



THE CANADIAN CENTRE FOR
**GENDER+SEXUAL
DIVERSITY**



CCGSD GLOBAL CONFLICT OF INTEREST POLICY

Approved by Board of Directors: May 29, 2020

Reviewed by Board of Directors: n/a

PURPOSE:

To avoid conflicts of interest or their appearance and to promote fairness in the workplace.

SCOPE:

This policy applies to regular, supervisory, and management staff, directors (Board members) and members of CCGSD.

DEFINITIONS:

When used in this policy, the following terms have the following meanings:

“Conflict of Interest” or **“COI”** means a situation in which a person has a private or personal interest sufficient to influence, or appear to influence, the objective exercise of their official duties to CCGSD. There are three types of Conflicts of Interest:

(i) Actual conflicts of interest which arise where there is a real conflict between the public duties and private interests of an individual; (ii) Potential conflicts of interest which arise when an individual has private interests that could conflict with their public duties (this refers to circumstances where it is foreseeable that a conflict may arise in future and steps should be taken now to mitigate that future risk); And (iii) Perceived conflicts of interest which arise when a third party or members of the public form the view that the private interests of an individual could improperly influence their decisions or actions, now or in the future.

For clarity, a Conflict of Interest arises in any situation where the duty of an individual to act in the best interests of CCGSD and, in the case of Directors, to adhere to the Director’s fiduciary duties, is compromised or impeded by any other interest, relationship, or duty of the Director. A Conflict of Interest also includes circumstances where the Director’s duties to the organization are in conflict with other duties owed by the Director such that the Director is not able to fully discharge the fiduciary duties owed to the organization.

“Discloser” means any individual who provides a verbal and/or written report about a Conflict of Interest situation to a Disclosure Officer.

“Disclosure Officer” means any individual to whom disclosures of Conflicts of Interests may be made.

“Executive Committee” means the Secretary, Treasurer, Vice-President, or President of the Board of Directors of CCGSD.

INTERPRETATION OF CONFLICT OF INTEREST:

It is crucial to see a COI as a situation and not an accusation. Being in a COI is not the same as being corrupt and pointing out that someone is in a COI is not the same as accusing them of bias or lack of integrity.

Conflict of Interest is not about one sole factor such as money; it is about the presence of multiple factors, or any factor, that a reasonable person might think is likely to bias a decision maker's judgment.

EXAMPLES OF CONFLICT OF INTEREST SITUATIONS:

The following are examples of conflict of interest situations for illustration purposes only and are not intended to be a complete or exhaustive list:

1. A supervisor/manager/director supervises a friend to whom they rent an apartment.
2. A manager hires a fellow congregant from a close-knit, 50-member church that is their primary social and spiritual circle.
3. A manager supervises an employee whose family employs the manager's wife.
4. A consensual romantic and/or sexual relationship between two (or more) individuals covered under this policy with a non-hierarchical professional relationship.
5. A consensual romantic and/or sexual relationship between two (or more) individuals covered under this policy with a hierarchical professional relationship.
6. An individual with *related* decision-making responsibilities has a personal interest in a proposed contract with the nonprofit organization.
7. An individual with *related* decision-making responsibilities has an interest in a proposed contract because they are an employee or stakeholder in the organization with which the nonprofit is contracting.
8. A director has an interest in a proposed contract because they are also a director for the organization with which the contract is proposed.

DISCLOSURE OF A CONFLICT OF INTEREST (COMPETING INTERESTS)

Disclosures of competing interests must be made immediately. Disclosers should make such disclosures verbally to their supervisor or manager. In the case of a director or a member of CCGSD, the verbal disclosure should be made to the entire Board of Directors.

Following the initial verbal disclosure, if the entity receiving the disclosure concurs that a Conflict of Interest exists, the disclosure must be made in writing, via email, by the Discloser to that same entity, within one week from the initial verbal disclosure. That email should include:

1. The full name of the individual with a potential Conflict of Interest;
2. The entity to whom the verbal disclosure was made (if applicable);
3. What the Conflict of Interest is; and
4. How that Conflict of Interest might affect CCGSD and/or their CCGSD work.

Once written disclosure is made, the discloser will receive a confirmation of receipt from the entity who received the disclosure along with guidance and/or regulations on how that particular Conflict of Interest should be handled. Examples of such guidance and/or regulations include, but are not limited to:

1. Do not participate in the final decision-making process for any decisions relating to the Conflict of Interest situation.
2. Remove yourself from all discussions relating to the Conflict of Interest.
3. Do not participate in committee meetings related to the Conflict of Interest.
4. In the case of directors and members of CCGSD, do not vote on matters related to the Conflict of Interest.

If you wish to contest the guidance and/or regulations you have received, please email the Executive Committee of the Board of Directors with the following information:

1. The initial email sent by you;
2. The response you received; and
3. An explanation as to why you believe that the policy has been incorrectly applied.

The Executive Committee may take the following steps (though they are not required to take all of these steps in every situation; however, they may take one or more of them):

1. Review the subject of the disclosure and the response received;
2. Interview the initial decision maker;
3. Interview the Discloser; and/or
4. Interview the individual(s) involved in the potential or actual Conflict of Interest situation.

The Executive Committee will issue a decision in writing. This decision will be final.

THIRD-PARTY REPORTING OF CONFLICT OF INTEREST (COMPETING INTERESTS)

If you believe that an individual is in a Conflict of Interest situation that has not yet been reported, or you believe that an individual is in a potential Conflict of Interest situation, please report that situation to the Office Manager, Executive Director, or a member of the Executive Committee. Please include the following information:

1. Your name;
2. The full name of the individual with a potential or actual Conflict of Interest;
3. Description of the situation in which a Conflict of Interest may have occurred;
4. Description of any previous reporting on that particular Conflict of Interest, if any;
5. If you have previously reported a potential or actual Conflict of Interest situation to a Disclosure Officer:
 - a. The name of the Disclosure Officer to whom you reported;
 - b. Any known steps taken by yourself* and/or the Disclosure Officer to address the potential or actual Conflict of Interest;
 - c. An explanation as to why the steps previously taken are unsatisfactory.

**Disclosers should not attempt to remedy a Conflict of Interest situation by themselves or without appropriate reporting and guidance from a Disclosure Officer.*

An explanation or decision will be returned in writing, in accordance with this policy. If that response is not to your satisfaction and you believe the policy was applied incorrectly, please email the entire Executive Committee with the following information:

1. A copy of the initial email sent by you;
2. A copy of the response you received;
3. An explanation as to why you believe the policy has been incorrectly applied; and
4. How you would suggest we move forward, in accordance with the policy.

The Executive Committee may take the following steps (though they are not required to take all of these steps in every situation; however, they may take one or more of them):

1. Review the subject of the disclosure and the response received;
2. Interview the initial decision maker(s);

3. Interview the Discloser; and/or
4. Interview the individual(s) involved in the potential or actual Conflict of Interest situation.

The Executive Committee will issue a decision in writing. This decision will be final.

CONFLICTS OF INTEREST RELATED TO DIRECTORS (BOARD MEMBERS)

There are a number of Conflicts of Interest that may arise, and many have already been set out in this policy and in the CCGSD bylaws. However, the following situations tend to arise most often with the roles of Directors (these situations may apply to other individuals as well and these situations are not an exhaustive list; please follow the disclosure process if you believe you are or someone else is in one of the following, or similar, situations):

Transacting with the Organization

When a Director transacts with the organization directly or indirectly. When a Director has a material, direct or indirect, interest in a transaction or contract with the organization.

Interest of a Relative

When the organization conducts business with suppliers of goods or services or any other party of which a relative or member of the household of a Director is a principal, officer, or representative.

Gifts

When a Director or a member of the Director's household or any other person or entity designated by the Director accepts gifts, payments, services or anything else of more than a token or nominal value from a party with whom the organization may transact business (including a supplier of goods or services) for the purposes of (or that may be perceived to be for the purposes of) influencing an act or decision of the Board.

Acting for an Improper Purpose

When Directors exercise their powers motivated by self-interest or other improper purposes. Directors must act solely in the best interest of the organization. Directors who are nominees of a particular group must act in the best interest of the organization even if this conflicts with the interests of the nominating party.

Appropriation of Organization Opportunity

When a Director diverts an opportunity or advantage that belongs to the organization, for the Director's own use or benefit.

Duty to Disclose Information of Value to the Organization

When a Director fails to disclose information that is relevant to a vital aspect of the organization's affairs.

Serving on the Board of Other Organizations

A Director may be in a position where there is a conflict of "duty and duty." This may arise where the Director serves as a Director of two organizations that are competing or transacting with one another. It may also arise where a Director has an association or relationship with another entity. For example, if two organizations are both seeking to take advantage of the same opportunity. A Director may be in possession of confidential information received in one boardroom or related to the matter that is of importance to a decision being made in the other boardroom. The Director cannot discharge the duty to maintain such information in confidence while at the same time discharging the duty to make disclosure. In this

situation, the Director cannot act to advance either organization's interests, must remove themselves from discussions relating to the Conflict of Interest, and must forego any participation in the final decision-making process related to the Conflict of Interest situation.

CONSENSUAL PERSONAL (ROMANTIC AND/OR SEXUAL) RELATIONSHIP CONFLICTS OF INTEREST:

In all types of organizations, it is recognized that personal relationships occur. Individuals in relationships with colleagues, whether that colleague is in a subordinate position to them or not, will not face disciplinary action as a result of such relationships. This comment is particularly important as we recognize the smaller size of and higher incidences of trauma among the 2SLGBTQIA+ communities. As such, we do not intend to "police" the people working at CCGSD and their personal relationships with each other.

However, disclosures of consensual personal (romantic and/or sexual) relationships are necessary in order to manage Conflicts of Interest and potential sexual harassment complaints.

DISCLOSURE OF CONSENSUAL PERSONAL (ROMANTIC AND/OR SEXUAL) RELATIONSHIP BETWEEN INDIVIDUALS IN A NON-HIERARCHICAL RELATIONSHIP

Disclosure of such relationships are unnecessary unless and until one of the following situations is true:

1. The relationship has been ongoing for a period of two months (whether casual or serious);
2. One of the individuals is offered a change in position within the organization, and by virtue of that change, a hierarchical professional relationship develops between them; or
3. The individuals share a dwelling.

The initial disclosure may be done verbally; however, within one week of such disclosure, confirmation in writing must be completed by all parties to the relationship and such written confirmation must be submitted to the appropriate Disclosure Officer (see disclosure options below).

DISCLOSURE OF CONSENSUAL PERSONAL (ROMANTIC AND/OR SEXUAL) RELATIONSHIP BETWEEN INDIVIDUALS IN A HIERARCHICAL RELATIONSHIP

Disclosure of such relationships must occur within one week of that relationship forming.

The initial disclosure may be done verbally; however, within one week of such disclosure, confirmation in writing must be completed by all parties to the relationship and such written confirmation must be submitted to the appropriate Disclosure Officer (see disclosure options below).

DISCLOSURE OPTIONS

Initial disclosures of any kind of potential Conflict of Interest may happen:

1. In-person;
2. Via telephone or video conference;
3. Via email; or
4. Via text message.

DISCLOSURE OFFICERS

Disclosures should be made to the direct manager(s) of the individuals involved in the potential Conflict of Interest. If there is unease about disclosing to that direct manager, or if that direct manager is, in fact, one of the individuals involved in a relationship being disclosed, one level of management may be skipped and disclosures may be made to a member of the Executive Committee of the Board of Directors.

For disclosures of consensual personal romantic and/or sexual relationships, following initial verbal disclosures, all parties to the relationship should email the following notice to their direct manager(s) and/or Disclosure Officer within a one week period:

SUBJECT: Consensual Workplace Relationship

Dear **Manager/Supervisor**,

*I hereby disclose that **XXX** and I are in a consensual (romantic and/or sexual) relationship. I agree that I have entered into this relationship without coercion. I agree that I will not pursue CCGSD for damages should the relationship fail. I understand that from this date forward, CCGSD will consider the relationship consensual unless I inform them otherwise.*

*I agree to follow instructions regarding any conflict of interest that may arise from my relationship with **XXX** and, if I disagree with those instructions, I will follow the **Global Conflict of Interest Policy** guidelines to contest those instructions and will accept the outcome of that process.*

Sincerely,

First Name Last Name

PRIVACY

Declarations of consensual personal relationships can be made in confidence. Relevant persons in an organization should only be engaged when a Conflict of Interest arises and the particular services of those relevant persons are required to manage the Conflict of Interest. Representatives of the employer involved in a matter raised under this policy must respect the privacy of personal information provided and the sensitivity of the matters raised. Disclosure of personal information should be limited to a strict need-to-know basis.

Disclosure Officers should be aware of their obligations under relevant anti-discrimination, personal information, and privacy legislation and should seek legal advice in order to understand and comply with those obligations.

Given the sensitive nature of information about an employee's relationship status, disclosure to colleagues is not mandatory. Where the relationship is between employees within the same area of the organization, such that professional interactions are common, the advantages and disadvantages of the employees disclosing their relationship to their colleagues should be considered. Steps the individuals involved in a relationship can take to limit the relationship's impact on the work environment include but are not limited to avoiding public displays of affection in the workplace and keeping discussions of personal matters outside of the office.

All efforts will be made to keep the details of personal consensual relationships private and confidential. However, due to the small number of management staff and the level of involvement of the Board of Directors in the day-to-day operations of CCGSD, sharing the disclosure and management of Conflict of Interest declarations among management staff and Board of Directors will likely be necessary.

FOLLOWING DISCLOSURE

After a potential Conflict of Interest or consensual (romantic and/or sexual) relationship is disclosed, each of the following must occur, in no particular order:

1. A collaborative discussion with the direct manager(s)/supervisor(s) of the individual(s) to identify risks and potential impacts;
2. A collective identification of specific Conflicts of Interest that may arise;
3. The appropriate disclosure form or email shall be completed and signed by all relevant parties; and
4. In the specific case of a disclosure of a consensual (romantic and/or sexual) relationship between individuals in a hierarchical relationship:
 - a. One of the following two options must occur: (i) the subordinate employee remains in their current role and reports to an alternative supervisor or manager (e.g. instead of the Museum Project Manager, report directly to the Office Manager, if appropriate); OR (ii) the subordinate employee reports to one higher level of management, that is to say: the employee reports directly to their manager's manager (e.g. instead of the Executive Director, report to a member of the Executive Committee); AND
 - b. The Board of Directors shall be informed of the disclosure and the alternative management arrangements.

THIRD-PARTY REPORTING OF CONFLICT OF INTEREST (PERSONAL ROMANTIC AND/OR SEXUAL RELATIONSHIP)

If you believe that a consensual (romantic and/or sexual) relationship has resulted in a Conflict of Interest situation, please report that to the Office Manager, Executive Director, or a member of the Executive Committee. Please include the following information:

1. Your name;
2. The full name(s) of the individuals involved in a potential or actual Conflict of Interest;
3. Description of the situation in which a Conflict of Interest may have occurred;
4. Description of any previous reporting on that particular Conflict of Interest, if any;
5. If you have previously reported a potential or actual Conflict of Interest situation to a Disclosure Officer:
 - a. The name of the Disclosure Officer to whom you reported;
 - b. Any known steps that have been taken by yourself* or the Disclosure Officer to address the potential or actual Conflict of Interest; and
 - c. An explanation as to why the steps previously taken are unsatisfactory.

**Disclosers should not attempt to remedy a Conflict of Interest situation by themselves or without appropriate reporting and guidance from a Disclosure Officer.*

An explanation or decision will be returned in writing, in accordance with this policy. If that response is not to your satisfaction and you believe the policy may be applied differently, please email the entire Executive Committee of the Board of Directors with the following information:

1. A copy of the initial email sent by you;
2. A copy of the response you received; and
3. An explanation as to why you believe the policy has been incorrectly applied.

The Executive Committee may take the following steps (though they are not required to take all of these steps in every situation; however, they may take one or more of them):

1. Review the subject of the disclosure and the response received;
2. Interview the initial decision maker(s);
3. Interview the Discloser; and/or
4. Interview the individuals involved in the potential or actual Conflict of Interest situation.

The Executive Committee will issue a decision in writing. This decision will be final.

You may disagree with decisions made under this policy but airing those disagreements directly with the parties involved could be construed as harassment, and possibly result in disciplinary action. See CCGSD's Policy on Harassment and Workplace Violence for more information.

SOURCES <https://www.schnader.com/blog/addressing-romantic-relationships-in-the-workplace-through-a-conflict-of-interest-policy/>

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<https://vpsc.vic.gov.au/html-resources/managing-consensual-personal-relationships-practice-guide/1-purpose/>

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