

Clairvue Housing Co-operative Inc.

Policy Name:	Conflict of Interest Policy
Contact Officer:	Renee White, 519-351-6307
Date Approved by Board of Directors:	N/A
Date Approved by General Membership	N/A
Date Certified:	N/A

Reference:

Social Housing Reform Act 2000, 339/01, Sect 4-6

What is Conflict of Interest?:

1. All directors, officer, committee members, agents and employees must carry out their duties honestly, in good faith and in the best interest of the co-operative rather than their personal interests. This includes following the co-op's by-laws and provincial legislation about conflict of interest.
2. In this by-law, a person related to a Director, Officer, Agent or employee means a parent, spouse, same-sex partner, child, household member, sibling, uncle, aunt, nephew, niece, mother-in-law, father-in-law, sister-in-law, brother-in-law, or grandparent, or a person with whom the Director, Officer, Agent or employee has a business relationship.
3. A conflict of interest can happen when a director, officer, committee members:
 - a. Makes or takes part in a decision affecting the co-op's affairs, and
 - b. The result of that decision gives the person, or someone related to the person a financial or other benefit which the rest of the co-op members do not have, or which only a few other members have. This financial or other benefit may be direct or indirect.
4. an employee or agent of the co-op can have a conflict of interest when:
 - a. The employee recommends, makes or takes part in a decision affecting the co-op's affairs and
 - b. The result of the decision gives the employee, or a person related to the employee a financial or other benefit. This financial or other benefit may be direct or indirect.
5. Examples of conflict of interest are:
 - a. The co-op does business with a director or an employee of the co-op or a company in which the director or the employee or a person related to them has a financial interest or stock.
 - b. Someone living in the co-op or an employee is involved personally in a procedure of the discipline where they or someone related to them made the complaint or someone related to them is being disciplined.
 - c. The board gives out on-call positions to friends or family without telling all members that positions are available.

Procedures:

6. The facts of each case are different, and careful judgment is needed to decide whether there is a conflict of interest. Even a perception of conflict of interest could undermine the appearance of integrity and credibility of the co-op's business practices and the government funding program.

Therefore, the board and members should follow the procedure below to determine if there is a conflict and to deal with the conflict if it exists.
7. When a director has or may have a conflict of interest:

Clairvue Housing Co-operative Inc.

The director must declare the conflict of interest, or possible conflict of interest, in writing at or before the first board meeting after becoming aware of the conflict of interest or potential conflict of interest. This declaration must be recorded in the minutes of the meeting.

If the director does not declare a conflict of interest or a possible conflict of interest, but another director is aware of one, the other director should bring it up at the meeting.

The board must consider the matter no later than the second meeting after the notice of the conflict of interest was given. This discussion must be recorded in the minutes of the meeting. The board then decides if there is a conflict of interest. If the board decided that there is a conflict of interest the director cannot vote on the matter must not be present at any of the parts of the meetings when the matter is discussed, and does not count in quorum for those parts of the meeting

As set out in paragraph 18 the board must report its decision of the matter including how it was resolved to the service manager.

8. Financial conflicts of interest:

This paragraph applies in addition to paragraph 6 if a director or officer has or may have a financial conflict of interest.

In the case of contracts or agreements the provisions of paragraph 14 applies.

Other financial conflict of interest may be approved if the board believes that there is no reasonable alternative that their decision is in the best interest of the co-op and is appropriate for a body that receives significant public funding.

9. When a committee member mad or may have a conflict of interest:

A committee must follow the same procedures as the board if a committee member has or may have a conflict of interest. The matter can be appealed to the board if there is a dispute. The board's decision is final.

If the conflict of interest is financial it must be referred to the board. The board's decision is final.

10. When an employee or agent has or may have a conflict of interest:

An employee or agent who has or may have a conflict of interest must report it to their supervisor and follow the supervisor's directions.

The manager/co-coordinator must report a conflict of interest to the staff liaison (if there is one) or to the president. The president or staff liaison will report it to the board. The manager/coordinator must follow the board's directions.

Where the co-op retains a management company, the company and all its personnel must follow the same procedures as an employee of the co-op.

Where there are officers of the co-op who are not directors, they must follow the same procedures as employees.

As set out in paragraph 18, the board must also report the conflict of interest to the service manager.

Avoiding Conflict of Interest:

11. The board will closely monitor its relationships, contract, arrangements and agreements. It will not engage in any that may result in a conflict of interest unless the situation is resolved as in **Procedures.**

12. The board will promote fair, open and objective business policies and practices in all its purchasing, contracting and hiring.

13. The board and staff must follow procedures set out in the Spending By-Law.

Clairvue Housing Co-operative Inc.

Payment of Directors:

14. Directors and officers serve without payment of any kind. However, they have the right to be paid for traveling and other expenses while doing business for the co-op as long as the expenses are reasonable. The board must authorize these expenses. These expenses must meet any guidelines and limits set out by the board. Directors cannot receive compensation for lost income while doing business for the co-op.
15. Despite anything else in this by-law, directors and officers or people related to them, cannot enter into any contracts with the co-op other than contracts that are generally available to other members, such as occupancy or performance agreements.
16. Directors and officers hired by the co-op to a paid position must resign from office. This does not apply to being the on-call person for the equivalent of one day or less a week.

Declarations:

17. All directors and staff must sign the Conflict of Interest Declaration (attached: Schedule A). Directors and staff will sign when they begin their term, and existing directors and staff will sign annually.

Information to the Service Manager:

18. The board must report to the service manager the minutes of any meeting where the board discussed a conflict of interest or a potential conflict of interest. The minutes must:
 - a. Record the board's decisions.
 - b. Record the options the board considered.
 - c. Show how the decision was in the best interest of the co-op.
 - d. Show how the decision was appropriate for the body that receives significant public funding.

The minutes must also record the Board's acknowledgment that its decision is subject to the approval of the service manager.

Clairvue Housing Co-operative Inc.

**Schedule A
Conflict of Interest Declaration
(Board of Directors and Staff)**

**Clairvue Housing Cooperative INC
534 St. Clair Street, Chatham, ON, N7L 5C1**

I agree that I will act honestly, in good faith, and in the best interest of the co-op. I must avoid conflicts of interest, both direct and indirect. I will always put the interests of the co-op before my personal interests. I promise to declare in writing any possible conflict of interest I have, or may have, in connection with any co-op contract, business or proposed business as soon as it occurs. I understand that the obligations and limitations regarding conflict of interest also apply to all persons in my household and to my relatives. The board will deal with the conflict of interest using the procedures set out in the Conflict of Interest By-law.

Name:

Signature:	Date:
------------	-------

Declaration to be signed annually by directors and staff