



## Northlands College Policy Board of Directors Code of Ethics/Conflict of Interest

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### POLICY STATEMENT

The Northlands College Board of Directors is responsible for carrying out its duties and responsibilities in an ethical and professional manner while also protecting the integrity of the Board as a whole. Trust and confidence in the College can only be sustained if all forms of conflict of interest are identified, disclosed and resolved to protect the integrity of the Board and its ethical standards.

### GUIDELINES


1. A board member must not use their membership on the Board for personal or private benefit, financial or otherwise.
2. Board members shall ensure that the business affairs of Northlands are conducted in accordance with the Regional Colleges Act. A conflict of interest arises when a member's private interests supersede or conflict with his/her dedication to the interests of Northlands College. This could arise from real, potential or apparent conflict of interest and may be financial or otherwise.
3. Conflict of interest is defined as
  - any situation where a board member's private interests may be incompatible or in conflict with the duties and responsibilities as a member of the Board;
  - any situation where a board member's membership in another organization may, or may be perceived to, influence the carrying out of duties and responsibilities as a member of the Board;
  - conflicts of interest may be real, potential or apparent.
4. Any member who perceives another member to be in a conflict of interest in a matter under consideration must identify the perceived conflict to the Board. With the member perceived to be in conflict refraining from voting, the Board shall determine by majority vote whether or not a conflict of interest exists. If a member is declared by majority vote to be in a conflict of interest, he/she shall absent himself/herself from the proceedings during discussion and/or voting on that particular matter.
5. Upon termination of service, a retiring board member will promptly return to Northlands College all documents, electronic and hard files, and other property entrusted to the board member for the purpose of fulfilling his or her job responsibilities. Such return will not abrogate the returning board member from his or her continuing obligations of confidentiality with respect to information acquired as a consequence of his or her tenure on the Board of Directors.



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## PROCEDURES

1. If a board member perceives a conflict of interest on any matter related to their role on the Board, he/she should submit the issue in writing to the board chair prior to the meeting. If the chair of the Board is unable to resolve the issue, the chair will bring the situation to the Board as a whole.
2. The chair of the Board should ask and have recorded in the minutes, whether any board member has a conflict to declare; a board member must declare conflict of interest and the general nature of the conflict at the earliest opportunity.
3. If a board member is unsure whether they are in conflict, they should raise the issue with the Board, and the Board should determine by majority vote whether or not a conflict of interest exists; the board member involved must refrain from voting.
4. If a board member has declared or has been found to be in a conflict of interest, they must
  - withdraw from a Board or a committee meeting while the matter is being discussed and voted upon to ensure they do not participate in the discussion or vote on the related matter; and
  - They must not attempt in any way before, during or after the meeting to influence the voting on the related matter.
5. Any board member who perceives another board member to be in a conflict of interest must raise it with the board chair; the chair must then discuss the matter with the board member perceived to be in conflict. If the perceived conflict concerns the chair, the issue should be raised with the vice chair present.
  - 5.1 If the discussions do not lead to a resolution, the matter must be brought to the full Board and the Board must determine by majority vote whether or not a conflict of interest exists. The board member perceived to be in conflict must refrain from voting and must not attempt in any way whether before, during or after the meeting to influence the voting on the related matter.
6. If a board member is in a conflict of interest but did not declare it, the Board may
  - issue a verbal or written reprimand,
  - request the board member to resign, and
  - recommend to the Minister that the board member’s appointment be rescinded.

Policy Originated: May 2003	Approved by: Board of Directors
Last Approved: May 13, 2016	Signature: 

**Northlands College Board of Directors**

**CONFLICT OF INTEREST AGREEMENT**

Northlands College has adopted its conflict of interest policy to assist board members in carrying out their duties and responsibilities in an ethical manner while also protecting the integrity of the Board as a whole.

The Conflict of Interest policy covers interests of a monetary or economic nature and religious, political, corporate or institutional interests which may influence board members’ duties and responsibilities on the Board of Northlands College. The policy covers instances where there may be a personal benefit or the avoidance of loss or any instances in which there is a personal benefit resulting from information obtained as a board member.

As a board member of Northlands College, I understand that a conflict of interest is any situation in which a personal interest of mine may be incompatible or in conflict with my responsibility as a board member or my membership in another organization may, or may be perceived, to influence me carrying out my duties and responsibilities as a board member.

I accept that conflicts of interest may be real – that is, an interest that may influence my duties and responsibilities as a board member; or potential, in that it could influence; or apparent, where there are reasonable grounds to believe there may be a conflict even if, in fact, there is none.

To avoid real, potential or apparent conflict of interest situations, I agree that I will:

- declare a conflict of interest and the nature of the conflict, at the earliest opportunity to the Board; if I declare a conflict before a board meeting, I shall do so to the chair;
- ensure the conflict is recorded in the minutes; and
- if unsure whether there is a conflict, raise the potential or apparent conflict with the Board for its decision and refrain from voting.

Where a conflict does exist, I agree to:

- withdraw from a board or committee meeting while the matter is being discussed and/or voted upon;
- not attempt in any way before, during or after the meeting to influence the voting; and
- not discuss anything in relation to any decision taken on the matter outside of the board meeting.

As a board member of Northlands College, I understand and accept that if I violate the above policy, in any way that the Board may exercise one of the following options:

- issue me a verbal or written reprimand
- request that I resign
- recommend to the Minister that my appointment be rescinded

I \_\_\_\_\_ hereby agree to abide by the Northlands College Conflict of  
*(Board Member Name)*

Interest policy at all times in exercising my responsibilities as a board member.

\_\_\_\_\_  
Signature of Board Member

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Board Chair

\_\_\_\_\_  
Date