



Revelstoke Bear Aware Society

Conflict of Interest Policy

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It is in the best interest of the Revelstoke Bear Aware Society to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. This conflict of interest policy is designed to help Directors, officers, employees, contractors and volunteers of Revelstoke Bear Aware Society identify situations that present potential conflicts of interest and to provide the Revelstoke Bear Aware Society with a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency in all Revelstoke Bear Aware Society operations.

1. Conflict of Interest defined

A conflict of interest is any situation in which an individual is in a position to exploit their official capacity (e.g. their position on a Board of Directors) in some way for their personal benefit or for the benefit of a person or other business or organization to which they are closely related. The overarching concern is that the individual's impartiality will be undermined due to the clash between their official duty and their own self-interest. For example, the following circumstances would place a Director in a Conflict of Interest:

- a) A Director must vote on which company should be granted a web design contract, when one of the candidates is a company that the Director owns shares in;
- b) A Director must vote on what contractor to hire and one of the potential contractors is closely related to the Director (e.g. son, wife, sister);

Other situations may create the *appearance of a conflict*, or present a *duality of interests* in connection with a person who has influence over the activities or finances of the nonprofit. All such circumstances should be disclosed to the Board and a decision made as to what course of action the organization or individuals should take so that the best interests of the nonprofit are not compromised by the personal interests of stakeholders in the nonprofit.

Gifts, Gratuities and Entertainment. Accepting gifts, entertainment or other favors from individuals or entities can also result in a conflict or duality of interest when the party providing the gift/entertainment/favor does so under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any particular transaction or activity of the Revelstoke Bear Aware Society.

2. Procedures

Prior to Board or committee action on a contract or transaction involving a Conflict of Interest, a Director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting. If Board members are aware that contractors or other volunteers have a conflict of interest, relevant facts should be disclosed by the Board member or by the interested person him/herself if invited to the Board meeting as a guest for purposes of disclosure.

- a) A Director or committee member who plans not to attend a meeting at which he or she has reason to believe that the Board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
- b) A person who has a Conflict of Interest shall be permitted to attend the Board or committee's meeting to discuss the matter for the sole purpose of providing information, disclosing material facts and to respond to questions from the Board or committee. That person shall not participate in the Board's or committee's discussion of the matter immediately preceding their vote on the matter. That person shall also not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
- c) A person who has a Conflict of Interest with respect to a contract or transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote.
- d) The person having a conflict of interest may not vote on the contract or transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person's ineligibility to vote shall be reflected in the minutes of the meeting.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to his or her supervisor or the President or the President's designee, who shall determine whether full Board discussion is warranted or whether there exists a Conflict of Interest that is subject to this policy.

3. Confidentiality

Each Director, officer, contractor and volunteer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflicts of interest or potential conflicts, which might be adverse to the interests of the Revelstoke Bear Aware Society. Furthermore, Directors, officers, contractors and volunteers shall not disclose or use information relating to the business of the Revelstoke Bear Aware Society for their personal profit or advantage or the personal profit or advantage of their family member(s).

4. Review of policy

- a) Each Director and officer shall be provided with and asked to review a copy of this Policy and to acknowledge in writing that he or she has done so.
- b) This policy shall be reviewed annually by each member of the Board of Directors. Any changes to the policy shall be communicated to all staff and contractors.

Conflict of Interest Policy Acknowledgment

I hereby acknowledge that I have reviewed, and agree to abide by, the Conflict of Interest Policy of the Revelstoke Bear Aware Society.

Name: (please print) _____

Signature: _____

Date: _____