basis for such belief and afford the member of interest an opportunity to explain the alleged failure to disclose. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the board or committee members determines the member of interest has failed to disclose an actual or perceived conflict of interest, it shall take appropriate disciplinary and corrective action.

6.0 Abstain from Discussions

The individual who has declared a conflict shall not be present during the discussion or vote in respect of the matter in which the individual has a conflict and shall not attempt in any way to influence the voting.