

## **Policy on Conflict of Interest**

### **PURPOSE**

Calgary Outlink is a community-based, not-for-profit charity dedicated to providing support, education, outreach, and referrals for the LGBTQ2IA+ and allied community in Calgary, Alberta. The Conflict of Interest is a statement of essential principles intended to govern the conduct of the organization's Board and staff.

### **PERSONS AFFECTED**

The Calgary Outlink Board of Directors and Staff.

### **POLICY STATEMENT**

1. Members of the Board of Directors shall act at all times in the best interests of the Calgary Outlink rather than particular interests or constituencies.
2. Members of the Board shall serve without remuneration.

### **RESPONSIBILITIES**

It is the responsibility of the Calgary Outlink Board of Directors to:

1. Setting aside personal self-interest and performing their duties in transaction of the affairs of the Calgary Outlink in such a manner that promotes public confidence and trust in the integrity, objectivity and impartiality of the Board.
2. No director shall directly or indirectly receive any profit from a board position as such, provided that directors may be paid reasonable expenses incurred by them in the performance of their duties.

### **PROCEDURES**

1. Definition of Conflict of Interest:
  - a. Board members are considered to be in a "conflict of interest" whenever they themselves, or members of their family, business partners or close personal relations benefit either directly or indirectly, financially or otherwise, from their position on the Board.
  - b. A conflict of interest may be "real", "potential" or "perceived"; the same duty to disclose applies to each.
  - c. Full disclosure in itself, does not remove a conflict of interest.
2. Principles for Dealing with Conflict of Interest:
  - a. The Board member must openly disclose a potential, real or perceived conflict of interest as soon as the issue arises and before the board or its committees deal with the matter at issue.
  - b. If the Board member is not certain they are in a conflict of interest position, the matter will be brought before the Board for advice and guidance.
  - c. If there is any question or doubt about the existence of a potential, 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.
  - d. It is the responsibility of other Board members who are aware of a real, potential or perceived conflict of interest on the part of a fellow Board member to raise the issue for clarification, first with the Board member and,

if still unresolved, with the Board President.

- e. The Board member must abstain from participation in any discussion on the matter, shall not attempt to personally influence the outcome, shall refrain from voting on the matter and unless otherwise decided by the Board, must leave the meeting room for the duration of any such discussion or vote.
- f. 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.

#### REVISION HISTORY

- March 15, 2021: New Policy extracted from Governance Policy.