

SECTION FOUR: OPERATING POLICIES

POLICY 4005 – CONFLICT OF INTEREST

Effective date: November 24, 2012

Revision date: March 16, 2013

Policy 4005 – Conflict of Interest

Definitions:

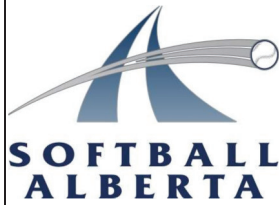
1. The following terms have these meanings in this policy:
 - “*Conflict of Interest*” – a real or seeming incompatibility between one’s private interests and one’s public or fiduciary duties.
 - “*Pecuniary Interest*” – an interest that an individual may have in a matter because of the reasonable likelihood or expectation of financial gain or loss for that individual, or another person with whom that individual is associated.
 - “*Non-Pecuniary Interest*” – family relationships, friendships, volunteer positions in associations or other interests that do not involve the potential for financial gain or loss.
 - “*Perceived Conflict of Interest*” – a perception by an informed individual that a conflict of interest exists or may exist.
 - “*Softball Alberta Member*” – all individuals employed by Softball Alberta and Board of Directors of Softball Alberta, committee members and individuals appointed by Softball Alberta.

Purpose:

2. The purpose of this policy is to describe how Softball Alberta Members will conduct themselves in matters relating to real or perceived conflicts of interest, and to clarify how Softball Alberta will make decisions in situations where conflicts of interest may exist.
3. This policy applies to all Softball Alberta Members as defined under *Definitions*.

Obligations

4. Any real or perceived conflict, whether pecuniary or non-pecuniary, between a Softball Alberta Members’ interest and the interests of Softball Alberta, must at all times be resolved in favor of Softball Alberta.
5. Softball Alberta Members will not:
 - a) Engage in any business or transaction, or have a financial or other personal interest that is incompatible with their official duties with Softball Alberta, unless such business, transaction or other interest is properly disclosed to Softball Alberta and approved by Softball Alberta;
 - b) Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration, or who might seek, in any way, preferential treatment;
 - c) In the performance of their official duties, accord preferential treatment to family members, friends or colleagues, or to organizations in which their family members, friends or colleagues have an interest, financial or otherwise;



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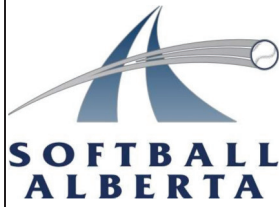
- d) Derive personal benefit from information that they have acquired during the course of fulfilling their official duties with Softball Alberta, where such information is confidential or is not generally available to the public;
- e) Use of Softball Alberta property, equipment, supplies or services for activities not associated with the performance of official duties with Softball Alberta without the permission of Softball Alberta;
- f) Place themselves in positions where they could, by virtue of being a Softball Alberta Member, influence decisions or contracts from which they could derive any direct or indirect benefit or interest; or
- g) Accept any gift or favor that could be construed as being given in anticipation of, or in recognition for, any special consideration granted by virtue of being a Softball Alberta Member.

Disclosure of Conflict of Interest

- 6. A Softball Alberta Member will disclose a conflict of interest to the Softball Alberta Board of Directors immediately upon becoming aware that there exist real or perceived conflicts of interest.
- 7. Any person who is of the view that a Member of Softball Alberta may be in a position of conflict of interest may report this matter in writing to the Softball Alberta Board of Directors.

Resolving Conflicts in Decision-making

- 8. Decisions or transactions that involve a real or perceived conflict of interest that have been disclosed by a Softball Alberta Member will be considered and decided upon by the Softball Alberta Board of Directors provided that:
 - a) The nature and extent of the Softball Alberta Member's interest has been fully disclosed to the body that is considering or making the decision, and this disclosure is recorded in the minutes;
 - b) The Softball Alberta Member does not participate in discussion on the matter giving rise to the conflict of interest;
 - c) The Softball Alberta Member abstains from voting on the proposed decision or transaction;
 - d) The Softball Alberta Member is not included in the determination of quorum for the proposed decision or transaction; and
 - e) The decision or transaction is in the best interests of Softball Alberta.



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Conflicts Involving Employees

9. Softball Alberta will restrict employees from being employed with any Softball Alberta member during the term of their employment unless consented to by the Softball Alberta Board of Directors.
10. Softball Alberta will not restrict employees from accepting other employment, contracts or volunteer appointments during the term of their employment with Softball Alberta, provided that the employment, contract or volunteer appointment does not diminish the employee's ability to perform the work contemplated in their employment agreement with Softball Alberta.
11. Any determination as to whether there is a conflict of interest will rest solely with Softball Alberta, and where a conflict of interest is deemed to exist, the employee will resolve the conflict by ceasing the activity giving rise to the conflict.

Enforcement

12. Failure to adhere to this Policy may give rise to discipline in accordance with Softball Alberta's Handbook and the Bylaws.