

POLICY AND PROCEDURES MANUAL

2.0.3 CONFLICT OF INTEREST – ELECTED OFFICERS

Policy

To describe the process Elected Officers must undertake to effectively manage conflict of interest.

Procedure

Elected Officers are obliged, in their official capacity and as individuals, to do their best to fulfill the intent of this policy. It is expected that every Elected Officer will have a working knowledge of permissible activities, and will seek guidance on any matter on which there is question.

Both real or direct conflicts of interest, as well as those that may be reasonably perceived to exist are to be avoided. Officers must not act when conflicted even if they believe they will be able to act impartially.

Where the Elected Officer was aware of a conflict and proceeded to act believing they were acting in good faith, and no harm was done to the BCNU, does not remedy the outcome of the act.

Conflict of Interest Rules

Council has adopted the following conflict of interest rules. These rules do not represent an exhaustive list of all potential conflicts of interest. Elected Officers must:

1. Disclose any direct or indirect interest they have in a proposed or completed contract or transaction with the BCNU or a service provider to the BCNU as soon as they become aware of the proposed or completed contract or transaction;
2. Not exercise any decision-making power which could bring about financial benefit to themselves, or any immediate family member, due to their financial holdings, business interests or property interests;
3. Not personally enter into contracts or transactions where to do so may be detrimental to the BCNU's best interests or where the activity is in conflict with the proper discharge of their duties to Members;
4. Not engage in any financial transactions, contracts, or private arrangements for personal profit that accrue from or are based on their official position or authority or upon confidential or non-public information that they gain because of such position or authority;
5. Not use information that is gained through their position or authority, which is not available to the general Membership, in order to further their private interest. They must also not offer such information to another person;
6. Not act in their official role to assist organizations or persons in their dealings with the BCNU, or a service provider to the BCNU, that may result in preferential treatment to that organization or person;
7. Not use BCNU property to pursue their private interests, or the interests of any person, for material personal gain where such use would result in additional material cost or any material loss to the BCNU or otherwise detracts from their performance of duties to the BCNU. BCNU property includes:
 - (a) Real and tangible items such as land, buildings, furniture, fixtures, equipment, and vehicles;
and
 - (b) Intangible items such as data, computer systems, reports, information, proprietary rights, patents, trademarks, copyrights, logos, name, and reputation;

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8. Not purchase BCNU property except with the Board's prior approval and on the same conditions, that such property would be available to the Membership;
9. Not solicit or accept benefits, entertainment, or gifts in exchange for, or as a condition of, the exercise of their duties or as an inducement for performing an act associated with their duties or responsibilities of the BCNU. Elected Officers generally may accept gifts, hospitality or other benefits associated with their official duties and responsibilities if such gifts, hospitality or other benefits:
 - (a) are of nominal value (\$100.00);
 - (b) are within the bounds of propriety, a normal expression of courtesy, or within the normal standards of hospitality;
 - (c) would not bring suspicion on Elected Officers' objectivity and impartiality; and
 - (d) would not compromise the integrity of the BCNU;
10. Return an improper benefit to the person offering it as soon as practicable. If there is no opportunity to return an improper gift or benefit, or where the return may be perceived as offensive for cultural or other reasons, the gift must immediately be turned over to the BCNU, which will make a suitable disposition of the item. In all cases, whether the gift has been returned or not, the gift must be disclosed to the Council;
 - (a) If given to the President, the gift, hospitality, or other benefit must be disclosed to the Vice-President.
11. Refrain from conduct, which compromises or may be perceived to compromise their ability to carry out their duties in an impartial manner and be mindful that Members may not distinguish between their roles in the BCNU and their roles in outside activities;
12. After ceasing to be an Elected Officer, refrain from taking improper advantage of information obtained while serving on Council;
13. Not hold a position which would have a conflict of interest by virtue of having competing fiduciary obligations to both the BCNU and any other organization; and
14. Report to the President any activity of the Council or of other Elected Officers, other than the President, which they believe:
 - (a) contravenes the law;
 - (b) represents a real or apparent conflict of interest or breach of this Code;
 - (c) represents a misuse of trust funds or assets; or
 - (d) represents a danger to public health, safety, or the environment.
15. Report to the Vice-President any activity of the President which they believe:
 - (a) contravenes the law;
 - (b) represents a real or apparent conflict of interest or breach of this Code;
 - (c) represents a misuse of funds or assets; or
 - (d) represents a danger to public health, safety, or the environment.

Conflict of Interest Procedures

1. Each Officer is expected to declare a conflict of interest, upon commencing their Elected Officer position and at any Council or committee meeting before the subject matter of the conflict is dealt with by the Council or committee. The Officer must then excuse themselves from the meeting until the matter has been dealt with by the Council or committee.
2. In cases of doubt, the Officer should consult the President. If the President is in doubt, they should consult the Vice-President.
3. Where the Council or committee considers it appropriate, an Officer who has a conflict of interest may remain in the meeting during the Council or committee deliberation.

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- (a) The decision to include the conflicted Officer in the meeting must be considered by the remaining Officers in the absence of the conflicted Officer; and must be approved unanimously by those present to ensure no one considers they will be impaired in acting because of the presence of the conflicted Officer.
 - (b) The decision to include the conflicted Officer shall specify whether they shall have a voice during the deliberations and whether they shall remain in the meeting during the vote. In no case shall they have a vote on the matter in question.
4. Any Officer, including the chairperson, may raise a point of order at any Council or committee meeting the question of whether another Officer is in a conflict of interest. The point of order shall be raised before the subject matter of the alleged conflict is dealt with by the Council or committee. The question will then be discussed at the meeting with the Officer alleged to be in conflict present with voice. The chairperson will then call for a vote on the question of whether the alleged conflict exists. The Officer with the alleged conflict will not be present for the vote.
5. The decision of the Council or committee as to whether an Officer(s) is in conflict must be made by a majority vote.
6. If the Council or committee decision to exclude an Officer results in a loss of quorum, the Council or committee shall set aside the issue until later in the meeting or until a future meeting when the presence of other Officers results in a quorum notwithstanding the exclusion of the conflicted Officer(s).
 - (a) If the conflict applies to all Regional Officers, such that quorum cannot exist, the matter shall be referred to the Provincial Executive Committee or the Annual Convention.
 - (b) If the conflict applies to all Officers, such that quorum cannot exist, the matter shall be referred to the Annual Convention.
7. Where the President is in a conflict of interest, the Vice-President, or designate selected by the remaining Officers, shall chair the meeting until the Council or committee has dealt with the matter. Where both the President and Vice-President are in a conflict of interest, the remaining Officers shall select one of their number to chair the meeting until the matter has been dealt with by the Council.
8. Every reasonable effort will be made by the President and committee chairs to prevent distribution of printed material to an Officer who has either declared a conflict of interest, has been declared to be in a conflict of interest by a Council resolution or is reasonably expected to be in a conflict of interest with respect to the subject matter of the printed material. Any conflicted Officer who inadvertently receives such printed material shall refrain from reading it as soon as the conflict is apparent to them whereupon the material shall be returned to the sender with a written notice from the Officer advising of the conflict.

Consequences

1. Any breach of these obligations may be subject to disciplinary action under Articles 1.10, 1.11, or 12 of the BCNU Constitution and Bylaws and Policies and Procedures and may also be subject to interim measures to prevent damage to the BCNU.
2. Any clear infraction of applicable laws or recognized ethical standards will be subject to disciplinary action, which may include though not limited to, reprimand, censure, suspension, removal from office, and dismissal from BCNU, depending on the seriousness of the offence.

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Policy Footnotes

Section	2 Conflict of Interest
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Further reading	