

CONFLICT OF INTEREST POLICY

Definitions

1. The following terms have these meanings in this policy:

Association or OVA – Ontario Volleyball Association;

Committee – refers to any committee, task force, or council appointed by the OVA Board of Directors or by the OVA Executive Director;

Conflict of Interest – any situation in which an Individual's decision-making, which should always be in the best interest of the Association, is influenced or could be influenced by competing personal, family, financial, business, or other private interests;

Individual(s) – refers to all categories of members defined in the OVA's by-laws, as well as to all people employed by, contracted by, or engaged in activities with or on behalf of the OVA, including but not limited to employees, contractors, athletes, volleyball clubs, coaches, mission staff, referees, volunteers, managers, administrators, committee members, parents or guardians, spectators, and directors and officers;

Non-pecuniary Interest – an interest that an Individual may have in a matter that may involve family relationships, friendships, volunteer positions or other interests that do not involve the potential for financial gain or loss;

Review Board – a group appointed in accordance with Appendix B of this policy to handle Conflict of Interest disclosures and complaints;

Pecuniary Interest – an interest that an Individual may have in a matter because of the reasonable likelihood or expectation of financial gain or loss for that Individual, or another person with whom that Individual is associated;

Perceived Conflict of Interest – a perception by an informed person that a Conflict of Interest exists or may exist;

Sport Organization – includes

- (i) an organization designated by the Government of Canada as the national governing body for a particular sport;
- (ii) an organization formally recognized by a Canadian province or territory as that province's or territory's governing body for a particular sport; or
- (iii) multi-sport organizations funded by the Government of Canada or a provincial or territorial government.

Policy Statement

2. The OVA is committed to the highest ethical standards where its Individuals conduct themselves with personal integrity, honesty, and diligence in performing their duties. Individuals who act on behalf of the Association have a duty first to the Association and second to any personal stake they have in the operations of the Association.
3. As this policy cannot contemplate all situations in which Conflicts of Interest may arise, Individuals are to use their best judgment to ensure that they deal with actual, potential, and Perceived Conflicts of Interest appropriately. It is equally important for Individuals to monitor perceptions of Conflict of Interest that could damage the Association's reputation.

Purpose

4. This policy sets out, in addition to the statutory requirements of section 41 of the *Not-for-Profit Corporations Act, 2010* respecting disclosures of Conflict of Interest, additional expectations and requirements of Individuals entrusted with decision-making authority within the Association, where facts and circumstances may cause a real or Perceived Conflict of Interest.

Application

5. This policy applies to all Individuals who, at any given time, are granted the authority to make decisions on behalf of the Association.
6. The Association recognizes that active club executives, coaches, athletes, and officials on Committees have an inherent Non-pecuniary Interest, given their positions. This does not disqualify them from acting in their capacity as such, as long as their degree of influence is mitigated by the decision-making process.

Prohibitions and Obligations

7. Individuals shall not:
 - (a) engage in any outside work, activity, business, or professional undertaking that conflicts or appears to conflict with their official duties as a representative of the Association, or in which they have an advantage or appear to have an advantage on the basis of their involvement with the Association, unless such conflict or apparent conflict is properly disclosed to the Association and approved by the Association;
 - (b) knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration or who might seek preferential treatment from them or the Association;
 - (c) exploit their positions within the Association to derive a personal profit from the activities of the Association;
 - (d) exploit their positions within the Association to lever for themselves a personal profit, advantage, or position of prestige;
 - (e) in the performance of their official duties, give preferential treatment to family members, friends, colleagues, or organizations in which their family members, friends, or colleagues have an interest, whether Pecuniary or Non-pecuniary;
 - (f) derive personal benefit from information that they have acquired during the course of fulfilling their official duties with the Association, if such information is not generally available to the public;
 - (g) without the permission of the Association, use the Association's property, equipment, supplies, or services for activities not associated with the performance of their official duties with the Association;
 - (h) place themselves in positions where they could, by virtue of their association with the OVA, influence decisions or contracts from which they could derive any direct or indirect benefit; or
 - (i) accept any gift or favour that could be construed as being given in anticipation of, or in recognition for, any special consideration granted by virtue of their association with the OVA.

8. Any real or Perceived Conflict of Interest, whether Pecuniary or Non-pecuniary, between an Individual's personal interest and the interests of the Association, shall always be resolved in favour of the Association.

Declaration of Interest

9. The Association's directors, officers, employees, and Committee members, any Individual, upon election or appointment to the OVA Board of Directors or an OVA Committee, or upon acceptance of employment in a position with the OVA, must complete a Conflict of Interest Declaration Form (as provided in Appendix C), in order to disclose any and all affiliations with any and all other organizations involved with the Association. These affiliations include, but are not limited to, any of the following roles with any Sport Organization: athlete, coach, manager, official, employee, volunteer, club executive, officer or director. Individuals shall also disclose on the Declaration Form any and all affiliations with consultants, suppliers, service providers or other third parties that are or may potentially enter into business relationships with the Association.
10. An Individual elected, appointed, or employed as referenced in section 9 is to complete a new Appendix C declaration form on each anniversary of the Individual's election, appointment, or date of first employment, for as long as the Individual remains in a position with the OVA.
11. A declaration of interest, in a form determined by the OVA, shall also be made in the following circumstances.
 - (a) Individuals who are nominated for election to a position within the Association shall declare their interests prior to the election.
 - (b) As required in a meeting of a Committee of the Association, each Committee member shall make a declaration of their interests to be recorded in the minutes.
12. Declaration Forms shall be retained by the Association as long as the Individual remains in such position and for a period of at least one year after the end of the individual's involvement with the Association.

Disclosure of Conflict of Interest

13. Individuals shall, at any given time, disclose a real or Perceived Conflict of Interest to the Review Board immediately upon becoming aware that a Conflict of Interest may exist. Such obligation to disclose is continuing and shall not end if the Conflict of Interest is discovered after the decision-making process is completed.
14. Any person who believes that an Individual is in violation of this policy may submit a complaint, in writing, to the Ethics Committee. The complaint shall be addressed in accordance with the process outlined in Appendix B.
15. Decisions or transactions undertaken following the proactive disclosure of a Conflict of Interest by an Individual must reflect the following considerations:
 - (a) the nature and extent to which the Individual's interest has been disclosed to the body that is considering or making the decision;

- (b) the requirement that the Individual recuse themselves from discussions on the matter giving rise to the Conflict of Interest – for greater certainty, however, this would not preclude the body considering the matter from asking questions of the individual regarding the matter; and
 - (c) the requirement that the Individual abstain from voting on the decision (note, however, that this has no impact on any quorum requirement).
16. The Association will not restrict its employees from accepting other employment, contracts, or volunteer appointments during the term of their employment with the Association, provided that the employee discloses any real or Perceived Conflict of Interest to the Association.

This Policy is effective June 27, 2023.

APPENDIX A

CONFLICT OF INTEREST GUIDELINES

General Guidelines

- A1. Individuals elected to, appointed to, or employed in an OVA position have a particular responsibility to, at all times, act in the best interests of the OVA rather than in the interests of particular constituencies. This means putting the interests of the OVA ahead of any personal interest or the interest of any other person or entity. These Individuals shall perform their duties and transact the affairs of the OVA in a manner that promotes public confidence and trust in the integrity, objectivity and impartiality of the Association.
- A2. Conflicts of Interest may be real, potential, or Perceived Conflicts of Interest; examples include, but are not limited to, the situations described below:
- (a) A real Conflict of Interest arises where an Individual has a private or personal interest, such as a close family connection or financial interest.
 - (b) A potential Conflict of Interest may arise when an Individual has a private or personal interest, such as an identified future commitment.
 - (c) A Perceived Conflict of Interest may exist when a well-informed person has a reasonable belief that an Individual has a conflict of interest, even if there is insufficient information to determine whether a real Conflict of Interest exists.
- A3. Full disclosure does not, in itself, remove a Conflict of Interest.
- A4. Individuals referenced in section A1 shall not, either directly or indirectly, receive any profit from their position, with the exception that, notwithstanding anything herein to the contrary, members of the OVA Board of Directors may receive reimbursement for reasonable expenses incurred by them in the performance of their duties as permitted in the by-laws.
- (The above prohibition extends to immediate family members, the immediate family members of the Individual's partner, or close personal or business associates of the Individual.)
- A5. The following are examples of situations that would constitute a Conflict of Interest for Individuals referenced in section A1.
- (a) Any circumstance that may result in a personal or financial benefit to an Individual or their family, business associate or friend. This includes, but is not limited to, accepting any payment for services rendered to the OVA (other than permitted reimbursements of expenses), including contracted work or an honorarium, or accessing financial or other resources for personal use (e.g. transportation, training costs, supplies, equipment).
 - (b) Personal interests which conflict with the interests of the members of the OVA or are otherwise not in the best interests of the OVA.
 - (c) Seeking, accepting, or receiving any personal benefit from a supplier, vendor or any individual or entity doing or seeking business with the OVA.

- (d) Being a member of the board, or employed by, another organization that might have material interests that conflict with the interests of the OVA or its members, and dealing with matters on one board that might materially affect the other board.
- (e) Any involvement in the hiring, supervision, grievance, evaluation, promotion, remuneration, or firing of a family member, business associate, or friend of the Individual so involved.

Special Considerations – OVA Directors

- A6. OVA Directors must openly disclose, both prior to serving on the Board and annually during their term of office, any potential, real or Perceived Conflict of Interest as soon as the issue arises.
- (a) If the Director is not certain whether they are in a Conflict of Interest, they may consult the Ethics Committee for advice and guidance.
 - (b) It is the responsibility of other Directors who are aware of a real, potential, or Perceived Conflict of Interest by a fellow Director to raise the issue for clarification, first with the Director in question and, if still unresolved, with the Ethics Committee.
 - (c) The Director so challenged must abstain from participation in any discussion on the matter, shall not attempt to personally influence the outcome, shall refrain from voting on the matter and, unless otherwise decided by the Board, must leave the meeting room for the duration of any such discussion or vote.
 - (d) The disclosure and decision as to whether a Conflict of Interest exists shall be duly recorded in the minutes of the meeting. The time the Director left and returned to the meeting shall also be recorded.
- A7. Directors shall not directly or indirectly offer or accept cash payments, gifts, gratuities, privileges, or other personal rewards, which are intended to influence the activities or affairs of the OVA. Directors may, however, give or receive modest gifts or hospitality as a matter of general and accepted business practice, provided the foregoing does not include cash or other negotiable instruments and that proper accounting of any such expenses is recorded.

APPENDIX B

CONFLICT OF INTEREST: COMPLAINT-HANDLING PROCESS

Complaint Intake

- B1. A Review Board will be appointed by the Ethics Committee to handle complaints filed in accordance with section 14.
- B2. The Review Board will have a minimum of two members and a maximum of three.
- B3. At the option of the Ethics Committee Chair, the appointees to the Review Board may include members of the Ethics Committee – including the Chair – or non-members of the Committee.
- B4. A determination by the Review Board as to whether or not a Conflict of Interest exists will be governed by the following procedures:
 - (a) Copies of any written documents to be considered by the Review Board will be provided to the Individual who may be in a Conflict of Interest.
 - (b) The Individual who may be in a Conflict of Interest will be provided an opportunity to address the Review Board, either in writing or orally.
- B5. If the Individual acknowledges the Conflict of Interest, the Individual may waive the right to be heard.

Decision

- B6. After hearing and/or reviewing the matter, the Review Board will determine whether a Conflict of Interest exists, based on a majority vote of the Review Board, and, where appropriate, will impose sanction(s) in accordance with section 23.

Sanctions

- B7. The Review Board may impose the following sanctions, singly or in combination, for real or Perceived Conflicts of Interest:
 - (a) removal or temporary suspension of certain responsibilities or decision-making authority;
 - (b) removal or temporary suspension from a designated position;
 - (c) removal or temporary suspension from certain teams, events and/or activities;
 - (d) expulsion from the Association or, in the case of employees, dismissal from employment; or
 - (e) other actions as may be considered appropriate for the real or Perceived Conflict of Interest.
- B8. Failure to comply with a sanction imposed by the Review Board will result in automatic suspension from the Association until compliance occurs.
- B9. The Review Board may determine that an alleged real or Perceived Conflict of Interest is of such seriousness as to warrant immediate application of sanctions pending a hearing and a final decision of the Review Board.
- B10. The Review Board does not have the authority to overturn, alter, or annul the decision made by the Individual while in Conflict of Interest. The Review Board may, however, order that the

decision affected by Conflict of Interest be reconsidered by the original decision-making body or by an alternate Individual, after all real or Perceived Conflicts of Interest have been fully addressed.

Enforcement

B11. Failure by an Individual to adhere to this policy may give rise to additional disciplinary measures as determined by the OVA.

Appeal

B12. The sanctions imposed by the Review Board, as well as any additional disciplinary measures applied pursuant to section 27 herein, shall be final and binding subject only to any right of appeal available to the Individual sanctioned, pursuant to the OVA Appeal Policy.

APPENDIX C

CONFLICT OF INTEREST DECLARATION FORM

As a Director, volunteer, employee, or consultant, you are required to act in the best interests of the Ontario Volleyball Association. However, inevitably, all Directors, volunteers, employees, and consultants have a wide range of interests in private, public, and professional life, and the Association recognizes that these interests might, on occasions, conflict.

Facts or circumstances which have the potential to create a Conflict of Interest between the Association's and your personal interests, financial or otherwise, include but are not limited to:

- Being a Director, member, employee, contractor, administrator or owner/shareholder of an organization that is a member, partner, supplier, service provider or client of the Association;
- Having a close relative who is a Director, member, employee, contractor, administrator or owner/shareholder of an organization that is a member, partner, supplier, service provider or client of the Association.

Please describe below any such relationships, transactions, positions you hold (volunteer or otherwise), or other similar circumstances that could give rise to a potential Conflict of Interest:

- ☐ I have no Conflicts of Interest or facts or circumstances to report.
- ☐ I have the following Conflict(s) of Interest or facts or circumstances to report:
(please list all roles and family-member involvement with the OVA, Team Ontario development programs, member clubs and affiliates)

I hereby:

- confirm that I have read the Association's Conflict of Interest Policy and I agree to be bound by the obligations contained therein;
- certify that the information set forth above is true and complete to the best of my knowledge;
- commit to inform the Review Board immediately of any change to my declaration above;
- commit to declare, at any relevant times in the exercise of my duties as Director, volunteer, employee, or consultant of the Association, every situation that may arise which would make it inappropriate for me to continue to act in that capacity due to a Conflict of Interest.

Name: _____

Position Title: _____

Signature: _____

Date: _____

Witness : _____

Signature: _____