

## **Conflict of Interest Policy Bandy Federation of Manitoba**

### **1. Purpose**

The purpose of this policy is to describe how representatives of the Bandy Federation Manitoba will conduct themselves in matters relating to conflicts of interest, and to clarify how Bandy Manitoba will make decisions in situations where conflicts of interest may exist.

### **2. Definitions**

*Conflict of interest:* is a situation in which an individual has, in relation to a matter coming before Bandy Manitoba, a private or personal interest, sufficient to influence or appear to influence the objective, open-minded, and loyal exercise of his or her function as a decision-maker. Conflicts of interest include both pecuniary and non-pecuniary interests.

*Pecuniary interest:* is an interest that an individual may have in a matter because of the reasonable likelihood or expectation of financial gain or loss for that individual, or another person with whom that individual is associated.

*Non-pecuniary interest:* may include family relationships, friendships, volunteer positions in associations or other interests that do not involve the potential for financial gain or loss.

*Representative:* includes all Board members, directors, officers, employees, contractors, committee members, volunteers and other decision-makers or decision-influencers within Bandy Manitoba

### **3. Application**

This policy applies to all Representatives of Bandy Manitoba. All representatives are bound to act honestly, in good faith, and in the best interest of the Bandy Federation of Manitoba.

### **4. Statutory Obligations**

4.1 Bandy is incorporated under the Manitoba Corporations Act and is governed by the Act in matters involving a real or perceived conflict between the personal interests of a director or officer (or other individual involved in decision-making or decision-influencing roles) and the broader interests of the corporation. Each individual is under an obligation to avoid, whenever reasonably possible, a conflict of interest. However, conflicts of interest may nevertheless arise. In such situations the individual is to refer to section #7 on resolving conflicts.

4.2 Under the Act, any real or perceived conflict, whether pecuniary or non-pecuniary, between a representative and the interests of Bandy must at all times be resolved in favour of Bandy.

### **5. Additional Obligations**

5.1 In addition to fulfilling all requirements of the Act, representatives of Bandy will also fulfill the additional requirements of this policy. Representatives of Bandy will not:

- a) Engage in any business or transaction, or have a financial or other personal interest that is incompatible with their official duties with Bandy, unless such business, transaction or other interest is properly disclosed in accordance with this policy;

- b) Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration, or who might seek, in any way, preferential treatment;
- c) In the performance of their official duties, accord preferential treatment to family members, friends or colleagues, or to organizations in which their family members, friends or colleagues have an interest, financial or otherwise;
- d) Representatives and employees shall not allow their loyalty to Bandy to be compromised by their relationship to or involvement in another organization or corporation.
- e) Information of a confidential nature gained by a Representative from his or her Bandy involvement is to be kept confidential and used only for the proper purposes of Bandy, and is specifically not to be disclosed to those who might gain an advantage from its use such as the securing of a contract with Bandy.
- f) Use of Bandy property, equipment, supplies or services for activities not associated with the performance of official duties with Bandy without prior authorization.
- g) Place themselves in positions where they could, by virtue of being a Representative of Bandy, influence decisions or contracts from which they could derive any direct or indirect benefit or interest;
- h) Accept any gift or favour that could be construed as being given in anticipation of, or in recognition for, any special consideration granted by virtue of being a Representative of Bandy.
- i) Remuneration: Members of the Board of Directors, or other Bandy Committees shall receive no compensation, either directly or indirectly, for acting as such and shall not receive, either directly or indirectly, any profit from their position. The members of the Board of Directors, or other Bandy Committees shall be paid their reasonable traveling and other out-of-pocket expenses properly incurred by them as agreed to from time to time for attending meetings or in carrying out business on behalf of Bandy.

## 6. Disclosure of Conflict of Interest

- 6.1 On an annual basis, all Board members and decision-making employees will complete a written statement disclosing any real or perceived conflicts that they might have in the performance of their duties (Appendix A).
- 6.2 At any time that a Representative of Bandy becomes aware that there may exist a real or perceived conflict of interest, they shall disclose this conflict to the President and/or Board of Directors immediately. As soon as the meeting considers a matter or begins to discuss an issue which puts the Representative in a circumstance of conflict of interest, he or she should interrupt and say, "I am declaring my conflict as (here insert your conflicting position of interest) and I am leaving the meeting while this subject is under discussion" or words to that effect. The secretary of the meeting will record this in the minutes as follows:

"Person A having disclosed their conflict as a director of Bandy (or whatever) was absent from the meeting during discussion of (describe topic)". If agreed to by the Board(or committee) the Representative with the conflict may remain in the meeting and respond to any questions posed during the discussion.

6.3 Any person who is of the view that a Representative of Bandy may be in a position of conflict of interest may report this matter to the President.

## **7. Resolving Conflicts in Decision-making**

7.1 Decisions or transactions that involve a real or perceived conflict of interest that has been disclosed by a Representative of Bandy must be considered and decided upon by Bandy provided that:

- a) The nature and extent of the Representative's interest has been fully disclosed to the body that is considering or making the decision, and this disclosure is recorded in the minutes;
- b) The Representative does not participate in discussion on the matter giving rise to the conflict of interest, unless the body considering the matter agrees to allow such participation;
- c) The Representative abstains from voting on the proposed decision or transaction;
- d) The Representative is not included in the determination of quorum for the proposed decision or transaction;
- e) The decision or transaction is in the best interests of the Bandy; and.
- f) In circumstances of conflict of interest, besides declaring the conflict and absenting himself or herself from the meeting and not voting on the issue, the representative will be expected not to lobby or otherwise participate in the decision making process.

## **8. Conflicts Involving Employees**

8.1 Bandy will not restrict employees from accepting other employment, contracts or volunteer appointments during the term of their employment with Bandy, provided that:

- a) The employment, contract or volunteer appointment does not diminish the employee's ability to perform the work contemplated in their employment agreement with Bandy;
- b) Bandy is notified in writing of the employee accepting other employment, contract or volunteer appointment; and
- c) Any determination as to whether there is a conflict of interest will rest solely with Bandy, and where a conflict of interest is deemed to exist, the employee will resolve the conflict by ceasing the activity giving rise to the conflict.

## **9. Enforcement**

Failure to adhere to this policy may give rise to discipline in accordance with Bandy's Code of Conduct and Discipline policy.

## **10. Review and approval**

This policy was approved by the Board of Directors on May 3, 2005 and will be reviewed by the Executive Committee on an annual basis.

**Appendix A – Conflict of Interest Disclosure Form**

Individual Name: \_\_\_\_\_ Date: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone numbers: Home: \_\_\_\_\_ Wk: \_\_\_\_\_ Other: \_\_\_\_\_

Email: \_\_\_\_\_

Committee or Program Area Positions / Involvement: \_\_\_\_\_

Disclosure of conflicts (real or perceived): Please provide details of the situation.

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