

Municipal Accommodations Tax Tourism Subcommittee (“MATS”) Conflict of Interest Policy

Background

A conflict of interest arises when a Member’s private or personal interest(s) interferes, impairs, supersedes and/or competes, with, or could, or is perceived to interfere, impair, supersede and/or compete, with, his/her duties and responsibilities (collectively, a “Conflict of Interest”) as a member of the Municipal accommodations Tax Subcommittee (the “MATS”) of the Timmins Economic Development Corporation (the “TEDC”).

Because the TEDC is part of the broader public sector and subject to a high level of public scrutiny, the issue of a perceived conflict of interest will often be more problematic than the issue of actual or potential conflict. To sustain trust and confidence in the TEDC and the MATS, it is important to identify, disclose and resolve all forms of Conflict of Interest.

This policy outlines conflict of interest guidelines intended to:

- assist Members in identifying Conflicts of Interest; and
- ensure that each Conflict of Interest, whether it is actual, potential, or perceived, is dealt with so as to preserve the integrity of the TEDC and the MATS, and to preserve the public’s confidence in same.

Definitions

In this document:

“Conflict(s) of Interest” includes, without limitation: (i) an actual conflict of interest, where Member has a private or personal interest that is sufficiently connected to his/her duties and responsibilities as a Member that it influences the execution of those duties and responsibilities; (ii) a potential conflict of interest, where a Member has a private or personal interest that could influence the performance of a Member’s duties and responsibilities, provided that he/she has not yet exercised that duty or responsibility; and (iii) a perceived conflict of interest, where a reasonably well-informed individuals could properly have a reasonable belief that a Member has a real conflict of interest, even where there is no real conflict in that fact. For certainty, a “Conflict of Interest” shall include interests of a pecuniary nature (involving money) and non-pecuniary nature (not involving money), determined with non-exclusive consideration given to the provisions of the “Conflict of Interest Guidelines” section contained herein). For the purpose of this Policy, the term “Conflict of Interest” shall be given the broadest possible interpretation.

“Member” means a Member of the MATS and/or the Board of the TEDC (the “Board”);

“Meeting” includes any regular, special, committee or other meeting of the Board or the MATS, as the case may be; and

“Related Person” means the spouse, life partner, child, parent, sibling or close friend of a Member, and any other person (including an individual, corporation, or a trust) with which the Member may reasonably be viewed as not dealing at arm’s length.

Conflict of Interest Guidelines

Private/personal interests include those relating to or involving money (pecuniary) and other interests unrelated to money (non-pecuniary).

Generally, pecuniary (monetary) interests lead to a Conflict of Interest when a Member or Related Person is in a position to directly or indirectly:

- personally, benefit financially or avoid financial loss as a result of a contract or other matter of a monetary nature in which the TEDC is involved; and/or
- use information obtained as the result of being a Member for his or her own benefit, or that of a Related Person.

Other private/personal interests lead to Conflict of Interest when a Member has non-economic interests such as religious, political, corporate and/or institutional interests which supersede or compete with his/her duties and responsibilities as Board subcommittee Member.

A Conflict of Interest may be considered by the MATS, not to exist where: (i) a pecuniary interest is so remote or insignificant in nature that it cannot be reasonably regarded as likely to influence a Member (ii) the pecuniary interest of the Member is common with a broad group of which the Member is a Member; (iii) and where the issue is one relating to generally available or public information. For certainty, only the MATS may, in its sole and absolute discretion, determine that a Conflict of Interest does not exist, having considered information relating to the Conflict of Interest sufficient for the MATS to make an informed determination. For certainty, each Member having a Conflict of Interest has a positive obligation to provide to the MATS such information as may be necessary for the MATS to make such determination.

A Member’s ability to place Board or the MATS interests first may come into question in situations where the Member holds a position of influence in another organization which has taken positions on issues related to ones under discussion by the MATS. In such situations, a Member’s loyalty may be divided between serving the best interests of two different organizations. A Conflict of Interest should be declared in any such situation.

Careful consideration should be given to whether or not other private/personal interests place a Member in Conflict of Interest, especially when there are matters before the Board that affect any other organization in which a Member holds a position of influence or an ownership interest, whether such interest is direct or indirect.

Without limiting the generality of any provision herein, in no case is a Member permitted to receive gifts of cash, loans, shares of stock, securities or the equivalent of these things from persons having dealings with the TEDC or the MATS, whether such

dealings are direct or indirect.

Declaration Procedures

The MATS will open each Meeting with a call for disclosures of Conflict of Interests. Members will declare any Conflict of Interest in compliance with the Municipal Conflict of Interest Act and this Policy.

For certainty, where a Member, either on his or her own behalf, or while acting for, by, with or through another, has a Conflict of Interest, in any matter and is present at a Meeting of the board at which the matter is the subject of consideration, the Member:

(a) shall, prior to any consideration of the matter at the Meeting, disclose the interest giving rise to the Conflict of Interest (the "Interest") and the general nature thereof. The Member shall orally disclose the nature and extent of his or her Interest to the Chair and provide a written declaration in regard to same, if requested by the Chair;

(b) shall not take part in the discussion of, or vote on any question in respect of the matter; and

(c) shall not attempt in any way whether before, during or after the Meeting to influence the voting on any such question.

Where the Meeting referred to in subsection is not open to the public, in addition to complying with the requirements of that subsection, the Member shall forthwith leave the Meeting or the part of the Meeting during which the matter is under consideration.

Record of Disclosure

Every declaration of Conflict of Interest shall be recorded in the minutes of the Meeting by the secretary.

Disclosure

When a Conflict of Interest cannot be avoided, a Board subcommittee Member must declare the Conflict of Interest at the earliest opportunity, and at the same time, declare the general nature of the Conflict of Interest. When a Conflict of Interest is declared before a Meeting, the declaration should be made to the Board Chair.

If a Member is unsure as to whether he/she is in Conflict of Interest, the Member such Member must declare same to the Board and request determination by the MATS whether or not same constitutes a Conflict of Interest.

When a Conflict of Interest is discovered after consideration of a matter, it must be declared in writing to the MATS at the first opportunity. If the MATS determines that a Conflict of Interest does exist, the MATS shall determine whether or not the matter must be re-examined, and/or any decision rescinded or varied, having regard to applicable legislation and the objectives of this Policy.

Sanctions

When a Member has failed to comply with this Policy, unless the failure is determined, in the sole and absolute discretion of the MATS, to be the result of a bona fide error in judgment, the MATS may:

- (a) issue an oral reprimand;
- (b) issue a written reprimand;
- (c) request the resignation of the Board Subcommittee Member; and/or
- (d) remove the Board Subcommittee Member through processes outlined;

For certainty, the recourse of the MATS and/or the TEDC shall not be limited to the sanctions set out herein.

Date: _____

Name: _____

Signature: _____