



c/o 536 9<sup>th</sup> Avenue SE Calgary Alberta T2G 0M1  
[www.EV-NA.com](http://www.EV-NA.com) [Info@EV-NA.com](mailto:Info@EV-NA.com)

## **EVNA Board of Directors Conflict of Interest Policy**

### **General Expectations**

We live in a beautiful and growing area of Calgary. We are a small community where we live, work and play in close proximity to each other. This provides us all the opportunity to operate in a more informal and easy-going way than one might find in other more populated or spread-out communities.

The quality of life the East Village affords and provides an advantage to achieve the goals of our organization.

The Board of Directors expects each director, committee member, staff and contractor to understand that even with this village quality of life, the requirements of the East Village Neighbourhood Association as it relates to conflict of interest are no different than any other registered society in Alberta.

This Conflict of Interest Policy governs the activities of the board, committee members and staff of East Village Neighbourhood Association. Questions about the policy should be directed to the association's President or Treasurer. It is the duty of all board members and staff to be aware of this policy, and to identify conflicts of interest and situations that may result in the appearance of a conflict and to disclose those situations/conflicts/or potential conflicts to

- (i) The association's President,
- (ii) The association's Treasurer, or
- (iii) Other designated person, as appropriate.

This policy provides guidelines for identifying conflicts, disclosing conflicts and procedures to be followed to assist the East Village Neighbourhood Association to manage conflicts of interest and situations that may result in the appearance of a conflict.

**1. What is a conflict of interest?** A conflict of interest arises when a board member or staff member has a personal interest that conflicts with the interests of the East Village Neighbourhood Association or arise in situations where a board/committee member has divided loyalties (also known as a "duality of interest"). The former can result in



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situations that result in inappropriate financial gain to persons involved. Similarly, situations or transactions arising out of a conflict of interest can result in either inappropriate financial gain or the appearance of a lack of integrity in East Village Neighbourhood Association's decision-making process. Both results are damaging to the association and are to be avoided.

*Example #1:* a person in a position of authority over the Organization may benefit financially from a transaction between the Organization and the board/committee member; or others closely associated with the board/committee member may be affected financially. Family members, or their businesses, or other persons or the businesses of persons with whom the board/staff member is closely associated, could benefit from similar transactions.

*Example #2:* A conflict of interest could be a direct or indirect *financial interest* such as those described above, or a *personal interest* such as the situation where a board member of the association is also a board member of another nonprofit or for-profit entity in the community with which the East Village Neighbourhood Association collaborates or conducts business.

**2. Covered Persons?** The policy set forth in this statement is applicable to all EVNA Officers and Board members, and to committee chairs, any paid Manager and to such other committee members, community members and employees as the Board may designate. The policy shall be applicable to each person during the period that they serve in such capacity and for a period of one year thereafter ("Covered Persons").

The association takes a broad view of conflicts and board/staff are urged to think of how a situation/transaction would appear to outside parties when identifying conflicts or possible conflicts of interest.

**3. Disclosure of Conflicts.** Board members, committee members and staff will annually disclose and promptly update any disclosures previously made to the association's president of the board on an Annual Conflict Disclosure Questionnaire form provided by the Organization that requests them to identify their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other organizations or those of family members as well as other nonprofit organizations.



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Board and staff are also urged to disclose conflicts as they arise as well as to disclose those situations that are evolving that may result in a conflict of interest. Advance disclosure must occur so that a determination may be made as to the appropriate plan of action to manage the conflict. Committee members should disclose to their committee chair and board members should disclose to the board/President of the board as soon as the person with the conflict is aware of the conflict/potential conflict or appearance of a conflict exists.

**4. Procedures to manage conflicts.** For each interest disclosed, the full board, or the association's President and Treasurer, as appropriate, will determine whether the organization should:

1. Take no action or
  2. Disclose the situation more broadly and invite discussion/resolution by the full board of what action to take, or
  3. Refrain from taking action and otherwise avoid the conflict. In most cases the broadest disclosure possible is advisable so that decision-makers can make informed decisions that are in the best interests of the organization
- When the conflict involves a decision-maker, the person with the conflict ("interested party"):
    - (i) Must fully disclose the conflict to all other decision-makers
    - (ii) May not be involved in the decision of what action to take (e.g., may not participate in a vote) but may serve as a resource to provide other decision-makers with needed information
  - In some cases, the person with the conflict may be asked to recuse him/herself from sensitive discussions so as not to unduly influence the discussion of the conflict.
  - In all cases, decisions involving a conflict will be made only by disinterested



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persons.

- The fact that a conflict was managed and the outcome will be documented in the minutes of board meetings if the conflict was related to a board member, and reported by the manager to the board/ association's president of the board/other appropriate committee of the board (e.g., Audit committee) if the conflict was related to a committee/staff member.
- The association's President and Treasurer will monitor proposed or ongoing transactions of the organization (e.g., contracts with vendors and collaborations with third parties) for conflicts of interest and disclose them to the Board and staff, as appropriate, whether discovered before or after the transaction has occurred.

**5. Acknowledgement.** Each Covered Person shall annually sign a statement affirming that such person:

1. Has received a copy of the conflict of interest policy
2. Has read and understands the policy
3. Has agreed to comply with the policy
4. Understands that EVNA is a registered Society in Alberta

**6. Confidentiality Policy.** All information concerning actual or potential conflicts of interest on the part of Covered Persons shall be held in confidence unless the best interests of EVNA dictate otherwise. Any disclosure beyond the members of the Board shall take place only upon majority vote of the Board.

President signature Indicating Board authorization \_\_\_\_\_

Date \_\_\_\_\_