



COLLEGE OF THE NORTH ATLANTIC
GOVERNANCE POLICY

TOPIC: GOVERNING RISK

TITLE: CONFLICT OF INTEREST

Policy No. GP-GR-801 **Effective Date:** November 25, 2020

DEFINITIONS

- “Cohabiting Partner” means a person with whom a Board member is living in a conjugal relationship outside marriage.
- “Family” means a person who is:
- (i) a Board member’s Spouse or Cohabiting Partner;
 - (ii) a minor child of the Board member, or a minor who is dependent primarily on the Board member or the Board member’s Spouse or Cohabiting Partner for financial support and toward whom the Board member has demonstrated a settled intent to treat as a family member; and
 - (iii) a relative of the Board member or the Board member’s Spouse or Cohabiting Partner who lives as part of the Board member’s household and is primarily dependent on the Board member or the Board member’s Spouse or Cohabiting Partner for financial support;
- “Private Interest” means:
- (i) an interest in a partnership, including an interest in a law partnership;
 - (ii) an asset, loan, liability or financial interest;
 - (iii) a source of income; and
 - (iv) a position of director or officer in a corporation or association;
- “Board member” means a person is appointed to the Board of Governors of College of the North Atlantic pursuant to the *College Act, 1996*;

“Spouse” means a person to whom a Board member is married, unless they are separated.

801.1 For purpose of this policy, a decision does not further, directly or indirectly, a Private Interest where the decision: is of general public application; affects the Board member’s Family as one of a broad class of the public; or concerns the remuneration or benefits of a Board member provided by or under the *College Act 1996*.

801.2 The Board members and the President shall:

801.2.1 Avoid any associations, or other relationships that would or could conflict with their responsibility to make objective decisions in the College’s best interests.

801.2.2 Refrain from making or participating in a decision in the capacity as a Board member where the member knows or ought reasonably to know that in the making of the decision there is the opportunity to benefit directly or indirectly or benefit a member of the Board member’s Family improperly, directly or indirectly.

801.2.3 Refuse to use (i) the position to seek to influence a decision made by another person to benefit or (ii) or share information that is gained in the capacity as a Board member and is not available to the general public to further or seek to further, directly or indirectly, a Private Interest of that Board member or a member of the Family.

801.2.4 Abstain from using or sharing information that is gained in the capacity as a Board member and is not available to the general public to improperly benefit another person.

801.3 The Board members and the President shall recognize that the following circumstances could lead to a conflict of interest:

801.3.1 Any direct or indirect interest in connection with, or benefit from, outside commercial activities, which interest benefit might in any way adversely affect the College.

801.3.2 In instances where the action of any employee involves:

- (i) personal financial benefits resulting from transactions between the College and persons, firms, or business organizations; or
- (ii) the acceptance of a gratuity.

801.4 Where the Board member or the President is not certain whether a conflict of interest exists, that person shall provide full disclosure of the circumstances to the Board.

801.5 A Board member shall not, directly or indirectly, accept a fee, gift or personal benefit, except compensation authorized by law, that is connected, directly or indirectly, with the performance of Board duties.

801.5.1 The foregoing does not apply to a gift or personal benefit that is received as an incident of the protocol or social obligations that normally accompany the duties or responsibilities of the Board member.

801.6 A Board member shall not knowingly, directly, or indirectly, be a party to a contract with the College.

801.6.1 The foregoing does not apply to a Board member solely on the ground that a party to a contract with the College is a corporation or partnership in which the Board member or the Board member's Family has a shareholding or interest, if:

- a) The shareholding or interest is 10% or less;
- b) The Board is under the opinion that:
 - i. The Board member is not in a position to influence the awarding of the contract and performance of it will not interfere with the Board member's public duties;
 - ii. The shareholding or interest is insufficient to interfere with the Board member's duties; or
 - iii. The shareholding or interest has been placed in a trust that will prevent the Board member exercising authority or control over the affairs of the corporation or partnership;
- c) The contract is one under which one of the Board member's Family becomes an employee of or an independent contractor for personal services to the government of the province, where the contract is awarded in the manner provided by law; or
- d) The contract is for the reimbursement of expenses incurred by the Board member or the Board member's Family while on the business of the government of the province.

801.7 A Board member who has declared a conflict of interest shall not ask for copies of evidence used by the Board to make the decision and shall refrain from asking other Board members or the President who voted for or against a motion.

	Approved (Board Minute)	Date
Original Policy	BM 04-97-13	May 29, 1997
Revised	BM 01-05-09	February 24, 2005
Revised	BM 08-07-8.3	August 13, 2010
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