

CONFLICT OF INTEREST POLICY

The Victoria Pride Society is committed to the highest standards of conduct of its members and Board of Directors. We acknowledge our responsibilities as required by the Societies Act of British Columbia. For the purposes of this policy, the following definitions apply:

- Director: A member of the Board of Directors of the Victoria Pride Society
- Actual Conflict of Interest: A situation where financial or other personal or professional considerations compromise a Director's objectivity, judgement, integrity, and / or ability to perform their responsibilities to the Victoria Pride Society
- Perceived Conflict of Interest: A situation where a Director, a member of the Director's family, or a close personal relation of the Director has financial, personal, or professional interests with an outside organization / business, and those interests could appear to influence or bias the decision making ability of the Director

This Policy contains the following sections:

- Responsibilities describes:
 - general responsibilities of all directors to recognize and report on an actual or perceived conflict of interest
- Resolving a Conflict of Interest describes:
 - how the Director(s) in question, or the Board may resolve an actual or perceived conflict of interest
- Avoiding a Conflict of Interest describes:
 - how Directors can avoid actual or perceived conflicts of interest

RESPONSIBILITIES

- Directors are expected to recognize before hand if their solicitation, proposal, or participation constitutes a perceived or actual conflict of interest. If a Director is unsure if they are in a perceived or actual conflict of interest, they are to request the full Board of Directors determine if a conflict of interest exists.
- Each Director is responsible for ensuring that they recuse themselves from any discussion or decision in which they may have an actual or perceived conflict of interest.
- Directors must explicitly state for recording in the minutes of a meeting why they are recusing themselves from any discussion or decision.

AVOIDING A CONFLICT OF INTEREST

To avoid a perceived or actual conflict of interest, the following guidelines are to be used:

- No Director may put forth a proposal, motion, amendment, or topic of discussion on behalf of a business or organization they, or a member of their family or close relation, belong to. In order to bring these requests to the Board of Directors, the Director in conflict must make a presentation to another Director, outside a regular meeting, who will act as an impartial proxy and bring the request to the Board of Directors.
- A Director identified in a perceived or actual conflict of interest may not participate in any discussions or decisions relating to their perceived or actual conflict of interest, and must explicitly recuse themselves and have this recorded in the meeting minutes.
- Directors in conflict may (but are not required to) leave the room while discussion / decisions are being made. This is in accordance with by-law 7.5.
- The Director chosen as the impartial proxy will communicate any questions, clarifications, or decisions to the Director in conflict after the meeting concludes.
- Director's in conflict may appeal any decision made by the Board of Directors through their chosen impartial proxy, however must abide by the final decision of the Board of Directors after one appeal is made.

RESOLVING A CONFLICT OF INTEREST

- If a Director realizes belatedly that they have a perceived or actual conflict of interest, they are expected to immediately inform the Board of Directors and recuse themselves from any further participation in the topic creating the conflict. Explicit mention must be made in the minutes of a meeting to record the abstention of the Director from further discussion or decisions.
- If a Director believes another Director is in a perceived or actual conflict of interest, they are required to bring attention to this immediately upon discovery to the Director in question. The Director in question must then respond according to their responsibilities as outlined in this policy.
- All resolutions are to be discussed and decided per existing by-laws of the Victoria Pride Society.

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