

Sample Conflict of Interest – Policy and Procedure

POLICY TITLE: Conflict of Interest

PURPOSE:

Directors must at all times ensure that they are acting in the best interest of the Corporation. This policy provides guidelines for Directors.

Refer also to Human Resource Policies and Corporate ByLaw #1, Article _____.

POLICY:

Members of the Board of Directors will declare an actual or apparent conflict of interest before discussions or decisions about any matters in which they or anyone with whom they have a close personal relationship could directly or indirectly benefit or where such a benefit could be perceived.

PROCEDURE:

1. At the start of each Board meeting, following approval of the agenda, the Chair shall ask for declaration of any conflict of interest relating to any of the agenda items.
2. If a Board member declares a real, potential or perceived conflict of interest the declaration shall be recorded in the minutes. Perceived conflicts of interest are situations in which internal or external stakeholders could interpret actions of the board member as being in conflict.
3. Any Board member with a conflict of interest shall recuse (remove) him/herself from the room for discussion of the agenda item. The Board member shall not discuss nor vote on the issue. The Board member shall not discuss the issue with any other Board member at the time of the meeting or subsequently.
4. If a Board member is not certain he/she is in a conflict of interest position, the matter may be brought before the Chair, Executive Committee or Board for advice of guidance.
5. 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.
6. 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 Chair.

7. Board members may be required to complete a statement of potential conflicts, listing such details as personal and business interests that may relate to operations of the FHT/NPLC.

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