

# **Ontario Amateur Softball Association**

## **Conflict of Interest Policy**

### **Purpose**

1. The purpose of this policy is to describe how members of the Ontario Amateur Softball Association will conduct themselves in matters relating to real or perceived conflicts of interest, and to clarify how the Ontario Amateur Softball Association will make decisions in situations where conflicts of interest may exist.

### **Definition of Conflict of Interest**

2. A conflict of interest is a situation where an individual or the organization he or she represents or has an interest in, has a real potential or perceived, direct or indirect competing interest with the Ontario Amateur Softball Association's activities. This competing interest may result in the individual, or entities in which they have an interest, being in a position to benefit from the situation or in the Ontario Amateur Softball Association not being able to achieve a result which would be in the best interest of the Ontario Amateur Softball Association.
3. Conflicts of interest include both pecuniary and non-pecuniary interests. A pecuniary interest is an interest that an individual may have in a matter because of the reasonable likelihood or expectation of financial gain or loss for that individual, or another person with whom that individual is associated. A non-pecuniary interest may include family relationships, friendships, volunteer positions in associations or other interests that do not involve the potential for financial gain or loss.

### **Application**

4. This policy applies to directors, officers, committee members and other volunteers who are decision-makers within the Ontario Amateur Softball Association (hereinafter referred to as "Representatives" of the Ontario Amateur Softball Association).

### **Statutory Obligations**

5. The Ontario Amateur Softball Association is incorporated under the Ontario Corporations Act (Act) and is governed by the Act in matters involving a real or perceived conflict between the personal interests of a director (or other individual involved in decision-making or decision-influencing roles) and the broader interests of the corporation.
6. Under the Act any real or perceived conflict, whether pecuniary or non-pecuniary, between a director's interest and the interest of the Ontario Amateur Softball Association must at all times be resolved in favour of the Ontario amateur Softball Association.

Policy Name: Conflict of Interest

Policy Number: CoI 001

Version Control: December 14, 2016

Ratification Date: January 03, 2017

Review Date: January 03, 2020

## **Additional Obligations**

7. In addition to fulfilling all requirements of the Act, the Ontario Amateur Softball Association and its representatives will also fulfill the additional requirements of this policy. Representatives of the Ontario Amateur Softball Association will not:
  - a. Engage in any business or transaction, or have a financial or other personal interest that is incompatible with their official duties with the Ontario Amateur Softball Association, unless such business, transaction or other interest is properly disclosed in accordance with this policy.
  - b. Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration, or who might seek, in any way, preferential treatment.
  - c. In the performance of their official duties, give preferential treatment to family members, friends or colleagues, or to organizations in which their family members, friends or colleagues have an interest, financial or otherwise.
  - d. Derive personal benefit from information that they have acquired during the course of fulfilling their official duties with Ontario Amateur Softball Association, where such information is confidential or is not generally available to the public.
  - e. Engage in any outside work, activity or business or professional undertaking that conflicts or appears to conflict with their official duties as a representative of the Ontario Amateur Softball Association, or in which they have an advantage or appear to have an advantage on the basis of their association with Ontario Amateur Softball Association.
  - f. Use the Ontario Amateur Softball Association property, equipment, supplies or services for activities not associated with the performance of official duties with the Ontario Amateur Softball Association. Place themselves in positions where they could, by virtue of being a Representative of the Ontario Amateur Softball Association, influence decision or contracts from which they could derive any direct or indirect benefit or interest.
  - g. Place themselves in positions where they could, by virtue of being a Representative of the Ontario Amateur Softball Association, influence decision or contracts from which they could derive any direct or indirect benefit or interest.
  - h. Accept any gift or favour that could be construed as being given in anticipation of, or in recognition for, any special consideration granted by virtue of being a Representative of the Ontario Amateur Softball Association.

## **Disclosure of Conflict of Interest**

8. On an annual basis, all directors, officers, committee members and other volunteers who are decision-makers will complete a written statement disclosing any real or perceived conflict that they might have.
9. At any time (when discussions are taking place or decisions are being made), that a Representative of the Ontario Amateur Softball Association becomes aware that there may exist a real or perceived conflict of interest, they shall disclose this conflict to the Board of Directors immediately.
10. Any person who is of the view that a Representative of the Ontario Amateur Softball Association may be in a position of conflict of interest may report this matter to the Board.

## **Resolving Conflicts in Decision-making**

11. Decisions or transactions that involve a real or perceived conflict of interest that has been disclosed by a Representative of the Ontario Amateur Softball Association may be considered and decided upon by the Ontario Amateur Softball Association provided that:

- a. The nature and extent of the Representative's interest has been fully disclosed to the body that is considering or making the decision, and this disclosure is recorded in the minutes;
- b. The Representative does not participate in discussion on the matter giving rise to the conflict of interest, unless the body considering the matter votes to allow such participation;
- c. The Representative abstains from voting on the proposed decision or transaction;
- d. The Representative is not included in the determination of quorum for the proposed decision or transaction;
- e. The decision or transaction is in the best interests of the Ontario Amateur Softball Association.

### **Adoption**

- 12. This policy will be reviewed on a periodical basis and may be amended, or replaced by a resolution of the Board.