



Alberta Golf Conflict of Interest and Confidentiality Agreement

Purpose

The purpose of the Conflict of Interest and Confidentiality Agreement is to protect and maintain the image and integrity of Alberta Golf by ensuring that no conflict of interest or breach of confidentiality exists with any member of the Board of Directors, Volunteer or Member of any Committee of Alberta Golf.

Definitions

A “conflict of interest” is any situation where a Board/Committee Member’s personal interests or those of a family member, close friend, business associate, corporation, institution, or partnership in which the Board/Committee Member holds a significant interest, or a person to whom the Board/Committee Member owes an obligation could influence the member’s decisions and impair the Board/Committee Member’s ability to:

- act in the best interest of Alberta Golf Association, or
- represent Alberta Golf Association fairly, impartially and without bias.

It is important to note that a “conflict of interest” exists if the decision could be influenced – it is not necessary that influence take place.

The “confidentiality” requirement applies to specific information concerning the business and affairs of Alberta Golf as acquired while carrying out one’s responsibilities as a member of the Board/Committee. This includes information which may:

- be of a private, secret, sensitive, or entrusted nature.
- give rise to a fiduciary relationship between the Board/Committee Member and Alberta Golf.
- have been acquired by the Board/Committee Member and disclosed by Alberta Golf with the reasonable expectation that it be held in confidence and not further disclosed; or
- be reasonably expected to cause harm to Alberta Golf or be detrimental to the best interests of Alberta Golf if it is not held in confidence.

The requirement to maintain confidentiality continues even after a Board/Committee Member has completed their term on the Board/Committee.

Requirements

The following outline the specific components of the requirements to ensure that conflict of interest is eliminated, and that confidentiality is ensured.

Disclosure Each Board/Committee Member, at the earliest opportunity, must disclose any actual or potential conflict of interest or violation of confidentiality, to the President of the Board/Chair of the Committee.



Recognition The primary responsibility for recognizing such conflict of interest and violation of confidentiality rests with the Board/Committee Member.

Abstain Once a conflict of interest has been identified and disclosed, the Board/Committee Member must abstain from any involvement or further involvement in respect of Alberta Golf deliberations on the matter to which the conflict relates.

Avoidance Each Board/Committee Member must avoid active involvement in those activities or association including, without limitation, activities, or associations with any other professional organization, whether or not affiliated with Alberta Golf, which will or may reasonably be expected to create a conflict of interest.

Review Each Board/Committee Member must continually review their activities and associations to determine whether a conflict of interest has arisen or may arise in the future, using their own judgment reasonably, with a view to fulfilling their responsibility to Alberta Golf and its members.

Confer Each Board/Committee Member must confer with the President of the Board/Committee in any case where they are unable to determine whether an actual or potential conflict of interest or violation of confidentiality exists.

Personal Gain A Board/Committee Member must not use their position on the Board/Committee, either directly or indirectly, for personal advantage or gain or for the advantage or gain of any member of their family.

Confidentiality A Board/Committee Member must maintain, in strict confidence, all Alberta Golf information gained because of their role in the governance of Alberta Golf. Specifically, this includes all decisions of the Alberta Golf Board of Directors or Committee, together with related agendas, minutes, and reports. Such information shall remain confidential until such time and to such extent as it is formally announced, published, or otherwise officially made public. In addition, the individual views of Board/Committee Member expressed in the context of Board/Committee deliberations shall remain confidential to the proceedings of the Board of Directors or Committee.

Meeting Conduct A Board/Committee Member participating in Alberta Golf Board / Committee meetings must disclose to the Chair if they detect that a conflict of interest may exist. The Board/Committee Member may remain in the meeting, at the discretion of the Chair, but must refrain from participating in any discussion or voting on any decisions for which the conflict exists. The Chair may, at their discretion, ask for input from the Board/Committee Member. The Chair may, at their discretion, request that the Board/Committee Member excuse themselves from that portion of the meeting in which the conflict of interest appears to exist.

Enforcement

The individual members of the Board of Directors and of each Committee must continuously assess their personal adherence to the requirements for ensuring confidentiality and preventing any conflict of interest. In addition, the President of the Board of Directors and the Chair of each Committee will be responsible for



monitoring compliance with the requirements. The Nominating & Governance Committee of the Board will review and update this Agreement as required, but not less than annually.

Consequences of Non-Compliance

Where Members or former Members of the Board of Directors or Committees are found to have contravened this Agreement, in the case of a current member, they will be required to immediately leave the Board/Committee.

In recognition of the importance of Alberta Golf's Conflict of Interest and Confidentiality Agreement, all Members of the Alberta Golf Board of Directors and Committees shall be provided with a copy of the requirement and shall be required to sign an acknowledgement of compliance.

Acknowledgement of Compliance

I agree to abide by and comply with the Conflict of Interest and Confidentiality Agreement as described in this document.

Signature

Date

Name