

TRIATHLON MANITOBA

Conflict of Interest Policy

Adopted by Board of Directors March 20, 2023

Definitions

1. The following terms have these meanings in this Policy:
 - a) *“Conflict of Interest”* – Any situation in which a Representative’s decision-making, which should always be in the best interests of Triathlon Manitoba, is influenced or could be influenced by personal, family, financial, business, or other private interests
 - b) *“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
 - c) *“Non-Pecuniary Interest”* - An interest that an individual may have in a matter which may involve family relationships, friendships, volunteer positions or other interests that do not involve the potential for financial gain or loss
 - d) *“Representatives”* – Individuals employed by, or engaged in activities on behalf of, Triathlon Manitoba including: coaches, staff members, convenors, contract personnel, volunteers, managers, administrators, committee members, and Directors and Officers of Triathlon Manitoba.

Background

2. Individuals who act on behalf of an organization have a duty first to that organization and second to any personal stake they have in the operations of the organization. For example, in not-for-profit organizations, Directors are required, by law, to act as a trustee (in good faith, or in trust) of the organization. Directors, and other stakeholders, must not put themselves in positions where making a decision on behalf of the organization is connected to their own personal interests. That would be a conflict of interest situation.

Purpose

3. Triathlon Manitoba strives to reduce and eliminate nearly all instances of conflict of interest at Triathlon Manitoba – by being aware, prudent, and forthcoming about the potential conflicts. This Policy describes how Representatives will conduct themselves in matters relating to conflict of interest, and will clarify how Representatives shall make decisions in situations where conflict of interest may exist.

4. This Policy applies to all Representatives.

Obligations

5. Any real or perceived conflict of interest, whether pecuniary or non-pecuniary, between a Representative's personal interest and the interests of Triathlon Manitoba, shall always be resolved in favour of Triathlon Manitoba.
6. Representatives 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 Triathlon Manitoba, unless such business, transaction, or other interest is properly disclosed to Triathlon Manitoba and approved by Triathlon Manitoba
 - 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 preferential treatment
 - c) In the performance of their official duties, give preferential treatment to family members, friends, colleagues, or organizations in which their family members, friends, or colleagues have an interest, financial or otherwise
 - d) Derive personal benefit from information that they have acquired during the course of fulfilling their official duties with Triathlon Manitoba, if such information is confidential or not generally available to the public
 - e) Engage in any outside work, activity, or business or professional undertaking that conflicts or appears to conflict with their official duties as a representative of Triathlon Manitoba, or in which they have an advantage or appear to have an advantage on the basis of their association with Triathlon Manitoba
 - f) Without the permission of Triathlon Manitoba, use Triathlon Manitoba's property, equipment, supplies, or services for activities not associated with the performance of their official duties with Triathlon Manitoba
 - g) Place themselves in positions where they could, by virtue of being an Triathlon Manitoba Representative, influence decisions or contracts from which they could derive any direct or indirect benefit
 - h) Accept any gift or favour that could be construed as being given in anticipation of, or in recognition for, any special consideration granted by virtue of being an Triathlon Manitoba Representative.

Disclosure of Conflict of Interest

7. On an annual basis, all Triathlon Manitoba's Directors and candidates for election to the Board, Directors, Officers, Employees, and Committee Members will complete a **Declaration Form** disclosing any real or perceived conflicts that they might have. Declaration Forms shall be retained by Triathlon Manitoba.
8. Representatives shall disclose real or perceived conflicts of interest to Triathlon Manitoba's Board immediately upon becoming aware that a conflict of interest may exist.
9. Representatives shall also disclose any and all affiliations with any and all other organizations involved with the same sport. These affiliations include any of the following roles: athlete, coach, manager, official, employee, volunteer, or Director.

Minimizing Conflicts of Interest in Decision-Making

10. Decisions or transactions that involve a conflict of interest that has been proactively disclosed by a Triathlon Manitoba Representative will be considered and decided with the following additional provisions:

- a) The nature and extent of the Representative's interest has been fully disclosed to the body that is considering or making the decision, and this disclosure is recorded or noted
 - b) The Representative does not participate in discussion on the matter
 - c) The Representative abstains from voting on the decision
 - d) For board-level decisions, the Representative does not count toward quorum
 - e) The decision is confirmed to be in the best interests of Triathlon Manitoba.
11. For potential conflicts of interest involving employees, Triathlon Manitoba's Board will determine whether there is there a conflict and, if one exists, the employee will resolve the conflict by ceasing the activity giving rise to the conflict. Triathlon Manitoba will not restrict employees from accepting other employment contracts or volunteer appointments provided these activities do not diminish the employee's ability to perform the work described in the employee's job agreement with Triathlon Manitoba or give rise to a conflict of interest.

Conflict of Interest Complaints

12. Any person who believes that a Representative may be in a conflict of interest situation should report the matter, in writing (or verbally if during a meeting of the Board or any committee), to Triathlon Manitoba's Board who will decide appropriate measures to eliminate the conflict, if conflict is determined. The Board may apply the following actions singly or in combination for real or perceived conflicts of interest:
- a) Removal or temporary suspension of certain responsibilities or decision-making authority
 - b) Removal or temporary suspension from a designated position
 - c) Removal or temporary suspension from certain teams, events and/or activities
 - d) Expulsion from Triathlon Manitoba
 - e) Other actions as may be considered appropriate for the real or perceived conflict of interest.
13. Any person who believes that a Representative has made a decision that was influenced by real or perceived conflict of interest may submit a complaint, in writing, to Triathlon Manitoba to be addressed under Triathlon Manitoba's *Discipline and Complaints Policy*.
14. Failure to comply with an action as determined by the Board will result in automatic suspension from Triathlon Manitoba until compliance occurs.
15. The Board may determine that an alleged real or perceived conflict of interest is of such seriousness as to warrant suspension of designated activities pending a meeting and a decision of the Board.

Enforcement

16. Failure to adhere to this Policy may permit discipline in accordance with Triathlon Manitoba's *Discipline and Complaints Policy*.

17. References

The Corporations Act
Discipline and Complaints Policy

History

18. The history of Triathlon Manitoba's *Conflict of Interest Policy* beginning March 2013 is as

follows:

1. Policy approved on March 11, 2013
2. Policy based on Sport Manitoba's October 2016 revision of *Conflict of Interest Policy* template (as revised October 25, 2017) approved on November 13, 2017. Sections 17 and 18 added.
3. Non-substantive change made on March 1, 2018. In article 10, an "an" was changed to an "a."
4. Policy reviewed on March 20, 2023, against Sport Manitoba's 2021 revision of Conflict of Interest Policy template. No changes required.

Conflict of Interest - Declaration Form

I have read Triathlon Manitoba’s *Conflict of Interest Policy*, I agree to be bound by the obligations contained therein, and I commit to avoid any real or perceived conflict of interest. I also commit to disclosing the existence of any real or perceived conflict of interest to the Board, as soon as it is known to me.

I declare the following interests which may represent a potential conflicting interest:

Name

Signature

Date