



# **Conflict of interest policy**

Central Niagara Baseball and Softball Association

## **1. Purpose**

The purpose of this policy is to help board members of Central Niagara Baseball and Softball Association (CNBSA) to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of CNBSA and manage risk.

## **2. Objective**

CNBSA aims to ensure that board members are aware of their obligations to disclose any conflicts of interest that they may have, and to comply with this policy to ensure they effectively manage those conflicts of interest as representatives of CNBSA.

## **3. Scope**

This policy applies to the board members of CNBSA.

## **4. Definition of conflicts of interests**

A conflict of interest occurs when a person's personal interests conflict with their responsibility to act in the best interests of CNBSA. Personal interests include direct interests as well as those of family, friends, or other organisations a person may be involved with or have an interest in other similar organizations that may or may not have competing interest with CNBSA. A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

These situations present the risk that a person will make a decision based on, or affected by, these influences, rather than in the best interests of CNBSA.

## **5. Policy**

This policy has been developed because conflicts of interest commonly arise, and do not need to present a problem to the charity if they are openly and effectively managed. It is the policy of the CNBSA as well as a responsibility of the board, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with the obligations to CNBSA.

CNBSA will manage conflicts of interest by requiring board members to:

- avoid conflicts of interest where possible
- identify and disclose any conflicts of interest
- carefully manage any conflicts of interest, and
- follow this policy and respond to any breaches.

## **5.1 Responsibility of the board**

The board is responsible for:

- establishing a system for identifying, disclosing and managing conflicts of interest across the board
- monitoring compliance with this policy, and
- reviewing this policy on an annual basis, [following the annual general meeting], to ensure that the policy is operating effectively.

The charity must ensure that its board members are aware of the ACNC governance standards, particularly governance standard 5, and that they disclose any actual or perceived material conflicts of interests as required by governance standard 5.

## **5.2 Identification and disclosure of conflicts of interest**

Once an actual, potential or perceived conflict of interest is identified, it must be entered into CNBSA's register of interests, as well as being raised with the board. Where all of the other board members share a conflict, the board should refer to governance standard 5 to ensure that proper disclosure occurs.

The register of interests must be maintained by the Secretary or by the Treasurer of the Secretary has a conflict that needs to be record and record information related to a conflict of interest (including the nature and extent of the conflict of interest and any steps taken to address it).

### *Confidentiality of disclosures*

The conflict of interest policy will be disclosed to the executive board of CNBSA and be available upon request by government agencies, and/or auditors or examiners

## **6. Action required for management of conflicts of interest**

### **6.1 Conflicts of interest of board members**

Once the conflict of interest has been appropriately disclosed, the board (excluding the board member disclosing and any other conflicted board member) must decide whether or not those conflicted board members should:

- vote on the matter (this is a minimum),

- participate in any debate, or
- be present in the room during the debate and the voting.

In exceptional circumstances, such as where a conflict is very significant or likely to prevent a board member from regularly participating in discussions, it may be worth the board considering whether it is appropriate for the person conflicted to resign from the board.

## **6.2 What should be considered when deciding what action to take**

- In deciding what approach to take, the board will consider whether the conflict needs to be avoided or simply documented
- whether the conflict will realistically impair the disclosing person's capacity to impartially
- participate in decision-making
- alternative options to avoid the conflict
- the charity's objects and resources, and
- the possibility of creating an appearance of improper conduct that might impair confidence in, or the reputation of, the charity.

The approval of any action requires the agreement of at least a majority of the board (excluding any conflicted board member/s) who are present and voting at the meeting. The action and result of the voting will be recorded in the minutes of the meeting and in the register of interests.

## **7. Compliance with this policy**

If the board has a reason to believe that a person subject to the policy has failed to comply with it, it will investigate the circumstances.

If it is found that this person has failed to disclose a conflict of interest, the board may take action against them. This may include seeking to terminate their relationship with the charity. If a person suspects that a board member has failed to disclose a conflict of interest, they must report it immediately to the board at the upcoming board meeting and present the facts as they know it.