



Governance

Reviewed by Board of Directors for Policy Approval: 20190412

Reviewed by Board of Directors for Policy Approval: 20210421

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G-1 Conflict of Interest

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Replaces and/or amends	
Appendix(-ces) to this Policy	

Policy Purpose

Staff and volunteers of the Able Sail Toronto are expected to adhere to the highest standards of personal and professional competence, integrity and impartiality. The following are general standards of which staff and volunteers will adhere.

Financial Interest

A volunteer or staff member will be considered to have potential conflict of interest where he or she, or a member of his or her immediate family (including mother, father, brother, sister, child, husband, wife, common-law spouse) has a direct or indirect financial interest in a matter involving the Able Sail Toronto. This includes situations where they/he/she could influence, or appear to be able to influence, any decision on that matter by the Able Sail Toronto.

An indirect financial interest includes funding or program matters affecting the employer of a member of the Board, or a member of their family, as defined above. A potential conflict exists where he/she could directly influence a decision made in the course of discharging his/her duties, and also where he/she could indirectly influence a decision through exerting personal influence over the decision-maker(s).

Interests In Common

A conflict of interest does not exist if the interest is one that is shared in common and generally to the same degree: by many other members of the Able Sail Toronto membership; or schools, camps; or, by virtually all members of the Board.

Family and Personal Interest

If a potential conflict exists because of a Staff or Volunteer's personal or family interest in a matter, the Staff or Volunteer shall advise the Board or appropriate committee at the first convenient opportunity, and it shall be recorded [In the case of a staff member, he/she similarly notify his/her supervisor]. In the case of significant conflict, the person should outline the nature and extent of the conflict in a letter filed with the President/Commodore, but he/she shall still make a conflict declaration.



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Abuse of Position

Volunteers or staff shall not use their position with the Able Sail Toronto, nor their connection to the Able Sail Toronto, for personal benefit. In particular, no procedure or system shall be altered or manipulated to provide an advantage for volunteers, staff, family, colleagues or Membership Club, School or Camp to which he/she is a member. Similarly, no personal benefit is to be taken from the use of confidential information.

Selling to Able Sail Toronto

Volunteers and Staff and their firms or agencies are not precluded from selling goods, materials or services to the Able Sail Toronto, provided this activity is consistent with generally accepted competitive commercial practices. Any such arrangements shall meet the test of being available on an equal basis to others, and the amount of payment or compensation shall be appropriate to the circumstances, and below or equal to the cost of such services in the market.

Volunteers and Staff may accept directorship or other volunteer responsibilities with other organizations. This extends to other Clubs, Schools, Camps on the basis that: (a) such responsibilities are disclosed to the President/Commodore (in the case of staff to the Executive Director) and the Board (and both shall maintain a record thereof); and, (b) they shall exempt themselves from all discussions and decisions concerning the relevant Club, School or Camp.

Impartiality

Staff and Board members should recognize that they are seen to exert influence on Able Sail Toronto funding and fundraising decisions and practices and to have positions where impartiality and trust are required. When a Board member or Staff member wishes to exercise he/her rights as a citizen to comment upon a decision by Able Sail Toronto or some community or governmental body, their intentions and appropriate measures to protect the integrity and reputation of the Able Sail Toronto shall be discussed first with the Board.



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Declarations on Conflict of Interest

In addition to the preceding provisions of this section, where a Volunteer or Staff perceives that he/she may have a conflict of interest, as defined above, the following procedure shall apply:

1. As early as possible in the next meeting of the Board or Committee, the person shall indicate the general nature of the potential conflict of interest and the declaration/ comment shall be recorded in the minutes, along with an indication that they refrain from further discussion and voting on the matter. It is the responsibility of the member to declare a possible conflict of interest. Members of the Board or Committee may ask if there is a possible conflict.
2. The person shall not participate in any way in the discussion or debate on any matter in which he/she declares a potential conflict of interest. He/she shall not discuss the matter with staff or follow-up on its execution by staff, nor shall he/she send any correspondence on the matter to the Board or Committee, except about the declaration of the conflict,
3. If the matter under discussion takes place during a confidential or in camera meeting of the Board, in addition to the provisions in sub-clauses (1) and (2), he/she shall leave the room during the discussion and voting, and shall be recorded as having done so; and,
4. The withdrawal or absence of a member for purposes of a declaration of potential conflict of interest does not cause the loss of quorum, provided that at least three members of the Board have not made a conflict or interest declaration on the matter.

Insider Information

All Volunteers and Staff are required to refrain from the use or transmission of any confidential or privileged information while serving with the Able Sail Toronto, and following termination of their relationship with the Able Sail Toronto.

Gifts and Benefits

In order to preserve the image and integrity of the Able Sail Toronto, business gifts for personal use should be avoided; however, the Able Sail Toronto recognizes that moderate hospitality is an accepted courtesy of a business relationship or marketing efforts. Recipients of allowable gifts or benefits should not permit themselves to reach the position whereby they might be, or might be deemed by others to have been, influenced in making a business decision as a consequence of accepting such hospitality. The frequency and scale of any hospitality accepted should not be higher than the Able Sail Toronto would allow a Board or staff member to claim as a routine business expense.

Where any gift is accepted, the acceptance must constitute a benefit to the Able Sail Toronto, or be of nominal value and publicly acknowledged. Where a gift cannot realistically be refused, or where its acceptance may be seen to be an example of typical business courtesy, the option exists for the Volunteer or Staff to redirect the gift to a Partner Organization/Club, School or Camp of the Able Sail Toronto. This policy does not apply to any gifts or benefits received in connection with speaking engagements on behalf of the Able Sail Toronto, or in connection with Volunteer or Staff participation in fundraising activities of their club or employer, nor to participate in association activities.



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Purchasing Procedures

In order to preserve a neutral purchasing policy, Able Sail Toronto Volunteers or Staff should not be able to benefit from the purchasing system of either the Able Sail Toronto or any of its members. An exception may be allowed where it is deemed to be in the general interests of Able Sail Toronto to maximize its purchasing volume.

Hiring of Relatives

The policy of the Able Sail Toronto shall be that no Policy Volunteer or Staff shall participate in any fashion in the hiring, promotion, disciplining or termination of a family member, as an employee of the Able Sail Toronto.

In general, the fact that a person is related to an employee or a Board member shall operate neither to prejudice nor to raise the person's prospects of being hired, promoted, disciplined or dismissed. In all cases, merit, qualifications, experience, equity and budgetary provision shall be the governing considerations for hiring and promotion.

Enforcement

It is the responsibility of every Volunteer and Staff Member to be aware of the Code and his/her obligations under the Code, and to the best of his/her ability to ensure that all other Policy Volunteers and Staff are similarly aware. Where any Policy Volunteer or Staff has reason to believe that another Policy Volunteer or Staff is committing a serious breach of this Code, he/she may approach the President/Commodore, (in the case of Staff to the Executive Director) or another officer of the Board, in confidence. However, the responsibility to ensure that all persons observe this Code is under the sole jurisdiction of the Board, and shall be dealt with by the Board as a whole. The members of the Board of Directors shall use the Code as a guide to their actions and failure to do so may form the basis for removal from the Board.

Severability

The provisions of this code of Conduct are severable. If any provision, section or word is held invalid or illegal, such invalidity or illegality shall not affect or impair any of the remaining provisions, section or words.