

## **Kingsburg Coastal Conservancy**

**Policy #:** 4A

**Effective date:** 30 October 2016

**Revised:** NA



All policies and procedures are approved by the Board Members of the Kingsburg Coastal Conservancy and remain in effect as written until amended or revoked by the board.

---

### **4A – Policy: Dealing with Conflicts of Interest**

---

**Purpose:** To help the Kingsburg Coastal Conservancy (KCC) board members (1) identify conflicts of interest – actual or perceived – and (2) avoid or disclose and manage such conflicts in a consistent manner.

**Scope:** This policy primarily covers KCC board members, staff (either paid or volunteer), and members of their families – typically taken to mean spouse, common-law spouse, parent, siblings, children and any other relatives residing within the same household. It may also apply to staff, volunteers, substantial contributors (those who donate \$5000.00 or more annually), and related organizations that have inside information, access to resources, or influence over the KCC.

**Responsible party:** Chairperson

**Policy contact:** [kcc@kccns.org](mailto:kcc@kccns.org)

---

## **Policy**

---

### **I. Introduction**

The Kingsburg Coastal Conservancy (KCC)'s mission is to conserve and protect shoreline, wetlands, beaches, freshwater habitats, field and forests, and to ensure that access to these places, both on Kingsburg Peninsula and in neighboring areas, remains available to the public forever.

The KCC's two greatest assets are its conservation land and its reputation. Adherence to this Conflicts of Interest policy will help ensure that we maintain the highest level of integrity and credibility, and therefore the trust of our donors, the communities in which we hold land, and the

governments with which we deal.

Board members should be aware that, in the small community within which the KCC operates, any purchase of land could be a potential conflict of interest. Please refer to the Land Acquisition policy for additional information.

**Covered Persons:** This policy applies to all KCC staff, board members, and committee members.

In certain circumstances, transactions with donors may be deemed to fall within this Conflicts of Interest policy and must be handled in accordance with the requirements below.

A conflict of interest may exist when:

- (a) A person's personal or professional interests conflict with his or her responsibility to act in the best interests of the KCC. Personal interests include direct interests as well as those of family, friends, or other organizations a person may be involved with or have an interest in. It also includes a conflict between a board member's duty to the KCC and another duty that the board member may have to another charity.
- (b) There is an appearance of such a conflict of interest;
- (c) A person improperly uses inside information or his or her position at the KCC to influence KCC decisions for their personal or professional benefit, or for the benefit of family, friends, or other organizations in which that person may be involved with or have an interest in.

The following are situations where conflicts of interest, or the appearance one, might arise:

- Contracting for products or services with covered persons
- Purchases or acquisitions of interest in land from covered persons
- A covered person serving on public and/ or private boards, commissions, or councils transacting business with the KCC or with which the KCC may have a potential adverse interest
- Hiring an employee
- Use of insider information by a covered person.

See Appendix 2 for examples of potential conflict of interest situations.

Not all transactions with insiders will be prohibited. It may, for example, be a significant advantage to have a member of the KCC's law firm on the Board of Directors. The sale of a piece of land by a board member to the KCC may be not only advantageous to the KCC but important for

the community. The point is not to prevent conflicts but to manage them and to avoid conflicts that could cause harm to the KCC.

Any transaction or other situation where there is a conflict of interest between an insider and KCC that could cause harm to the KCC are prohibited. Additionally, situations where it may be perceived that the situation could cause harm to the KCC or its reputation if the situation became public knowledge are also prohibited. The decision whether or not such harm occurs will be made by the Board of Directors. A conflict or potential conflict will always require the approval of the Board of Directors prior to entering into the transaction.

## **II. Policy statement**

1. It is the policy of the KCC to identify conflicts of interest involving the KCC and related parties as well as situations that may give rise to the appearance of a conflict of interest, and to address such conflicts in a manner that will protect the integrity and reputation of the KCC as well as related parties.
2. In developing responses to a conflict of interest, every effort will be made to avoid or effectively manage the conflict. If a conflict of interest cannot be avoided, the board members will follow the established procedure to disclose and manage the conflict (Appendix 1).
3. The primary purpose of the Policy is to ensure KCC board members can identify, resolve, or manage conflicts of interest. Thus, all board members must read and sign an acknowledgement of this Conflict of Interest Policy (Appendix 3).
4. The secondary purpose of the Policy is to ensure that actual or perceived conflicts of interest are disclosed and managed in a consistent manner from year to year. Thus, after an actual or perceived conflict of interest is identified, a record of the conflict and how it was resolved will be maintained (Appendix 4).

## **III. History**

The KCC established this policy on 30 October 2016 as part of the Other Qualified Organizations (OQO) Capacity Development Funding Program, supported by the Nature Conservancy of Canada (NCC).

## **IV. Appendix**

## APPENDIX 1 – Procedure

1. Acknowledgement: KCC board members will carefully read the KCC's Conflicts of Interest Policy and sign an Acknowledgement Form to indicate they understand and agree to comply with the policy (Appendix 3).
2. Avoidance: When appropriate, the board will have a general discussion about issues of conflict of interest and the perceptions of conflict of interest, and how these matters might best be avoided or otherwise addressed.\
3. Disclosure: a board member shall make written or verbal disclosure of a conflict of interest, whether actual, or perceived, at a board meeting or to another board member who will bring it up at the next board meeting (Appendix 4).

Determining whether a conflict exists: after disclosure, the matter shall be brought before the board at the board's earliest convenience. If there is any question or doubts about the existence of a real or perceived conflict, the board will determine by vote if a conflict exists. In the process of determining that a conflict exists or may exist, the individual(s) involved in the conflict may be asked to state their position on the matter and answer pertinent questions. The person or people potentially in conflict shall be absent from the discussion and vote with regard to the existence of the real or perceived conflict.

4. Addressing the conflict of interest: the board shall determine what, if any, action should be taken in order to avoid or manage the conflict of interest.
  - a. The individual(s) involved will disclose the situation to the relevant parties and absent themselves from any involvement in decisions pertaining to the matter.
  - b. If the above action does not resolve the situation, the chairperson of the board shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed course of action, arrangement or transaction.
  - c. The board shall determine whether to pursue the proposed course of action, arrangement or transaction, or obtain a more suitable option with reasonable efforts.
5. Violations of the Conflicts of Interest policy: if the board has reasonable cause to believe that an individual has failed to disclose an actual or potential conflict of interest, the board shall inform the individual(s) involved of the perceived conflict and follow the above procedure.

6. The secretary of the board shall be responsible for maintain a record of the conflict and how it was resolved (Appendix 4).

## **APPENDIX 2 – Examples of potential conflicts of interest situations**

The following are examples of potential conflict of interest situations:

1. If a covered person is doing business with the KCC, directly or through a company or other organization in which he or she has an interest, or of which he or she is an officer, there is a potential conflict of interest between that person and the KCC. By “doing business” we mean doing a transaction that would benefit the person (or a close member of his or her family) financially, whether directly or indirectly through his or her company or organization. Thus contracting a family member to provide services to KCC would be treated as a conflict of interest.
2. If a KCC staff member (either volunteer or paid) is negotiating with a supplier for a large contract, there would be a conflict of interest if an inappropriate gift were accepted (such as an expensive dinner or tickets to an expensive sporting event), or favour granted (such as offering a summer job to the staff member’s teenage child).
3. If a KCC donor requests that the terms of an easement be changed, such that the revised terms are outside the KCC’s norms, and more favourable to the donor.
4. If the KCC is entering into an arrangement to buy or sell land or acquire an interest in land, such as a Conservation agreement, with a covered person.

### **APPENDIX 3 – Acknowledgement Form**

I hereby acknowledge and agree:

1. That I have received and carefully read the Kingsburg Coastal Conservancy's (KCC) Conflicts of Interest Policy.
2. That I understand the purpose of, and guidelines outlined in, this policy.
3. That I will comply with the KCC's Conflicts of Interest Policy, and:
  - a) If I become aware of any actual, potential, or perceived conflicts of interest on the part of myself or others, I will make written or verbal disclosure at the next board meeting or to a neutral board member who will bring it up at the next board meeting.
  - b) If I have a potential, actual, or perceived conflict of interest, I will recuse myself from any involvement in decisions pertaining to the conflict or the appearance of conflict.

---

**Board Member Name (please print):**

---

**Board Member Signature:**

---

**Date:**

**APPENDIX 4 – Disclosure Form**

**Disclosure of actual or potential conflicts of interest:**

---

---

---

---

---

---

**Steps taken to avoid or resolve conflict of interest:**

---

---

---

---

---

---

\_\_\_\_\_  
**Board Member Name (please print):**

---

**Board Member Signature:**

---

**Chairperson Name (please print):**

---

**Chairperson Signature:**

---

**Date:**