

Board Conflict of Interest Policy

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Drafted by	Nikki Higgins	Approved by Board on	29/09/2021
Responsible person	Anne Mackay	Scheduled review date	29/09/2022

1. Introduction

- 1.1 The Board of The Radiance Network South West Inc (“Radiance”) is committed to high standards of ethical conduct and accordingly places great importance on making clear any existing or potential conflict of interest.

2. Purpose

- 2.1 This policy has been developed to provide a framework for:
- all Board Members in declaring conflicts of interest; and
 - the Board, when determining how to deal with situations of conflict.

3. Policy

- 3.1 A conflict of interest may occur if a financial interest or a relationship influences or appears to influence the ability of a Board Member to exercise objectivity.
- 3.2 The Board places great importance on making clear any existing or potential conflicts of interest. All such conflicts of interest shall be declared by the member concerned. All financial conflicts of interest, as defined by statute, shall be documented in the Board’s Conflicts of Interest Register.
- 3.3 Where a Board member has an actual or perceived financial conflict of interest, as defined by statute, that Board member shall not initiate or take part in any Board discussion on that topic (either in the meeting or with other Board members before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other members present.
- 3.4 Where a Board member has an actual or perceived financial conflict of interest, as defined by statute, that Board member shall not vote on that matter.
- 3.5 Where a Board member has an actual or perceived conflict of interest related to their relationship with an employee or volunteer of the organisation, or any other person having dealings with the organisation, that Board member shall not initiate or take part in any Board discussion on that topic (either in the meeting or with other Board members before or after the Board meetings), unless expressly authorised to do so by the Board.
- 3.6 Where a Board member has an actual or perceived conflict of interest related to their relationship with an employee or volunteer of the organisation, or any other person having dealings with the organisation, that Board member shall not vote on that matter, unless expressly authorised to do so by the Board.

- 3.7 The Board may further supplement the definition of conflict of interest from time to time if it so wishes, and may specify the procedures to apply in such cases.
- 3.8 Board members are not barred from engaging in business dealings with the organisation, provided that these are negotiated at arm's length without the participation of the Board member concerned.
- 3.9 A Board member who believes another Board member has an undeclared conflict of interest should specify in writing to the Secretary the basis of this potential conflict.

Board Conflict of Interest Procedures

1. Responsibilities

- 1.1 The Chair is responsible for bringing this policy to the attention of prospective Board members.
- 1.2 All Board members are responsible for respecting this policy.

2. Processes

- 2.1 Before a Board Member begins his or her service with the organisation, they shall file with the Secretary a list of their principal business activities, as well as involvement with other charitable and business organisations, vendors or business interests, or with any other associations that might produce a conflict of interest. This information should be documented in the Conflict of Interest Checklist.
- 2.2 Board members shall also file with the Secretary notification of any relationships between themselves and any employee or volunteer of the organisation, or any other person having dealings with the organisation that might reasonably give rise to the perception of a conflict of interest.
- 2.3 Further, Members shall declare any conflicts of interest of which they become aware either at the start of the Board meeting concerned or when a relevant issue arises. The nature of this conflict of interest should be entered in the meeting minutes. The nature of the conflict of interest should also be documented in the Conflict of Interest Checklist.
- 2.4 Where a conflict of interest or potential conflict of interest, as defined below, is identified and/or registered, the Board member concerned shall leave the room as soon as that item comes up for discussion. The concerned Board member shall not vote on that issue, nor initiate or take part in any Board discussion on that topic (either in the meeting or with other Board members before or after the Board meetings), unless expressly invited to do so by unanimous agreement by all other members present. The Board Member's abstinence should be recorded in the meeting minutes.
- 2.5 If a person declares themselves to have an existing or potential conflict of interest, confidentiality will be respected. If a person alleges that another person has a conflict of interest, whether existing or potential, and that person does not agree, and if the Board cannot resolve this allegation to the satisfaction of both parties, the matter shall be referred to the Ethics Sub-Committee. This committee will make a recommendation to the Board as to what action shall be taken.
- 2.6 'Conflict of interest' is defined as applying in accordance with the statute, where a Board member stands to gain financially from any business dealings, programs or services of the organisation, other than where:
 - a. the Board member falls into the class of people benefited by the organisation and the financial gain is of a nature common to other beneficiaries, or

- b. the person is an employee of the organisation, and the financial gain is of a nature common to other employees.

2.7 If the organisation has by-laws, 'conflict of interest' is defined under the by-laws where:

- a. the immediate family or business connections of a Board member, or any person with whom the Board member is in a close relationship, stands to gain financially from any business dealings, programs or services of the organisation,
- b. the person is an employee of the organisation,
- c. a Board member or the ex-officio member of the Board has a role on the governing body of another organisation, where the activities of that other body may be in direct conflict or competition with the activities of "Radiance".

2.8 'Close relationship' is defined as any relationship that might reasonably give rise to an apprehension that the Board member might place the interests of the other party above the interests of the organisation.

3. Related Documents

- [Register of Conflict of Interests](#)