

SOCIETY OF SAINT VINCENT DE PAUL
National Council of Canada

Conflict of Interest Guidelines

Preface

The Society of Saint Vincent de Paul is a highly respected and well-known organization in this country. In order to maintain the high level of member and public support and respect that it enjoys, it is essential that the affairs and business of the Society be conducted professionally, objectively and spiritually based within the meaning of the Rule and without interference or the perception of interference arising from personal interests of the individuals involved in making decisions for the organization at all levels.

In order to achieve our goal, The Society of Saint Vincent de Paul requires that all members, volunteers, members of committees, board of directors and employees refrain from placing themselves in a position that could potentially give rise to a conflict of interest between their own self-interest and the best interest of The Society of Saint Vincent de Paul.

Before assuming their duties and responsibilities for the Society of Saint Vincent de Paul at any level, all volunteers and staff shall be made aware of this policy and sign a copy of this document, acknowledging their knowledge and understanding of the Conflict of Interest Guidelines for The Society of Saint Vincent de Paul.

Application of the Guidelines

These conflict of interest guidelines apply to all officers, directors, volunteers and employees of the Society of Saint Vincent de Paul; hereinafter called “the Society”.

Definition of a Conflict

A conflict of interest includes the perception of a conflict of interest and a potential conflict of interest and exists where:

- a) an officer, director, volunteer, or employee of the Society (or a partner, business associate or a close family member) is a party to a material contract or a proposed material contract with the Society: or
- b) an officer, director, volunteer, or employee of the Society (or a partner, business associate or a close family member) is a director or officer of or has a material interest in any company or person who is a party to a material contract or proposed contract with the Society ; or
- c) an officer, director, volunteer, or employee of the Society, at any level (or a partner, business associate or a close family member) is directly involved in an issue under discussion, or associated with an issue under discussion in a substantive way, and stands to benefit or personally gain from the decision made; or
- d) an officer, director, volunteer, or employee of the Society (or a partner,

business associate or a close family member) assists a third party in their dealings with the Society of Saint Vincent de Paul where such assistance could result in a favorable or preferable treatment being accorded that third party by The Society of Saint Vincent de Paul.

Reporting of a Conflict

All officers, directors, volunteers and employees shall report a conflict of interest or a potential conflict of interest to the President through the Executive Director, or Manager as the case may be and if one exists, or the individual chairing the meeting or the committee in which the conflict of interest or potential conflict of interest arises.

The report of a conflict of interest shall be made orally as soon as practicable after the conflict of interest has arisen or been identified. Where a conflict of interest or a potential conflict of interest arises during a meeting or a proceeding of any committee, the conflict of interest or potential conflict of interest shall be declared immediately during the course of the meeting or proceeding. The declaration of the conflict interest or potential conflict of interest shall be recorded in the minutes of the proceeding or the meeting and if the minutes are not being taken, the individual chairing the meeting or the proceeding shall make a written memorandum, recording the declaration.

Within seven (7) days of that report, the officer, director, volunteer or employee involved shall make a written report to the recipient(s) of the initial report.

Resolution of a Conflict of Interest

The President, through the secretary, Executive Director or Manager, as the case may be, shall be provided with a copy of the written report and the final resolution of the conflict of interest shall be at the discretion of the President.

In the case of conflicts of interest reported by the President, the resolution of the conflict of interest shall be in the sole discretion of the officers of the Conference, Council/Corporation, as the case may be.

Although the final resolution of any conflict of interest rests with the President (or where the President is reporting the conflict, with the officers of the Corporation), the individual chairing any meeting or proceeding at which there is made a declaration of conflict of interest or potential conflict of interest shall be entitled to require that the party in the conflict of interest position withdraw from a discussion or a meeting or proceeding and that they refrain from voting on the issue affected by the declaration of conflict of interest or potential conflict of interest.

In all cases, the underlying principle shall be that conflicts of interest shall be resolved in favor of The Society of Saint Vincent de Paul at any level.

The resolution of the conflict of interest may include, but is not limited to the requirement that the party in the conflict of interest withdraw from a discussion or a meeting, that they refrain from voting, or that they remove or terminate the conflict or potential conflict

by whatever means is necessary, including relinquishing of their office or position with The Society of Saint Vincent de Paul at any level as the case may be.

Effect of Disclosure of a Conflict of Interest

Provided that the conflict of interest is disclosed in a timely manner, a material contract entered into, or an action taken by The Society with knowledge of the conflict of interest is neither void nor voidable.

Where a conflict of interest is discovered after a decision is made which might have been affected by knowledge of that conflict of interest, the decision made is not void or voidable, provided that the decision was made fairly and on reasonable grounds.

Where a conflict of interest is disclosed in a timely manner and in accordance with these Guidelines, a material contract may be entered into, a decision made, or an action taken by The Society which allows the conflict of interest or potential conflict of interest to continue. For example, The Society may hire family members of volunteers or may contract out work to family members, relatives or friends, provided that the affected volunteer in accordance with these Guidelines has disclosed the conflict of interest.

Effect of Failure to Disclose a Conflict of Interest

Where a member, director, officer, volunteer or employee knowingly fails to disclose a conflict of interest, The Society of Saint Vincent de Paul, at any level, reserves all rights which it may have at law to have any contract entered into or any action taken set aside, revoked or rescinded. Any member, volunteer or staff who knowingly fails to report a conflict of interest may be requested to resign, or be removed from office or committee by the President. Should the President fail to report a conflict of interest, he or she may be requested to resign or be removed from office by the designated other officers of the Board of Directors.

Use of Information

No member, director, officer, volunteer, or employee of the Society of Saint Vincent de Paul (or a partner, business associate or a close family member) shall knowingly take advantage of, or use to their benefit any information not generally available to the public and which is obtained in the course of their official duties with The Society.

Non-Disclosure of Confidential Information

No member, officer, director, volunteer, or employee of the Society (or a partner, business associate or a close family member) shall disclose confidential information obtained by them through the course of their duties and responsibilities for The Society of Saint Vincent de Paul.