



Conflict of Interest Policy

In order to protect the best interests of CUFC, all Board Members and staff, including Contract Staff, must declare, in writing, any actual or potential conflicts of interest that may exist in their position with CUFC. This must be done at the start of each Board or Contract term and must be amended as soon as a new potential conflict arises. All written declarations must be sent to the CUFC President, with a copy sent to the CUFC Executive Director.

A conflict of interest may be related to financial, personal or business gain through insider connections, or to the appearance of an opportunity for such gains. Personal relationships where there is the potential for conflict of interest must also be declared (i.e. spouse is involved with another soccer organization).

The appearance of a conflict of interest is just as relevant as an actual conflict of interest and must be guarded against. Preventing the very opportunity for benefit to a member ensures that potential problems cannot occur and protects members from suspicion of wrongdoing.

It should be recognized that there is the potential for benefit, as well as detriment, to the Club, that can result from conflict of interest situations. This policy is in place to protect against harm to the Club, but should not be used to prevent benefit where a Member's interest can assist the Club (i.e. obtaining equivalent product or service to the Club at a lower cost).

Declarable conflict may also be a conflict of loyalties. This can occur, for example, when a member is on two related boards and is privy to information regarding both parties, which contributes to an issue with one or both organizations. A Director has a duty to always act for the benefit of their organization, but this becomes difficult when they are a Director on two related Boards and are required to act for the benefit of each organization.

The question of confidentiality comes into play when a Director has confidential information from one organization that could affect a decision for the other organization. Being transparent with both organizations up-front, regarding the existence of a conflict, is crucial and having a clear procedure to manage the conflict is necessary. Members must follow CUFC's Confidentiality Policy at all times in order to protect themselves and the Club.

In the event that a conflict of interest arises on a particular issue, the interested party must state that they have a conflict, but must ensure that they do not reveal details about the conflict which would break confidentiality. Any breach of the CUFC Confidentiality Policy, whether intentional or accidental, will be dealt with according to the CUFC Disciplinary Policy. It is an option for the interested party to remove themselves from the room for at least part or all of the discussion on that issue and to abstain from that vote. In this event, there must remain enough voting members to maintain quorum. This is why it is important to declare conflicts and be ready to move ahead despite a member's interest. If the interested party chooses to leave the room for the discussion, they must abstain from the vote on that matter. If the interested party chooses to remain in the room, they may or may not take part in the discussion. If they choose to participate in the discussion, they must not divulge any confidential CUFC information. They may also vote on or abstain from the vote, but must not cast a vote which is likely to harm CUFC in any way.

Minutes of Board Meetings should reflect any disclosure of conflict, how the conflict was managed (i.e. discussion on that topic occurred without the interested Board Member in the room), and whether or not the Member abstained or voted on the matter.

If there is a question of whether there is a conflict of interest, the Executive Committee can vote on the determination of a conflict.

A CUFC Board Member may be on the board of a related organization, if that organization is of a higher level within the organizational structure of soccer in Canada (i.e. district, provincial or federal soccer organizations).

When a CUFC Board Member is also a Board Member of a related organization, many of the issues discussed will affect CUFC and fall under the Conflict of Interest Policy. However, in order to ensure that the higher level Board is functional and can fulfill quorum for making decisions, the Member must, **without breaching the CUFC Confidentiality Policy**, state their conflict of interest or loyalty and proceed without harming the interests of CUFC. It should be kept in mind that the Confidentiality Policy covers details, both verbal and written, relating to, but not restricted to players, parents, coaches, volunteers, employees, the Club and its partners. This includes, but is not limited to addresses, telephone numbers, e-mail addresses, medical history, financial information, copyrighted materials (i.e. policies, by-laws) etc.

A CUFC Board Member may not be on the board of a related organization, if that organization is of an equivalent level within the organizational structure of soccer in Canada (i.e. another soccer club).

The CUFC Treasurer may not hold the position of Treasurer on another organization board. This guards against the impression of impropriety, regarding access to the finances of multiple related organizations.

Any issues or uncertainty regarding conflicts of interest or this policy **MUST** be discussed with the CUFC President and the CUFC Executive Director.