

Policy Title Board of Directors Conflict of Interest	Policy Type Governance	Policy Number G-300
	Date Adopted 18 January 2018	Revision Date As Necessary
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Policy Statement/Rationale

Members of the Board of Directors shall act at all times in the best interests of the BTG rather than particular their own interests. This means setting aside self interest and performing their duties in transacting the affairs of the Board in such a manner that promotes public confidence and trust in the integrity, objectivity and impartiality of the Board and the BTG.

Members of the Board shall serve without remuneration. No director shall directly or indirectly receive any profit from his/her position as such, provided that directors may be reimbursed for reasonable expenses incurred in the performance of their duties. The pecuniary interests of immediate family members or close personal or business associates of a director are considered to also be the pecuniary interests of the director.

Definition of Conflict of Interest

- 1 Board members are considered to be in a “conflict of interest” whenever they themselves, or members of their family, business partners or close personal associates, may personally benefit either directly or indirectly, financially or otherwise, from their position on the Board.
- 2 No member of the BTG, or any of its committees, or board, shall derive any personal profit or gain, directly or indirectly, by reason of their participation with the BTG. Each individual shall disclose to the Board any personal interest which they may have in any matter pending before the Board and shall refrain from participation in any discussion and decision on such matter.
- 3 A conflict of interest may be “real”, “potential” or “perceived”; the same duty to disclose applies to each.
- 4 Full disclosure, in itself, does not remove a conflict of interest.

Procedures/Responsibilities/Expectations

1. A board member shall make written or verbal disclosure of a conflict of interest situation, whether actual, potential or perceived to the President of the Board of Directors.
 - 1.1. Upon receipt of a disclosure, the President shall bring the matter before the Board at the Board’s earliest convenience. The Board shall determine what, if any action should be taken by the Board, in order to deal with the matter.

- 1.2. If there is any question or doubt about the existence of a real or perceived conflict, the Board will determine by vote if a conflict exists. The person potentially in conflict shall be absent from the discussion and vote with regard to the existence of the conflict.
- 1.3. The disclosure and decision as to whether a conflict exists shall be duly recorded in the minutes of the meeting. The time the person left and returned to the meeting shall also be recorded.
- 1.4. At the subsequent discussion of the issue where the conflict arises and one or more board members are absent due to a conflict, the Board may or may not seek the perspective of any absent board members on the issue.

Approved by Motion recorded in minutes of: 18 January 2018

Recorded by: Nancy Garrod

Position: Secretary

Review: As Necessary