



CONFLICT OF INTEREST POLICY

1. PURPOSE

- 1.1 The Alternative Dispute Resolution Institute of Saskatchewan (“ADRSK”) is committed to fulfilling its mission with integrity and accountability.
- 1.2 The purpose of this Policy is to help Representatives of ADRSK identify situations in which their interests are, or are perceived to be, in conflict with the interests of ADRSK and provide a procedure to appropriately manage conflicts of interest in accordance with the values of integrity and accountability.
- 1.3 Because ADRSK is part of a Federation of Regional Affiliate associations comprised of members with their own private ADR practices, Directors and Committee members will have interests in their own Affiliate association or practice, as well as ADRSK. In recognition of ADRSK’s core value of collaboration, ADRSK’s goal is to strengthen relationships and associations, across the spectrum. Therefore, this Policy will limit where a Director or Committee member must declare a Conflict of Interest as set out in section 2.1(a) below.

2. DEFINITIONS

- 2.1 In this Policy, the following terms have the following meanings:

(a) “Conflict of Interest” means any situation in which a person’s decision-making, which should always be in the best interests of ADRSK, is influenced or could be perceived to be influenced by pecuniary or non-pecuniary interests. In recognition of the considerations discussed in Section 1.3 of the Policy, Conflicts of Interests related to individuals will be limited to:

- Issues where there is an actual or reasonable perception that there will be a direct financial gain or benefit to the individual;
- Issues where there is an actual or reasonable perception that an individual could be seen as getting preferential treatment;
- Issues where ADRSK’s direction will conflict with the interests of the individual.

(b) “Pecuniary Interest” means 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.



- (c) “Non-Pecuniary Interest” means an interest that an individual may have in a matter which may involve family relationships, friendships, volunteer positions, or other interests that do not involve the potential for financial gain or loss.
- (d) “Representatives” mean individuals employed by, or engaged in volunteer activities on behalf of ADRSK, including but not limited to: Directors, Committee members, and employees.

3. DISCLOSURE OBLIGATIONS

- 3.1 Disclosures of Conflict of Interest will be included as an item on the agenda of all meetings of the ADRSK Board of Directors and/or Committees of ADRSK.
- 3.2 Disclosure Obligations and Procedure for Directors:
 - (a) Where a Conflict of Interest may arise or has arisen, or where it is believed that an actual or perceived conflict of interest may exist, the Director shall fully disclose any conflict of interest to the Board of Directors.
 - (b) Disclosure shall be made in writing. Disclosure made at a meeting of the Board of Directors and recorded in the minutes of the meeting shall be deemed to have been made in writing.
 - (c) On an annual basis, all Directors will complete a written statement disclosing any real or perceived Conflict of Interest they may have.
- 3.3 Disclosure Procedure for Committee members:
 - (a) Where a Conflict of Interest may arise or has arisen, or where it is believed that an actual or perceived Conflict of Interest may exist, the Committee member shall fully disclose any Conflict of Interest to the Committee Chair. In the case of the Committee Chair, disclosure shall be made to the President of the Board.
 - (b) Disclosure shall be made in writing.
- 3.4 Disclosure Procedures for Employees
 - (a) Where a Conflict of Interest may arise or has arisen, or where it is believed that an actual or perceived may exist, the Employee shall fully disclose the Conflict of Interest to the Executive Director. In the case of the Executive Director, disclosure shall be made to the President of the Board.
 - (b) Disclosure shall be made in writing.



- 3.5 When an individual proactively discloses a Conflict of Interest in a matter, ADRSK will ensure that:
- (a) The nature and extent of the person's interest has been fully disclosed and this disclosure is recorded or noted and that the disclosure confirms or rejects the Conflict of Interest;
 - (b) If confirmed, the person does not participate in discussion on the matter unless expressly called upon by the Board or Committee involved;
 - (c) If confirmed, the person abstains from voting on the decision;
 - (d) For Board-level decisions, the person does not count toward quorum; and
 - (e) The decision is confirmed to be in the best interests of ADRSK.
- 3.6 For Conflict of Interest involving employees, the Executive Director of ADRSK will determine whether there is a conflict of interest and, if one exists, the employee will cease the activity giving rise to the Conflict of Interest.

4. CONFLICT OF INTEREST COMPLAINTS AND ENFORCEMENT

- 4.1 Any individual who believes that a person may be in a Conflict of Interest can submit a complaint in writing to the Chair of ADRSK's Governance Committee. Upon receipt of a complaint, the Chair of ADRSK's Governance Committee will appoint a panel comprised of three (3) Governance Committee members (which may include the Chair) to decide whether a Conflict of Interest exists and, if a Conflict of Interest is determined to exist, take appropriate measures to address the Conflict of Interest.
- 4.2 The panel's decision as to whether or not a Conflict of Interest exists will be governed by the following procedures:
- (a) The person alleged to be in a Conflict of Interest will be provided with a copy of the written complaint and an opportunity to respond to the complaint in writing; and
 - (b) The decision will be by majority vote by the panel.
- 4.3 Where a Conflict of Interest is determined to exist, the panel will take appropriate measures to deal with the Conflict of Interest, including the following actions, singularly or in combination:
- (a) Removal or temporary suspension of certain responsibilities or decision-making authority;



- (b) Removal or temporary suspension from a position;
- (c) Removal or temporary suspension from certain meetings, Committees, and/or activities;
- (d) Recommendation to the Board for expulsion from the organization;
- (e) Other actions as may be considered appropriate for the real or perceived conflict of interest.