



Conflict of Interest Policy

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1. GOAL

This CC Policy describes how CC Representatives must conduct themselves in matters relating to conflict of interest and clarifies how CC Representatives shall make decisions in situations where conflict of interest may exist.

2. PRINCIPLES

Individuals who act on behalf of a not-for-profit organization have a duty to put the interests of the organization ahead of their personal interests in the performance of their role in the organization. For example, in not-for-profit organizations, board members are required, by law, to act as trustee (or in good faith, or in trust) of the organization.

3. FIELD OF APPLICATION

This CC Policy shall apply to all CC Representatives.

4. DEFINITIONS

Conflict of Interest: any situation in which a CC Representative's decision-making, which should always be in the best interests of CC, is influenced or could be influenced by personal, family, financial, business or other private interests.

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.

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.

Perceived Conflict of Interest: a perception by an informed person that a conflict of interest exists or may exist.

CC Representatives: individuals employed by, or engaged in activities on behalf of, CC including but not limited to: coaches, staff members, contract personnel, volunteers, managers, administrators, committee members and Directors and Officers of CC.

5. POLICY STATEMENT

CC strives to reduce and eliminate nearly all instances of conflict of interest at CC – by being aware, prudent, and forthcoming about potential conflicts.

6. PROVISIONS

Any real or perceived conflict of interest, whether a non-pecuniary interest or a pecuniary interest, between a CC Representative's interest and the interests of CC, shall always be resolved in favour of CC.

CC Representatives shall not:

Engage in any business or transaction or have a financial or other personal interest which is incompatible with their official duties with CC, unless such business, transaction or other interest is properly disclosed to CC and approved by CC;

Knowingly place themselves in a position where they are under obligation to any person who might benefit from special consideration or favour on their part, or who might seek, in any way, preferential treatment;

In the performance of their official duties give preferential treatment to family members, friends, colleagues, or to any organization in which they or their family members, friends or colleagues has an interest, financial or otherwise;

Derive personal benefit from information which they have acquired during the course of their official duties with CC, if such information is confidential or which is not generally available to the public;

Engage in any outside work, activity or business undertaking i) that conflicts or appears to conflict with their official duties as a CC Representative ii) in which they have an advantage or appear to have an advantage derived from their association with CC;

Without the permission of CC, use CC property, equipment, supplies or services for activities not associated with the performance of their official duties with CC;

Place themselves in a position where they could, by virtue of being a CC Representative, influence decisions or contracts from which they could derive any direct or indirect benefit; or

Accept any gift or favour that could be construed as being given in anticipation of, or recognition for, any special consideration granted by virtue of being a CC Representative.

7. Procedure for Disclosure of Conflict of Interest

On an annual basis, all CC Directors and candidates for election to the Board, CC employees and committee members will complete a Declaration Form (Appendix A) disclosure any real or perceived conflicts they might have.

Immediately upon becoming aware that a conflict of interest may exist, all Representatives shall disclose real or perceived conflicts of interest as follows:

Directors, Officers, Committee Members, candidates for election to the Board of Directors and the CEO must disclose real and perceived conflicts of interest to the Board of Directors;

Employees must disclose real and perceived conflicts of interest to the CEO, or in their absence to the Board of Directors; and

Coaches, volunteers, managers and other Representatives must disclose real and perceived conflicts of interest to their immediate supervisor (e.g., team manager, staff, other volunteer etc., as applicable).

Representatives shall also disclose any and all affiliations with any other cycling organizations. These affiliations include any of the following roles: athlete, coach, manager, employee, volunteer or director.

8. Minimizing Conflicts of Interest in Decision-Making

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

The nature and extent of the Representative's interest has been fully disclosed to the body that is considering or making the decisions, and the disclosure is recorded or noted;

The CC Representative in conflict of interest does not participate in discussion on the matter;

The CC Representative in a conflict of interest shall not participate in any vote on the matter;

For CC Board decisions, the CC Representative in a conflict of interest does not count towards quorum; and

The decision is confirmed to be in the best interests of CC.

For potential conflicts of interest involving employees of CC, the CC CEO will determine whether there is a conflict and, if one exists, the CC employee will resolve the conflict by ceasing activity giving rise to the conflict. CC will not restrict CC employees from accepting other employment contracts or volunteer appointments provided these activities do not give rise to a conflict and do not diminish the employee's ability to perform the work described in the employee's CC employment agreement. The Board of Directors will manage and assess any potential conflicts of interest in the case of the CEO.

9. Conflict of Interest Complaints

Any person who believes that a Representative may be in a conflict of interest situation should report the matter, in writing (or verbally at a meeting of the CC Board), to the CC CEO (or if the conflict is with the CEO, to the CC Board Chair) who will determine the appropriate measures to eliminate the conflict. The CEO or Board of Directors, as applicable, may apply the following actions singly or in combination for real or perceived conflicts of interest:

Removal or temporary suspension of certain responsibilities or decision-making authority;

Removal or temporary suspension from a designated position;

Removal or temporary suspension from certain CC teams, events and/or activities;

Expulsion from CC; and/or

Other actions as may be considered appropriate for the real or perceived conflict of interest.

Any person who believes that a Representative has participated in a decision that involved a real or perceived conflict of interest may submit a complaint, in writing, to CC under CC's Complaints and Discipline Policy.

Failure to comply with an action as determined by the CEO or Board of Directors, as applicable, will result in automatic suspension from CC until compliance occurs.

The CEO or Board of Directors, as applicable, 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 CEO or Board of Directors, as applicable.

10. REVIEW AND APPROVAL

Original Policy Leads: Kevin Baldwin, Bill Kinash and Greg Mathieu.

Current Policy Leads: Lara Check, Mathieu Boucher and Denise Ramsden

Annex 'A'

Conflict of Interest Disclosure Statement

I have read CC's Conflict of Interest Policy, I agree to be bound by the obligations contained therein, and I commit to avoiding any real or perceived conflict of interest. I also commit to disclosing the existence of a 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:

Declarer

Signature

Name (print)

Date