

OUTreach Southern Alberta Society

CONFLICT OF INTEREST POLICY

OUTreach Southern Alberta Society is a not-for profit organization that responds to the needs of the local and the broader lesbian, gay, bisexual, trans, two-spirit, and queer (LGBTQT) community of Lethbridge and the surrounding area by supplying resources, education and opportunities to foster self-determination, civic engagement and community participation. OUTreach believes that strong policies create good governance and leadership in service to Southern Alberta.

Policy Statement: The conflict of interest policy is to prevent the personal interest of Directors, Officers, employees, and volunteers from interfering with their performance of duties to OUTreach, or result in any personal, financial, professional, or political gain on the part of such persons at the expense of OUTreach, its members, supporters, and/or other stakeholders.

1. DEFINITIONS

1.1 “Board” means the Board of Directors, as stated in Sec 7 of the Bylaws.

1.2 “Conflict of Interest” (“Conflict”) means any circumstance, real or perceived, where:
a) a personal interest benefits from official actions or influence of OUTreach, and / or
b) a personal interest undermines the impartiality of an individual due to the possibility of a conflict between self-interest and the interest(s) of OUTreach.

1.3 “Director” means an individual member elected to the Board of Directors, as stated in Sec 7.1(a) of the Bylaws.

1.4 “Employee” means a person who receives all or part of their income from the payroll of OUTreach.

1.5 “Executive” means the Officers of the Board of Directors, as stated in Sec 11 of the Bylaws.

1.6 “In writing” means any written correspondence, including e-mail.

1.7 “Officer” means an Executive Director of the Board of Directors, as stated in Sec 11.1(a) of the Bylaws.

1.8 “Organization” means any business, agency, and association or body other than OUTreach.

1.9 “Personal Interest” means change in an individual’s financial or social condition at the expense of OUTreach.

1.10 “Supporter” means corporations, foundations, individuals, and other nonprofit organizations who contribute to OUTreach.

1.11 “Volunteer” means any individual, other than a Director, Officer or employee, who does not receive compensation for services and / or expertise provided to OUTreach.

2. COMPLIANCE WITH LAWS

2.1 Directors will conduct OUTreach’s business in accordance with applicable legislation, including: *Alberta Societies Act, Employment Standards Code of Alberta, Freedom of*

Information and Protection of Privacy Act, Alberta Human Rights, Criminal Code of Canada and all other applicable legislation.

3. DISCLOSURE

3.1 Full disclosure, by notice in writing, shall be submitted to the full Board in all conflicts of interest, including but not limited to:

- a) A Director is related to another Director, Officer, or employee by family, employment or domestic relationship,
- b) A Director or employee in a supervisory capacity is related to another Director or employee whom they supervise,
- c) A Director or their organization stands to benefit from any transaction or staff member of such organization receives payment from OUTreach for any sponsorship, subcontract, goods, or services other than as part of their regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the bylaws and board policy,
- d) Any organization to which a Director or employee has a vested interest and receives grant funding from OUTreach,
- e) A Director, Officer, or employee is a member of the governing body of a contributor to OUTreach or a recipient of contributions from OUTreach.
- f) A volunteer working on behalf of OUTreach who meets any of the situations or criteria listed above.

3.2 Full disclosure of any real or perceived conflicts must be provided to the Board at the earliest convenience by the Director, Officer, employee, or volunteer.

3.3 If a Director is nominated for an Officer position at the Annual General Meeting, they must declare any real or perceived conflict at the time of nomination.

3.4 Following full disclosure of a conflict or any condition listed above, the Executive shall determine whether a conflict of interest exists and, if so, the Executive shall either authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect OUTreach's best interests.

4. RESOURCE ALLOCATION

4.1 Anyone in a position to make decisions about the spending, purchasing, or investing of any of OUTreach financial or human resources and who may then benefit from any decision, has a duty to disclose any conflict as soon as it arises (or becomes apparent) and, as a result, should not participate in any related decisions.

5. PUBLICITY

5.1 Anyone authorized to publicly represent OUTreach and its activities or interests may do so only if:

- a) they do not take advantage of the publicity for personal interest, and / or
- b) they do not accept remuneration except for a donation to OUTreach, and / or
- c) they are referenced as being a representative of OUTreach.

5.2 If media does not attribute the representative to OUTreach, the Director will request the media outlet to make a correction.

6. DIRECTOR APPLICATION FOR OUTREACH EMPLOYMENT

6.1 At such a time when a Director formally considers employment with OUTreach, they must:

- a) submit a written statement to the Secretary of the Board, indicating the reason and time period for a temporary leave of absence, and
- b) take a temporary leave of absence from all Board or Committee work until the position is filled.

6.2 The Secretary of OUTreach will inform the President of the Board of such a request. The President will bring the request to the Board for action. The request and any action taken shall be reflected in the official minutes of the Board meeting.

6.2 If a leave occurs, under this Section, and the leave period is beyond the Director's elected term, their term of office will not be extended.

6.3 A Director, Officer, or employee interested in employment with OUTreach shall not participate in any discussion or debate of the Board or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present Director or committee member.

7. EXECUTIVE RESPONSIBILITY

7.1 At its discretion, the Executive may review any activity it deems as personal interest that has, or may have, stemmed from a Director benefitting from their participation with OUTreach.

7.2 In all situations of conflict of interest, real or perceived, the Executive shall determine whether a conflict of interest exists and, if so, the Executive shall either authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect OUTreach's best interests.

8. DISCLOSURE STATEMENT

8.1 A copy of this policy shall be given to all Directors, employees, volunteers or other key stakeholders upon Board adoption of this policy. Each Director, employee, and volunteer shall sign and date the disclosure statement (Appendix A) within 90 days of the Board approving this policy.

8.2 A copy of this policy shall be given to all Directors, employees, volunteers or other key stakeholders upon commencement of such person's relationship with OUTreach.

8.3 Each Director, employee, and volunteer shall sign and date the disclosure statement at the beginning of their term of service or employment, and each year thereafter.

8.4 This policy and disclosure form must be filed annually by all specified parties, and is to be kept safe and accessible by the Secretary of OUTreach.

8.5 Failure to sign the disclosure statement does not nullify one's accountability to this policy.

ATTACHMENT: Appendix A (Disclosure Form: Potential Conflict of Interest)

APPENDIX A
DISCLOSURE FORM:
POTENTIAL CONFLICT OF INTEREST

Name: _____
Address: _____
Phone: _____ Email: _____
Employer(s): _____
Occupation(s): _____

Potential Conflicts – Section 2.1

Do you have a conflict or potential conflict in that:

a. You are related to another Director, Officer, or employee by family or domestic relationship.

b. You hold a supervisory position in relation to another member or employee outside of OUTreach.

c.1 As a Director, you could personally benefit, or another organization you serve could benefit, from some / any / all sponsorship, subcontract, goods, or services transactions OUTreach undertakes for any other than for reasonable expenses incurred as provided in the bylaws and board policy.

c.2 As an employee of OUTreach, you could personally benefit from any sponsorship, subcontract, goods, or services transactions OUTreach undertakes for any other than as part of your regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the bylaws and board policy.

d. You have a vested interest in an organization which may receive funding from OUTreach.

e. You belong to the governing body of a contributor to OUTreach or a recipient of contributions from OUTreach.

Potential Conflicts - General

Volunteer involvement with other groups or organizations: _____

Other Board Service (List the position you hold and the expiration of your term):

Board _____	Position _____	End of Term _____
Board _____	Position _____	End of Term _____
Board _____	Position _____	End of Term _____
Board _____	Position _____	End of Term _____
Board _____	Position _____	End of Term _____

Past Board Service (within the last two years)

Board _____	Position _____	Ended _____
Board _____	Position _____	Ended _____
Board _____	Position _____	Ended _____

Affiliation with other not-for-profit or related for-profit organizations: _____

I _____ authorize the use and disclosure of this information for the purpose of avoiding conflict of interest.

Signature

Date (signed annually)

Note: Information provided will be used for the sole purpose of avoiding conflict of interest and will not be shared with anyone outside of the Board.