



Policy Section 2: BOARD STRUCTURE AND RESPONSIBILITIES

Policy # 2.3

Policy Title: Conflict of Interest

Date of Origin: 22 May 2007

1. **Purpose:** To articulate the Conflict of Interest Policy applicable to The Flower Cart Group Board of Directors.
2. **Definitions:**
 - 2.1 Conflict of Interest – a conflict of interest exists when a Director’s responsibility to The Flower Cart Group Board is compromised by his/her competing personal interests in any organizational matter.
 - 2.2 Perceived Conflict of Interest – a perceived conflict of interest can occur when a Director’s personal interests regarding a Flower Cart Group matter may cause others to believe that a conflict exists when in fact, it does not.
3. **Detailed Policy Statement:**
 - 3.1 The Flower Cart Group Board of Directors, as individuals and as a group, conduct their affairs such that they adhere to the highest standards of personal and ethical behaviour. In matters pertaining to The Flower Cart Group, Directors ensure that the interests of the organization take precedence over personal interests, potential or actual.
 - 3.2 Each Board member is required to take steps necessary to prevent conflicts of interest. The details of dealing with avoidance, disclosure and non-disclosure are provided in the accompanying Board Procedure.
 - 3.3 Flower Cart Group Board members will abide by this policy and sign the attached document acknowledging its provisions.
4. **Implementation:**
 - 4.1 Principles
 - 4.1.1 Board members shall not personally benefit from information they receive in the course of their duties as Directors nor will they provide this information to friends, family, business associates or others who would stand to benefit from it.
 - 4.1.2 Board members will not assist outside businesses or individuals in their dealings with The Flower Cart Group where this would result in preferential treatment or benefit being accorded to those individuals or organizations.
 - 4.1.3 Board members will not influence, participate in or authorize the acquisition or disposal of any Flower Cart Group asset, including supplies or

services from or to an enterprise in which the Director may have a financial, business or other personal interest.

4.1.4 Board members will not attempt to influence the process of employment, promotion or evaluation of Flower Cart Group employees.

4.1.5 Board members will not participate in or otherwise influence the awarding of contracts with The Flower Cart Group where family members or persons to whom they owe a personal, legal or financial obligation are involved in the contractual process.

4.1.6 Board members will not seek preferential treatment of or otherwise promote the individual interests of a Flower Cart Group employee or participant to whom they are related or to whom they owe a personal, legal or financial obligation.

4.1.7 Board members will not accept gifts, offers of economic or other tangible benefit that are intended to influence the Board decision making process.

4.1.8 Board members will not use The Flower Cart Group facilities, equipment, mailing lists, computer data, employee/participant time/labour or any other Flower Cart Group assets for their own purposes or personal gain or advantage.

4.2 Compliance

4.2.1 Board members conform to the Conflict of Interest Policy by avoiding or withdrawing from a situation that would place the individual in a conflict position with respect to his/her duties as a Director. See accompanying Board Procedure.

4.2.2 Board members conform to the Conflict of Interest Policy by disclosing to the Board what they consider to be an actual, potential or perceived conflict with respect to their duties as a Director. See accompanying Board Procedure.

5. Applicability: Board of Directors

6. Policy Authority: Board of Directors

7. Associated Policies, Procedures and Documents:

Policy 2.1 General Duties of the Board

Policy 2.2 Code of Conduct

Accompanying Board Procedure

8: Record of Amendments:

<u>Revision #</u>	<u>Summary of Revision</u>	<u>Date Approved</u>
1.		September 2011
2.	Reformat and Update	February 2017