

**Choir Alberta Association  
Conflict of Interest Policy**

for Directors and Officers and  
Members of a Committee with Board Delegated Powers

1. **Purpose.** This Conflict of Interest Policy governs the activities of the Board of Directors and staff of Choir Alberta. Questions about the policy should be directed to the Executive Director. 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 employee's supervisor (ii) the Executive Director, (iii) the Chair of the Board or (iv) the Secretary of the Board, or other designated person, as appropriate. This policy provides guidelines for identifying conflicts, disclosing conflicts and procedures to be followed to assist Choir Alberta manage conflicts of interest and situations that may result in the appearance of a conflict.
2. **Identifying Conflicts of Interest.** A conflict of interest arises when a Board member or staff member has a personal interest that conflicts with the interests of Choir Alberta or arise in situations where a board/staff member has divided loyalties (also known as a "duality of interest"). The former can be a consequence of situations that result in inappropriate financial gain to persons in authority at Choir Alberta. 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 Choir Alberta's decision-making process. Both results are damaging to Choir Alberta and are to be avoided.
3. **Policy Application.** This policy applies to Choir Alberta Board members, officers, and staff. Choir Alberta 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.
4. **Disclosure of Conflicts.** Board members and staff will annually disclose and promptly update any disclosures previously made 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, including other transactions or affiliations with businesses and other organizations or those of family members as well as other nonprofit organizations.

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. Staff should disclose to their supervisor/Executive Director and board members should disclose to the board/Chairperson of the board as soon as they person with the conflict is aware of the conflict/potential conflict or appearance of a conflict exists.

5. **Procedures to manage conflicts.** For each interest disclosed the Executive Director and Executive Committee will determine whether the organization should: (a) take no action or (b) disclose the situation more broadly and invite discussion/resolution by the full board of what action to take, or (c) 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) shall 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 persons

The fact that a conflict was managed as well as the outcome will be documented in the minutes of Board meetings. The minutes will also record if the conflict was related to a board member, if it was reported by the Executive Director to the Board/Chair of the Board/other appropriate committee of the Board and if the conflict was related to a staff member.

The Chairperson of the Board/Executive Director 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.

6. **Confidentiality.** Each director, officer, employee and volunteer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflicts of interest or potential conflicts, which might be adverse to the interests of Choir Alberta. Furthermore, directors, officers, employees and volunteers shall not disclose or use information relating to the business of Choir Alberta for their personal profit or advantage or the personal profit or advantage of their Family Member(s).
7. **Review of policy.**
  - a. Each director, officer, employee and volunteer shall be provided with and asked to review a copy of this Policy and to acknowledge in writing that he or she has done so.
  - b. Annually each director, officer, employee and volunteer shall complete a disclosure form identifying any relationships, positions or circumstances in which s/he is involved that he or she believes could contribute to a Conflict of Interest. Such relationships, positions or circumstances might include service as a director of or consultant to another non-profit organization, or ownership of a business that might provide goods or services to Choir Alberta. Any such information regarding the business interests of a director, officer, employee or volunteer, or a Family Member thereof, shall be treated as confidential and shall generally be made available only to the Chair, the Executive Director, and any committee appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.
  - c. This policy shall be reviewed annually by each member of the Board of Directors. Any changes to the policy shall be communicated to all staff and volunteers

**Choir Alberta Association  
Conflicts of Interest Disclosure Form  
October 2016**

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**Name**

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**Date**

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**Position (employee/volunteer)**

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest between Choir Alberta and your personal interests, financial or otherwise:

\_\_\_\_\_ **I have no conflict of interest to report**

\_\_\_\_\_ **I have the following conflict of interest to report**

(please specify other non-profit and for-profit boards you (and your spouse) sit on, any for-profit businesses for which you or an immediate family member are an officer or director, or a majority shareholder, and the name of your employer and any businesses you or a family member own):

1. \_\_\_\_\_  
\_\_\_\_\_
2. \_\_\_\_\_  
\_\_\_\_\_
3. \_\_\_\_\_  
\_\_\_\_\_

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Policy of Conflict of Interest of Choir Alberta.

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**Signature**

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**Date**