



Policy Section 2: BOARD STRUCTURE AND RESPONSIBILITIES

Policy #: 2.3

Policy: Conflict of Interest

Revision: Rev 3

Approval: July 07, 2021

1. Purpose:

- 1.1 To articulate the Conflict of Interest Policy applicable to The Flower Cart Board of Directors.

2. Definitions:

- 2.1 Conflict of Interest – a conflict of interest exists when a Director’s responsibility to The Flower Cart Board is compromised by their 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 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 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, Directors ensure that the interests of the organization take precedence over personal interests, potential or actual.
- 3.2 Each Director is required to take steps necessary to prevent conflicts of interest. The details of dealing with avoidance, disclosure and non-disclosure are provided in Policy 2.3.1 – Procedural Guidance for Conflict of Interest.
- 3.3 Directors will abide by this policy and sign Policy 2.3.2 – Director’s Acknowledgement for Conflict of Interest.

4. Implementation:

4.1 Principles:

- 4.1.1 Directors 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 Directors will not assist outside businesses or individuals in their dealings with The Flower Cart where this would result in preferential treatment or benefit being accorded to those individuals or organizations.
- 4.1.3 Directors will not influence, participate in, or authorize the acquisition or disposal of any Flower Cart 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 Directors will not attempt to influence the process of employment, promotion, or evaluation of Flower Cart employees.
- 4.1.5 Directors will not participate in or otherwise influence the awarding of contracts with The Flower Cart where family members or persons to whom they owe a personal, legal, or financial obligation are involved in the contractual process.
- 4.1.6 Directors will not seek preferential treatment of or otherwise promote the individual interests of a Flower Cart employee or participant to whom they are related or to whom they owe a personal, legal, or financial obligation.
- 4.1.7 Directors will not accept gifts, offers of economic or other tangible benefit that are intended to influence the Board decision making process.
- 4.1.8 Directors will not use The Flower Cart facilities, equipment, mailing lists, computer data, employee/participant time/labour or any other Flower Cart assets for their own purposes or personal gain or advantage.

4.2 Compliance:

- 4.2.1 Directors 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 their duties as a Director. See Policy 2.3.1 Procedural Guidance for Conflict of Interest.
- 4.2.2 Directors 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 Policy 2.3.2 – Director’s Acknowledgement for Conflict of Interest.

5. Applicability:

- 5.1 Board of Directors

6. Policy Authority:

- 6.1 Board of Directors

7. Related Policies, Procedures and Documents:

- 7.1 Policy 2.1 – General Duties of the Board
- 7.2 Policy 2.2 – Directors Code of Conduct
- 7.3 Policy 2.3.1 – Procedural Guidance for Conflict of Interest
- 7.4 Policy 2.3.2 – Director’s Acknowledgement for Conflict of Interest
- 7.5 The Flower Cart By-Laws
- 7.6 The Flower Cart Risk Management Plan

8: Record of Amendments:

Revision #	Summary of Revision	Date Approved
Rev 0	Original Issue	May 22, 2007
Rev 1	Revised	September 27, 2011
Rev 2	Reformatted and Updated	February 28, 2017
Rev 3	Reviewed and Updated	July 07, 2021