

Freestyle Skiing Ontario
Board of Directors Conflict of Interest Policy



In all Board of Directors related matters, Freestyle Skiing Ontario “FSO” will follow the Rules and Guidelines outlined in the Alpine Ontario Alpine Board of Directors Conflict of Policy.

APPROVALS

October, 2010

July 17, 2017

June 12, 2023



ALPINE ONTARIO ALPIN

CONFLICT OF INTEREST POLICY BOARD OF DIRECTORS

A Introduction

As a non-profit, charitable organization, Alpine Ontario Alpin (AOA) has a special concern with preventing any actual or perceived conflicts of interest on the part of board members.

The goal of this policy is to make the board of directors aware of the potential for conflicts of interest to arise, and the set out a procedure for dealing with any situations where a conflict of interest may exist or is perceived to exist.

This policy is consistent with the statutory obligations of board members set out in the *Business Corporations Act, R.S.O. 1990, c.B.16*.

B Definition

B1.1 A board member has a conflict of interest in situations where the board member makes a decision, or is present when a decision is made, or participates in making a decision in the carrying out of his or her role, that may directly or indirectly confer a benefit on a board member or any person with whom the board member does not deal at arm`s length, and at the same time knows that in the making of the decision there is an opportunity to further his or her private interest, or the private interest, or the private interest of a party with whom the board member does not deal at arm`s length. Board members shall be deemed not to have a conflict of interest when approving resolutions relating to:

- a) Reimbursement of expenses of board members;
- b) Indemnification of board members; and
- c) The acquisition of insurance in respect of the indemnification of board members

B1.2 A person with whom the member does not deal at arm`s length may include a family member, committed partner, business associate or employer.

B1.3 Examples of conflicts of interest include:

- A board member sells supplies to AOA and earns a profit from the sale. No other bids are solicited.
- A board member serves on two boards in the community and finds him or herself in the position of approaching the same donors on behalf of both organizations.
- A board member becomes romantically involved with a staff member and continues to vote on human resources matters.

B2 Board Responsibility

B2.1 Every board member shall actively avoid situation in which the board member, or a family member, committee partner, business associate or employer, benefits financially or materially from his-her relationship with the organization or is perceived to gain such benefit.

B2.2 No board member may accept, from any current or potential vendor, contractor, or other entity with a potential or current business relationship with AOA, any cash, gift, benefit, payment, other consideration for personal use or gain, or any in-kind benefit.

B2.3 No board member may attempt to influence AOA's policy positions based on any criteria other than the best interests of AOA.

B2.4 No board member may receive any compensation from AOA including reimbursement of expenses incurred as a result of participation in board meetings and for other board business, without prior consent from the President and if necessary the chair of the board of directors..

B2.5 No individual may serve as a board member of AOA at the same time that he or she or a family member or committed partner is an employee of AOA. Should such a situation occur, the board member shall resign.

B3 Declaration

B3.1 Upon taking office, all board members shall sign a standard, written declaration that commits him or her to avoid all conflicts of interest in his or her dealings for AOA and to disclose any relevant interests in accordance with section B5 of this Policy.

B4 Board of directors orientation

B4.1 Conflict of interest requirements shall be clearly set out in AOA's board of directors manual , and will be part of a regular orientation for new and current board members.

B5 Disclosure

B5.1 Every board member shall disclose affiliations and situation that may constitute or lead to a conflict of interest, or may be perceived by a reasonable person in the community to constitute a conflict of interest. AOA shall provide a disclosure form to be completed by each board member on an annual basis.

B5.2 All board members shall disclose any interest they may have, other than as members of the board, in any matter coming before the board or committees of the board. Members of the board who so declare shall not participate in the discussion or vote on the matter. At the direction of the board, any member of the board who has made such a declaration may be asked to leave any meeting of the board or a committee at which such matter is discussed for so long as such matter is being discussed.

B5.3 Quorum is not affected at board meetings where a board member absents him or herself during discussion of an item in which a conflict of interest exists.

B5.4 The minutes of board and or committee meetings shall record that a declaration was made and the action that were taken in response.

B5.5 Any board member who believes another board member or staff is in a conflict of interest with AOA has a duty to report this to the Chair of the board of directors as soon as possible. The board of directors shall determine if a conflict exists and take the required steps to address it.

B5.6 Where a potential conflict of interest is reported to the Chair of the board of directors, the board member involved in the potential conflict of interest shall abide by the direction of the board of directors.

B6 Review of policy

B6.1 This policy shall be reviewed annually by the human resources committee of the board of directors. Any changes to the policy shall be communicated immediately to all board members.