

## Board of Directors Conflict of Interest Policy



A Conflict of Interest is a situation in which a board member has competing interests or loyalties. A conflict of interest can exist in several kinds of situations, including:

- 1. When a board member's personal interests conflict with his or her professional position
- 2. When a board member has personal or professional interests in another organization that conflict with his or her interests in acting as a representative of the Innisfil Skating Club.

In order to avoid a potential conflict of interest, Board members are to act in accordance with the Innisfil Skating Club Board of Board members Code of Conduct. It is therefore expected that:

- 1. A board member owes certain duties, including the duties of loyalty, diligence and confidentiality to the Innisfil Skating Club which require that a board member act in good faith on behalf of Innisfil Skating Club and to exercise the powers conferred in the Innisfil Skating Club's interest and not for their own or others' interest.
- 2. A board member shall promptly disclose to the Board any personal or outside interest, relationship or responsibility (financial, professional or otherwise) held by the board member with respect to any potential or actual transaction, agreement or other matter which is or may be presented to the Board for consideration, even if such interest, relationship or responsibility has otherwise generally been disclosed to the Board of Board members.
- 3. For any potential conflict, the Board, with the abstention of the interested board member, may decide whether such board member may participate in any reporting, discussion or vote on the issue that gave rise to the potential conflict. The President, or delegated authority if appropriate, direct the Secretary to withhold any information on such issues from the board member, including materials distributed to the applicable board member, and take all such other action necessary to effectuate this policy.
- 4. Any board member with such an interest, relationship or responsibility which conflicts with the interest of the Innisfil Skating Club shall recuse himself or herself from any reporting, discussions and vote on the issue that gave rise to the conflict and, if necessary, from the Board meeting, or applicable part thereof.
- 5. In circumstances where a board member has a significant, ongoing and irreconcilable conflict, and where such personal or outside interest, relationship or responsibility significantly impedes the board member's ability to carry out his or her responsibility to the Innisfil Skating Club, resignation or removal from the Board or the conflicting interest may be appropriate or required. This may be appealed through following the Innisfil Skating Club Conflict of Interest Bylaw, its Complaint, Suspension and Expulsion Policy and the Skate Canada Policy: Conflict Of Interest for Board members, Committee Members & Trustees, By-law 1402 (2) (d).

Approved by the Innisfil Skating Club Board of Board members on September 23, 2011