

## Conflict of Interest Policy

moonlight • institute is committed to a high standard of ethical behaviour and transparency. We recognize that the integrity of the work we do is directly impacted by the ethical standards and practices of the Corporation. This policy defines what is considered to be a conflict of interest, the standard to which we hold ourselves in declaring conflict, and the process by which conflicts are expected to be resolved.

We may update this policy from time-to-time by posting a new version on our website, subject to approval of the Board of Directors.

### Definitions

**conflict of interest** when a member of moonlight • institute is able to influence a decision or policy, whether by official vote or moral and/or intellectual persuasion, and is liable to gain personal advantage from the outcome of the decision in which they are involved; and/or advantage for an organization with which the individual is directly involved.

**member** is any individual who holds an *Individual Membership* in moonlight • institute and/or is a director, employee, contractor, consultant, or volunteer in the Corporation

### Responsibility

All members of moonlight • institute have a responsibility to avoid conflicts of interest and appearances of conflict of interest, and to reveal conflicts or appearances of conflict of interest to their peers, supervisor and/or the Board of Directors when they arise.

### Declarations of Conflict

When a member of moonlight • institute perceives they have a conflict or potential conflict of interest on a particular motion or matter that person must:

- disclose the conflict or potential conflict;
- leave the meeting while the matter creating the conflict is being dealt with;
- take no part in any discussion or voting with respect to the matter creating the conflict;
- and not attempt to influence others within moonlight • institute on the matter.

### Inherent conflicts of interest

A conflict of interest may also arise when a member of moonlight • institute has responsibilities, interests or obligations that may differ fundamentally from those of moonlight • institute.

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If these responsibilities, interests or obligations differ fundamentally from moonlight • institute's interests, and it is apparent to the Board of Directors that the individual cannot act on these responsibilities, interests or obligations without acting against the interests of moonlight • institute, there is an inherent conflict of interest and should resign as a member of moonlight • institute.

The Board of Directors may at its discretion initiate the removal of an individual with inherent conflict of interest in accordance with the Bylaws or terminate their employment in accordance with their employment agreement.

If an elected official wishes to apply for employment in a role that is likely to present a conflict of interest, they must immediately withdraw from active participation on the Board of Directors. If the elected official is the successful candidate, they must resign or take a leave of absence from elected office for the duration of the employment before accepting the position.

## Misrepresentation

Members of moonlight • institute will not speak publicly on matters of public policy in such a way that the comments could be perceived to be an official representation of moonlight • institute unless the comments reflect official moonlight • institute policy, or unless authorized to do so by the moonlight • institute Executive or the Executive Director.

## Non-compliance

If a member of moonlight • institute is in a continued conflict of interest or violates this policy the Board of Directors may initiate their removal from office and/or membership in accordance with the Constitution and Bylaws.

## Common Sense Provision

The application of any part of this policy shall rely on the common sense of the group as a whole. Conflict of interest circumstances vary, and the judgement and flexibility of the Board of Directors, committee or working group dealing with conflicts of interest must be preserved.

## Complaints Process

If any member of moonlight • institute believes a conflict of interest has not been disclosed, that member may bring that to the attention of the governance committee.

Upon review of the evidence, if the governance committee finds the defending member to have been in conflict, that member may be asked to repay any financial benefit they received as a result of their conflict, and could be asked to resign their elected position or employment.

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Upon the governance committee communicating their decision to the defending member, that member has 7 days to request an appeal of the decision. The Board of Directors will serve as the appeals body and must convene an appeals hearing within 30 days.

Should the Board of Directors uphold the governance committee's decision, the member shall have 30 days to comply with the order.

## *Version History*

*2021-03-21 Version 1.0, initial policy*