



Board of Directors – Conflict of Interest Policy
THIS document is in DRAFT MODE AND IS UP FOR
ADOPTION,
By Motion, _____
At the Fall AGM Oct. 27-28th, 2018 of the
Ontario Association of Archers Inc.

Contents

Part 1 Definition

Part 2 General Duties

Part 3 More About Avoiding a Conflict of Interest

Part 4 Using OAA Information

Part 5 Rules Regarding Gifts

Part 1: Definition

1.1 A “conflict of interest” is any situation where

- (a) Your personal interest, or
- (b) Those of a close friend, family member, business association, corporation or partnership in which you hold a significant interest, or a person to whom you owe an obligation could influence your decisions and impair your ability to
 - (i) Act in the Ontario Association of Archers Inc. best interests, or
 - (ii) Represent the Ontario Association of Archers Inc. fairly, impartially and without bias.

**It is important to note* that a “conflict of interest” exists if the decision could be influenced – it is not necessary that influence takes place.

Part 2: General Duties

2.1. Unless authorized to do so by the Ontario Association of Archers Inc., or by a person the Board designates, you may not

- (a) Act on behalf of the Ontario Association of Archers Inc., or deal with the Ontario Association of Archers Inc., in any matter where you are in a conflict of interest or appear to be in a conflict of interest, nor
- (b) Use your position, office or affiliation with the Ontario Association of Archers Inc. to pursue or advance your personal interests or those of a person described in paragraph 1.1(b).

2.2 The “appearance of a conflict of interest” occurs when a reasonably well informed person properly could have a reasonable perception that you are making decisions on behalf of the Ontario Association of Archers Inc. that promote your personal interests or those of a person described in paragraph 1.1(b).

2.3 You must immediately disclose a conflict of interest to the Board of Directors either in writing or minutes at a Board of Directors meeting. It is important to make the disclosure when the

conflict first becomes known. If you do not become aware of the conflict until after a matter is concluded, nevertheless you must still make the disclosure immediately.

- 2.4 If you are in doubt about whether you are or may be in a conflict of interest, you must request the advice of the Board of Directors or a person the Board designates.
- 2.5 Unless otherwise directed, you must immediately take steps to resolve the conflict or remove the suspicion that it exists, by
- Promptly declaring to the Board of Directors any conflict of interest as defined by this policy and asking that such declaration be recorded in the minutes.
 - Excuse yourself from the portion of the meeting where the matter giving rise to the conflict of interest is being discussed.
 - Refraining from all discussion of the matter giving rise to the conflict of interest, at any meeting of the Board of Directors, or elsewhere.
 - Refraining from voting on the matter giving rise to the conflict of interest, at any meeting of the Board of Directors.

Part 3: More About Avoiding a Conflict of Interest

3.1 You must not

- (a) Use your relationship with the Ontario Association of Archers Inc. to confer a benefit on a person described in paragraph 1.1(b). This duty does not prevent you or anyone else from conducting business with other situations, as authorized by the Board.
 - (b) Personally benefit from any business activity involving the Ontario Association of Archers Inc. except in unique situations, as authorized by the Board.
 - (c) Indirectly benefit from any business activity involving the Ontario Association of Archers Inc. except in unique situations, as authorized by the Board.
- 3.2 An “indirect benefit” is
- (a) A benefit derived by a close friend, family member, business associate, or a corporation or partnership in which you hold a significant interest, or
 - (b) A benefit which advances or protects your interests although it may not be measurable in money.
 - (c)

Part 4: Using Ontario Association of Archers Inc.’ Property and Trade Information...

- 4.1 You must have authorization from the Board, or from a person that the Board designates
- (a) To use, for personal purposes, property owned by the Ontario Association of Archers Inc., or
 - (b) To purchase Ontario Association of Archers Inc. property unless it is through channels of disposition equally available to the public. Even then you may not purchase the property without authorization if you are involved in some aspect of the sale.
- 4.2 You may not take personal advantage of an opportunity available to the Ontario Association of Archers Inc., unless
- (a) It is clear that the Ontario Association of Archers Inc. has irrevocably decided against pursuing the opportunity and

- (b) The opportunity is equally available to members of the public.
- 4.3 You may not use your position with the Ontario Association of Archers Inc. to solicit any Ontario Association of Archers Inc.' stakeholder(s) for personal business or one operated by a close friend, family member, business associate or a corporation or partnership in which you hold a significant interest. This duty does not prevent you or anyone else from transacting business with other people connected with the Ontario Association of Archers Inc..
- 4.4 "Ontario Association of Archers Inc. information" is information that is acquired solely by reason of involvement with the Ontario Association of Archers Inc. and which the Ontario Association of Archers Inc. is under an obligation to keep confidential.
- 4.5 You may use Ontario Association of Archers Inc.' information only for OCS purposes.
- 4.6 You must not use OCS information for your own personal benefit or for those of a close friend, family member, business associate or a corporation or partnership in which you hold a significant interest.
- 4.7 You must protect OCS information from improper disclosure.
- 4.8 You must report to the Board, or to a person the Board designates, any incident of abuse of OCS information.
- 4.9 You may only divulge OCS information if
 - (a) You are authorized by the Board,
 - (b) You are a designated spokesperson,
 - (c) The person or agency that has a lawful right to the information

Part 5: Rules Regarding Gifts

- 5.1 You may accept a gift made to you because of your involvement in the OCS in the following circumstances only if:
 - (a) The gift has no more than token value
 - (b) It is the normal exchange of hospitality or a customary gesture of courtesy between persons doing business together.
 - (c) The exchange is lawful and in accordance with local ethical practice and standards, and
 - (d) The gift could not be constructed by an impartial observer as a bribe, pay off or improper or illegal payment.
- 5.2 You may not use OCS property to make a gift, charitable donation or political contribution to anyone on behalf of the OCS. Any gift must have the authorization of the Board of Directors or a person the Board designates.

Part 6: Guidelines for Authorizing a Transaction from Which a Member May Derive a Benefit

- 6.1 Even if you are not a Director, if you are in a position to influence decisions made on behalf of the OCS, the Board must treat you as if you are a Director.

Approval

Board of Directors Conflict of Interest Policy reviewed and approved.