

# Conflict of Interest Policy

## A statement of principle

Integrity is a core value of The Winnipeg Foundation and all actions of the Board, management and staff are founded on the principle of ethical community leadership.

The Board, management and staff are conscious of the possible or perceived conflict of interest which may arise in the normal course of business or as a result of Board Members being connected to charitable organizations which have received, or may apply for, a grant from The Winnipeg Foundation. At the same time, it is recognized that the process of selection of Board Members inherently involves seeking individuals that are, and will continue to be, active in the community. Likewise, The Winnipeg Foundation does not desire to deprive other charitable organizations, although they may be prospective applicants, from seeking the involvement and expertise of our Board Members.

It is in this context that the following policy is adopted:

## Definitions

**“Integrity”** means conducting all affairs of The Winnipeg Foundation in an honest, forthright and impartial manner and building our community relationships on the basis of respect for the values, perspectives and aspirations of others.

**“Conflict of interest”** means a perceived, potential or actual conflict of interest between the unbiased exercise of judgment on behalf of The Winnipeg Foundation and:

- a perceived, potential or actual obligation to a person or organization that might benefit from special consideration related to a grant application; or
- a perceived, potential or actual benefit accruing to an individual, corporation, partnership, other business enterprise or non-profit organization of which the Board or staff member or volunteer or a person in his or her immediate family (“immediate family” includes anyone living in the same household) is an officer, director, partner or substantial shareholder.



## Policy Provisions

### 1. Obligation to Declare:

Upon consideration of any application for funding assistance from an organization with which the Director or staff member is affiliated, that affiliation shall be disclosed. The individual so affiliated shall declare a conflict and leave the room during discussions and shall not vote or use personal influence on Board action. The abstention shall be noted in the Minutes.

- It is the responsibility of each Member of the Board to advise the Secretary of organizations with which the Member or his/her immediate family have affiliation, and which have received a grant from The Winnipeg Foundation in the past or might reasonably be expected to apply for a grant in the future. Foundation staff, when made aware of these potential conflicts, shall list such potential conflicts of interest on the meeting agenda. To facilitate this process and as a reminder of the policy, the Secretary shall circulate a copy of the Conflict of Interest Policy at the first Board meeting in December of each year and immediately thereafter to all Directors and staff not in attendance at this meeting.
- It is the responsibility of the Chief Executive Officer to assure that the Board is aware of any potential staff conflicts of interest resulting from a staff member or his/her immediate family having affiliation with an organization, which has received a grant from The Winnipeg Foundation or might reasonably be expected to apply for a grant in the future.
- No employee shall participate in the decision making process surrounding a grant application where there is a perceived, potential or actual conflict of interest. As a general rule, staff can take an active role in community organizations even where those organizations are prospective grant recipients provided that no employee shall participate in the decision making process surrounding a grant application where there is a perceived, potential or actual conflict of interest. As part of this policy, the Chief Executive Officer shall ask each staff member to identify on an annual basis those organizational relationships which could potentially result in the need to declare a conflict. This list shall be included on a Board Governance Committee agenda each year.

A declaration of a conflict of interest shall not affect the quorum of the meeting.

### 2. Confidentiality of Information:

Information about community projects reviewed by The Winnipeg Foundation is not generally considered to be confidential but some guidelines do apply:

- It is expected by applicants that information will be used with discretion;



- No information obtained through involvement with The Winnipeg Foundation is to be used for personal gain;
- The Board acts as a whole and positions of individual Board Members during deliberations are not disclosed – the privacy of discussion pertaining to Board decisions shall be respected;
- Third party opinions provided with respect to grant applications, are treated in confidence; and
- Donor requests regarding confidentiality are always respected.

Matters related to personnel, litigation and property transactions are considered private.

### **3. Full Disclosure:**

No undisclosed or unrecorded asset or account is to be held or established for any purpose at The Winnipeg Foundation. No false or misleading entries will be made in the books and records of The Winnipeg Foundation for any reason. No payments will be approved or made with the knowledge or intention that any part is to be used for any purpose other than that described in the supporting documentation.

### **4. Non-monetary Transactions:**

No Member of the Board or staff of The Winnipeg Foundation shall use for personal gain or advantage The Foundation's facilities, equipment, mailing lists, computer data, employee time or other assets.

### **5. Acceptance of Gifts:**

No Board member, officer, employee or volunteer shall accept gifts (other than of nominal nature) or use their position at The Winnipeg Foundation to obtain personal gain from those doing or seeking to do business with The Winnipeg Foundation.

### **6. Non-Compliance:**

The Chairman or the Chief Executive Officer, as the case may be, shall assess the circumstances surrounding any non-compliance with this policy and shall make a recommendation to the Board of Directors.



## 7. Orientation Program:

This Conflict of Interest Policy shall form part of the orientation of every Board Member, employee and volunteer of The Winnipeg Foundation.

## 8. Public Statement:

The Annual Report of The Winnipeg Foundation shall include a brief statement, referencing adherence to a written conflict of interest policy.

