

NCC Conflict of Interest Policy	
Classification:	Effective Date: May 2, 2022
Approval Authority: Board of Directors	Latest Revision: April 28, 2022
Implementation Authority: Executive Director	

1.0 Purpose

The purpose of this policy is to protect the interests and reputation of the Organisation by:

- (i) preventing the personal interest of Board Members, Employees and Volunteers from interfering with the performance of their duties to the Organisation and
- (ii) avoiding any inappropriate personal financial, professional or political gain on the part of such persons resulting from their involvement with the Organisation. This policy is intended to supplement but not replace any applicable laws governing conflicts of interest.

2.0 Scope

This policy covers all conflicts of interest that arise during the operations of the Organisation and is applicable to all Board Members, Employees and Volunteers of the Organisation.

3.0 Definitions

Conflict of Interest

Means a conflict between the private interests of a Board Member, Employee or Volunteer of the Organisation and their responsibilities to the Organisation.

The private interests of a Board Member, Employee or Volunteer include the interests of their Immediate and Extended Family Members.



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Conflict of Interest includes actual or perceived conflicts of interest and those which have the potential to be actual or perceived.

Immediate and Extended Family

For the purposes of this policy, means:

- a spouse, including common-law spouse
- parent, including step parent and legal guardian
- child including step child
- sibling, including foster and step brother/sister
- aunt, uncle, niece or nephew
- grandparent or grandchild
- father/mother-in-law, brother/sister-in-law, son/daughter-in-law
- spouse of a child or sibling
- any other individual living in the same household with the employee on a permanent basis other than a tenant or household employee

4.0 Policy Statement

4.1 Overview

The Organisation recognizes that:

- Board Members, Employees, Volunteers and their Immediate and Extended Family Members may be engaged in personal activities that intersect with the affairs of the Organisation and/or involved in, or employed with, other organisations whose activities may intersect with the affairs of the Organisation
- Board Members', Employees', and Volunteers' personal activities and/or involvement in or employment with other organisations may be of value to both the individual and the Organisation
- family relationships should not unfairly restrict an individual's opportunity to pursue employment with the Organisation

Notwithstanding the above, a Board Member, Employee or Volunteer who has a conflict of interest as a result of their or their Immediate and Extended Family Member's personal activities and/or employment with or involvement in an outside organisation, or due to their Immediate and Extended Family Member competing for, or being employed in, a position at the Organisation may not be able to act with undivided loyalty to the interests of the Organisation, and/or may put the reputation of the Organisation at risk.

4.2 Disclosure of Conflict

Board Members, Employees and Volunteers of the Organisation shall identify any potential conflict of interest and disclose such a conflict per the procedures below as soon as they become aware of the potential conflict.

4.3 Assessment and Resolution of Conflict

The Organisation is committed to a fair and transparent process for assessing and resolving conflicts of interest. That a proposed transaction or arrangement involves an actual or perceived conflict of interest does not necessarily mean it is prohibited; however, no Board Member, Employee, Volunteer or their Immediate and Extended Family Member shall derive any personal profit or gain, directly or indirectly, because of their relationship with the Organisation, unless the transaction or arrangement is specifically approved following disclosure as per the procedures below.

4.4 Failure to Disclose

The failure of a Board Member, Employee or Volunteer to disclose a conflict of interest may:

- subject an Employee to discipline as per Policy # HR5 the Human Resources Manual
- subject the Board Member to a determination as to whether the Board Member is or is not acting in the best interests of the Organisation and whether or not the Board Member shall be dismissed from the Board per Article 6.7 of the Organisation's By-laws
- subject a Volunteer to corrective action up to and including termination of their relationship with the Organisation per Sections 5.6.3, and 5.7.2 of the Volunteer Management Policy

4.5 Conflict of Interest Situations

Below are descriptions of the most common conflict of interest situations that may occur in the course of serving, working or volunteering for the Organisation. This is not a complete list of all possible conflicts of interest. In addition to declaring a conflict of interest should any of these situations arise, Board Members, Employees and Volunteers shall consider carefully any other potential conflict that arises between their personal interests and those of the Organisation and shall disclose such a potential conflict of interest as per the procedures below.

4.5.1 Recruitment, Selection and Supervision of Immediate and Extended Family Members

As per the Policy # HR1 (Recruitment and Selection sections) in the Human Resources Manual, while the Organisation recognizes that family relationships should not unfairly restrict an individual's opportunity to pursue employment with the Organisation, potential conflicts of interest can arise during the recruitment, selection and supervision of an



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Immediate and Extended Family Member of a Board Member, Employee, or Volunteer of the organisation.

4.5.2 Purchases from Board Members, Employees and Volunteers or their Immediate and Extended Family Members

Purchasing goods or services from Board Members, Employees, or Volunteers of the Organisation or their Immediate and Extended Family Members creates a presumed conflict of interest. As per section 9.5 of the Financial Management Policy, purchases shall not be made from Board Members, Employees or Volunteers of the Organisation without a conflict of interest declaration and a decision being made per the procedures below.

4.5.3 Remuneration

As per Article 9.0 of the Organisation's By-Laws, Board Members shall receive no remuneration for serving on the Board of Directors of the Organisation.

No Board Member or Volunteer shall receive financial remuneration for serving on an organisational committee.

Reimbursement for approved expenditures paid for by Employees, Board Members and Volunteers as per sections 13 and 14 of the Financial Management Policy shall not be considered remuneration.

Fees or per diems awarded to any Employee or Board Member for speaking engagements, writing articles, or other similar activities or services on behalf of the Organisation will be considered income for the Organisation. Payments for such fees or per diems shall be made payable to the Organisation. Volunteers may receive fees, honoraria, or per-diems provided this is approved by the Executive Director in advance.

4.5.4 Gifts

It is recognized that receipt of gifts by Employees, Board Members or Volunteers may create a real or perceived conflict of interest and are generally discouraged.

Still, the Organization recognizes that small token gifts to Employees, Board members or Volunteers may be an important and/or customary means for clients to express their appreciation and/or connection. In this spirit, Employees, Board members or Volunteers may accept these nominal tokens of appreciation (including homemade gifts, thank you cards, food, or other items of a value less than \$25) from time to time.

Any gift of cash, personal, or more substantive value will not be accepted.



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The acceptance of any gifts offered to Employees, Board Members or Volunteers in exchange for preferential treatment or perceived preferential treatment is strictly prohibited.

No gifts of any kind that are offered by vendors, potential employees, potential vendors, or any other organisation—no matter the value—will be accepted by any Employee, Board Member or Volunteer at any time, on or off the work premises, with the following exceptions:

- t-shirts, pens, trade show bags and other items that Employees, Board Members or Volunteers may obtain, as members of the public at events such as conferences, training events and trade shows, that are offered equally to all members of the public attending the event;
- food and beverages provided at trade shows, training events, conferences and other similar events;
- cards, thank you notes, certificates, or other written forms of thanks and recognition;
- food and beverages at and tickets to local events that are supplied by and also attended by community partners in the interest of building positive organisational relationships.

4.5.6 Provision of Housing

The provision of housing by Board Members, Employees, or Volunteers to active clients of the Organisation may create a conflict of interest. The relationship between tenant and landlord represents a power imbalance if the tenant is a client of the NCC and the landlord is an employee of the NCC where the relationship is not only affected by the Residential Tenancies Act. That relationship conflicts with the relationship between the Organization and the tenant/client if the landlord is in a position to act on behalf of the Organisation, i.e. as a Board Member, Employee or Volunteer. Situations where NCC representatives rent-to NCC clients who rely on the Organisation for support with their needs must be declared and will be dealt with on a case by case basis by the executive director and the results of any decision provided to the board. Staff must not have a direct support relationship with the client in a situation where they are providing housing; in such situations, support must be provided by another staff member with an arms-length relationship.

4.5.7 Involvement in Outside Organisations

A conflict of interest shall be presumed when a Board Member, Employee or Volunteer who is involved in an outside organisation could expect financial gain or other personal benefit from a particular decision or transaction of the Organisation due to their involvement in the outside organisation. Such involvement may include a formal



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affiliation with or material interest in (e.g. owning, being a shareholder or serving as a Board Member, trustee, or employee) the outside organisation.

4.5.8 Other Employment

A conflict of interest shall be presumed if an Employee or Board Member or Volunteer engages in employment with another organisation that:

- interferes with the performance of their responsibilities at the Organisation
- through their engagement in Organisational duties, creates an advantage for the other organisation or personal benefit for the Employee, Board Member or Volunteer

5.0 Procedures

5.1 Notice of Policy and Conflict of Interest Disclosure

Every Board Member, Employee, and Volunteer shall be informed of this policy and must sign a Conflict of Interest Disclosure upon commencement of such person's term of office, employment or service with the Organisation. Failure to sign a Conflict of Interest Disclosure does not nullify this policy.

5.2 Declaration of Conflict

Each Board Member, Employee or Volunteer shall inform the Organisation of any potential conflict of interests as soon as they become aware of the conflict.

Conflict of interests shall be declared to the appropriate person per *Chart 1* below.

5.3 Decision Making

Following the disclosure of a potential conflict of interest, the Organisation shall make a decision as to whether a conflict of interest exists and whether any other action is needed to address the conflict.

If a conflict of interest exists, action to address the conflict could include:

- deciding whether a financial transaction will be approved
- deciding whether a change is required to the recruitment and selection process or the supervision of an Employee to ensure that no Board Member, Employee or Volunteer participates in selection activities involving members of their immediate

and extended family and that no immediate and extended family members work together if this places them in a direct supervisory relationship, either in a subordinate or supervisory role to each other

- deciding whether an Employee, Board member, or Volunteer's service with NCC should be restricted to certain roles or terminated
- any other decision that the decision maker deems necessary to protect the Organisation's best interests

Who the decision maker is for any potential conflict of interest depends upon who is disclosing the conflict as well as the nature of the conflict of interest. *Chart 1* below describes who the decision maker is for each type of conflict.

5.3.1 Executive Director Decision Making Authority and Reporting Requirements.

The Executive Director is the decision maker on conflict of interest issues that the Executive Director has authority over and for which they are not the individual declaring a conflict of interest. For example, if the conflict is in relation to a purchase which the Financial Management Policy authorises the Executive Director to make without Board approval (e.g. a purchase under \$10,000 that is within the approved organisational budget) then the Executive Director is authorised to make a conflict of interest decision relating to that issue without Board approval. The Board has the authority to make conflict of interest decisions on issues which fall outside the authority of the Executive Director and/or when the conflict of interest has been declared by the Executive Director or a Board Member.

The Executive Director shall report to the Board all conflict of interest decisions they have made at the next meeting of the Board.

5.3.2 Board Votes on Conflict of Interest issues

Board Members who have declared a conflict of interest shall not vote on issues where their declared conflict applies. However, Board Members or other individuals who have declared a conflict may be present to provide information and answer questions during such a discussion. The Board member or individual who declares a conflict shall not be present during the vote. Votes on issues where a conflict of interest has been declared shall be by majority vote, without counting the votes of the Board Members who have declared a conflict.

Quorum for votes on conflict of interest issues shall be calculated using the total number of Board Members present including those who have declared a conflict of interest provided that at least one Board Member present has not declared a conflict of interest with regard to the issue being voted on. If a Board Member has been asked not to participate in the discussion or to leave the meeting, quorum will still be calculated using

the total number of Board Members present including those who have been asked to not participate in or to leave the meeting.

The disclosure of a conflict of interest by the Executive Director or by a Board Member, any abstentions from voting on the issue relating to the conflict, the results of the vote and the decision made shall be recorded in the minutes of the Board meeting(s) at which the issue was discussed and decided.

5.3.4 Tracking of Decisions

Conflict of interest decisions shall be recorded:

- in the minutes of any meeting at which such an conflict of interest issue was decided by the Board of Directors of the Organisation
- in the Executive Director's report to the Board for the next Board meeting after a conflict of interest issue was decided by the Executive Director

For auditing purposes, a copy of the conflict of interest decision (i.e. Board minutes or Executive Director report) shall be attached to:

- any invoice for a financial transaction which a conflict of interest was declared
- the file of the Board Member, Employee or Volunteer who declared the conflict of interest

A master tracking document with all conflicts of interest issues decided by the organisation shall be maintained by the Executive Director.

5.3.5 Communication of Decisions

The decision made with respect to a declared conflict of interest shall be communicated as soon as possible by the decision maker in Chart 1 below to the Board Member, Employee or Volunteer who declared the conflict.

Chart 1:

Conflict Declared By	Conflict Declared to:	Decision Maker
Volunteer	Executive Director via the Volunteer Administrator	Executive Director in accordance with authority granted in Organisational policies (e.g. Financial Management Policy, Human Resources Manual, etc.) Board Of Directors for all areas outside of Executive Director's authority, with the exception of financial conflicts of interest which will be reported to the Finance Committee/Treasurer as per current Financial Management



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Employee	Executive Director	Executive Director in accordance with authority granted in Organisational policies (e.g. Financial Management Policy, Human Resources Manual, etc.) Board Of Directors for all areas outside of Executive Director's authority, , with the exception of financial conflicts of interest which will be reported to the Finance Committee/Treasurer as per current Financial Management Policy
Executive Director	Board of Directors	Board of Directors
Board Member	Board of Directors	Board of Directors

6.0 Related Policies

By-Laws - Articles 6.7, 9.0

Human Resources Manual - Policies # HR1, # HR5

Financial Management Policy - Sections 9.5, 13, 14

Volunteer Management Policy - Sections 5.1.2, 5.6.3, 5.7.2



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Conflict of Interest Disclosure:

As a Board Member, Employee or Volunteer, I understand that I have an obligation to disclose and eliminate (if necessary) any potential perceived or actual conflict of interest that may impact my ability to be loyal to, or impact the reputation of, the organisation.

I hereby certify that I have received, read, understand and agree to comply with the foregoing statement and the Organisation's Conflict of Interest Policy and that the information provided above is complete and accurate to the best of my knowledge.

Date

Name (printed or typed)