

OKF CONFLICT OF INTEREST POLICY

1. Principles

- 1.1 Members of the Board of Directors, Committee Members, staff, representatives and decision makers of OKF shall not:
- a) Engage in any business or transactions or have a financial or other personal interest, which is incompatible with the discharge of their duties and obligations with OKF.
 - b) Place themselves in a position where they could influence decisions or contracts from which they could derive any direct or indirect benefits or interest.
 - c) Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration or favor on their part, or might seek, in any way, preferential treatment.
 - d) Accord, in the performance of their duties and obligations, preferential treatment to relatives or friends or to organizations in which they or their relatives or friends have an interest, financial or otherwise.
 - e) Benefit from the use of information acquired during the course of their duties with OKF, which is generally not available to the public.
 - f) Use OKF property, equipment, supplies or services of consequence for activities not associated with the discharge of official duties with OKF.
 - g) Accept any gift that could reasonably be construed as being given in anticipation or recognition of special consideration by the Board of Directors, Committee Members, staff, representatives and decision makers of OKF.
 - h) In addition, engage in any outside work, activity or business undertaking that conflicts or appears to conflict with their duties as Board of Directors, Committee Members, staff, representatives and decision makers of OKF, in which they have an advantage or appear to have an advantage deriving from their association with OKF

2. Disclosure

- 2.1 Individuals who are elected, appointed or hired to positions within OKF, will disclose their potential conflict in the following manner:
- a) Whenever a Board Member, Committee member, staff person, representative or decision maker considers that he or she could be, or could potentially be, in a conflict of interest as defined within this policy, he or she shall disclose this conflict to the president & Executive Director immediately.
 - b) Any other Board member, Committee member, staff person, representative or decision maker of OKF who feels that a member, Committee member, staff person, representative or decision maker of OKF is in a conflict of interest, may report the matter to the president & Executive Director at any time.
 - c) If Board members, Committee member, staff person, representative or decision maker of OKF is in doubt as to whether or not conflict of interest situations exist, he or she should provide disclosure to the president & Executive Director immediately.

3. BOD Conflict of Interest

- 3.1 A Director may not hold, nor an immediate family member hold, a financial interest, directly or indirectly, or hold a management position in an organization in a relationship with OKF whereby that Director could in any way benefit the other organization by influencing the purchasing,

sponsorship arrangements or other decisions of OKF unless that interest has been fully disclosed in writing to the Board.

3.2 Under OKF's Bylaws, all directors will also belong to a Member Karate Club and it could occur that a Provincial director also holds a position on Karate Canada's board. This arrangement is not regarded as a conflict for the purpose of this policy except where the Board is discussing a matter in relation to a particular Member Karate Club or Karate Canada, such as might arise in the awarding of a tournament hosting or a disciplinary matter.

3.2.1 When a director perceives that he or she has an actual conflict or a potential conflict of interest the director must:

- i) disclose the conflict or potential conflict;
- ii) leave the Board meeting while the matter creating the conflict is being dealt with;
- iii) take no part in any discussion (inside or outside the meeting) or voting with respect to the matter creating the conflict; and
- iv) not attempt, or appear to attempt, to influence the Board in its dealing with the matter.

3.2.2 If an undisclosed conflict of interest arises involving a Director, the President will investigate and either:

- i) determine that an actual conflict or potential conflict exists and report his or her findings to the Board; or
- ii) refer the question to the Board for determination.

3.2.3 A determination of the Board of Directors that a conflict of interest exists or may exist shall be final and binding on OKF and each Director. In the event that a conflict of interest arises involving the President the question will be determined by the Board.

4. Procedure Following Disclosure

4.1 Once a Board member, Committee member, staff person, representative or decision maker of OKF has provided disclosure of a conflict of interest with respect to a particular matter to be considered or decision to be made, the following principles shall apply:

- a) The individual in the conflict of interest may not participate in discussion of this matter as an advocate on his or her own behalf, either formally at the meeting or informally through private contact, communication or discussion, unless such participation is approved by a majority vote of the directors or Committee Members.
- b) The individual in a conflict of interest shall not participate in any vote on the matter.
- c) Documentation relating to conflict of interest situations shall be recorded in the Minutes of the Board of Directors and all relevant committees of OKF.

5. Sanctions for Failing to Adhere to this Policy

5.1 The Executive Director will review the situation, if required will convene a hearing with the individual who is alleged to have failed to adhere to this policy, and will make a recommendation to the Board of Directors as to its findings and any appropriate sanction. The final decision regarding a breach of this policy rests with the Board of Directors.

5.2 In investigating the matter, convening a hearing, recommending sanctions, and deciding the outcome of any breach of this policy, both the Executive Director and the Board of Directors will respect the principles of procedural fairness.

6. Review

6.1 This Policy will be reviewed on an annual basis and may be amended, deleted or replaced by a resolution of the Board.