



# Governance & Nomination Policies

November 22, 2024

## Conflicts of Interest

### Introduction

Officials of Halifax City Soccer Club are required to act in the best interests of Halifax City Soccer Club and in accordance with Halifax City Soccer Club's aims and objectives. For that reason, committee members, employees, coaches and others acting on behalf of Halifax City Soccer Club must be free from conflicts of interest that could adversely influence their judgment, objectivity or loyalty to the club in conducting Halifax City Soccer Club activities.

### Policy

"Committee members, coaches, employees, volunteers and others acting on behalf of Halifax City Soccer Club must declare from any conflicts of interest that could adversely influence their judgment, objectivity or loyalty to the club."

### Definition

This Policy applies whenever a committee member of Halifax City Soccer Club, an employee or other official recognizes, or should reasonably recognize, that he/she has a Conflict of Interest.

A **Conflict of Interest** is a situation in which a person has an Interest (defined below) that may compromise that person's obligations to Halifax City Soccer Club or to any other person or body with which Halifax City Soccer Club has a relationship. A Conflict of Interest includes perceived and potential conflicts as well as actual conflicts of interest. A perceived conflict of interest is one that a reasonable person would consider likely to compromise objectivity. A potential conflict of interest is a situation that could develop into an actual or perceived conflict of interest.

An **Interest** is a financial or non-financial interest involving the person, or a Connected Person (defined below). A financial interest refers to anything of non-trivial monetary value including but not limited to salary, commission, consultancy fees, contractual interest, discounts, property and royalties. A non-financial interest refers to any non-financial benefit or advantage including but not limited to access to privileged information or services, property or intellectual



property rights and enhancement of a career, education or professional reputation, selection of an athlete/team or similar.

A **Connected Person** is anyone with whom the individual in question has a relationship that is likely to appear to be a reasonable person to influence the individual's objectivity including but not limited to close family, their partner and close personal friends.

**If an individual has a Conflict of Interest, they are expected to disclose it under the procedure set out below.**

### **The declaration of interests**

All members of the Halifax City Board of Directors must

All club committee members, employees, coaches and other officials must declare their interests in connection with their role in Halifax City Soccer Club. A declaration of interests form is provided by Halifax City Soccer Club for this purpose.

It is the responsibility of the President to ensure that individuals are provided with a declaration of interests form and that the completed form is received, reviewed and retained by the Club.

The declaration of interests needs to be revised or updated at least annually and also immediately if any changes occur.

If anyone is not sure what to declare, or whether/when your declaration needs to be updated, please err on the side of caution. If anyone would like to discuss their concerns, please contact the Halifax City Soccer Club President for confidential guidance.

Interests will be recorded on the Halifax City Soccer Club's register of interests, which will be maintained by the Secretary. The register will usually be accessible by the President, Committee Chair and authorized employees only.

Where it is subsequently discovered that one or more persons involved in a decision had not declared their conflict of interest to the meeting or equivalent, the President & Committee Chair will decide whether the matter needs to be reconsidered and may so direct.

On receipt of the completed forms, the Director of Operations will update the register with the information declared by each individual.

### **Prohibition of Conflicting Board Memberships**

To uphold the integrity and impartiality of the Halifax City Soccer Club (HCSC), members of the Board of Directors are prohibited from simultaneously serving on the boards of other organizations that present a conflict of interest. This includes, but is not limited to, organizations that:

1. **Compete with HCSC:** Any organization that offers similar soccer programs, leagues, or services within overlapping markets or demographics.
2. **Partner with HCSC:** Any organization engaged in partnerships, sponsorships, or collaborative ventures with HCSC where dual membership could create a conflict in decision-making or compromise the club's interests.
3. **Oppose HCSC's Goals or Mission:** Any organization whose activities, policies, or objectives conflict with HCSC's mission, vision, or strategic goals.

#### **Rationale:**

This policy ensures that Board members maintain their fiduciary responsibility to HCSC by avoiding situations where divided loyalties might arise. By limiting their participation to organizations that align with the club's best interests, the Board protects its ability to govern impartially and effectively.

#### **Enforcement:**

Board members must disclose all other board memberships upon appointment and immediately report any changes during their tenure. The HCSC Board will evaluate potential conflicts and may require the member to resign from one of the conflicting positions. Failure to comply may result in removal from the HCSC Board as outlined in the club's bylaws.

This policy is reviewed annually to ensure alignment with the evolving interests of HCSC and its stakeholders

#### **Board Member Transition: 6-Month Cooling-Off Period**

To avoid potential conflicts of interest and ensure impartiality, Halifax City Board Members are required to observe a mandatory six-month cooling-off period before joining any board, organization, or entity whose interests directly conflict with or have been substantially influenced by the policies, decisions, or operations of the Halifax City Board during their tenure.

#### **Data Protection**

The information provided will be processed only to ensure that the best interests of Halifax City Soccer Club are maintained. The information provided will not be used for any other purpose.

#### **Managing Conflict**

The President and the Committee Chair shall be responsible for reviewing the declaration of interest forms and registering and advising on any action required to manage any particular conflict. If a conflict can be managed the process must be clear and reported in the register.

Conflict of Interest can arise in various ways; the most likely is in a meeting situation or an athlete selection process, therefore Halifax City Soccer Club has set up the following process to be followed:

### **a) at every meeting**

The Committee Chair of the meeting is required to ask those attending to declare any interest(s) linked to any item on the agenda. All notifications (including “none”) must be reported in the minutes of the meeting along with the actions taken by the Chair to manage the conflict.

### **b) at a selection meeting/coaching session**

If a conflict decision is challenged all information must be referred to the Director of Soccer Development who will be responsible for reviewing the decision and providing written recommendations for any action.

### **What to do if you face a conflict of interest?**

You should declare your interest at the earliest opportunity.

Below are examples of how an individual may manage conflict themselves or how a Committee Chair might manage a particular meeting situation:

- not taking part in discussions of certain matters
  - o either staying in the room or
  - o vacating the room until the particular item is finished;
- not taking part in decisions relating to certain matters
  - o either staying in the room when the decision is made or
  - o vacating the room until the decision is made having stayed for the discussion;
- if the conflict relates to the Chair of the meeting, he/she must vacate the chair and the room until the particular item is finished;
- stepping aside from any involvement in a particular task or selection decision;
- declaring an interest linked to a particular sponsor or third party

## **Declaration of Interest Form**

### **Declaration of Interest**

Name:

I hereby declare an interest as set out below and undertake to abide by Halifax City Soccer Club policy on such matters and to comply with any decisions of the Chair with regard to the management of my conflict(s).

Signed:

Dated:

**Nature of Interest(s)**

<b>Interest:</b>	Financial Non-Financial
Self: Name	<i>Please write NONE if nothing applies Please write NONE if nothing applies</i>
Connected Person: Name(s)	<i>Please write NONE if nothing applies Please write NONE if nothing applies</i>

**Notes**

A **Conflict of Interest** is a situation in which a person has an Interest (defined below) that may compromise that person’s obligations to Halifax City Soccer Club or to any other person or body with which Halifax City Soccer Club has a relationship. A Conflict of Interest includes perceived and potential conflicts as well as actual conflicts of interest. A perceived conflict of interest is one that a reasonable person would consider likely to compromise objectivity. A potential conflict of interest is a situation that could develop into an actual or perceived conflict of interest.

An **Interest** is a financial or non-financial interest involving the person, or a Connected Person (defined below). A financial interest refers to anything of non-trivial monetary value including but not limited to salary, commission, consultancy fees, contractual interest, discounts, property and royalties. A non-financial interest refers to any non-financial benefit or advantage including but

not limited to access to privileged information or services, property or intellectual property rights and enhancement of a career, education or professional reputation.

A **Connected Person** is anyone with whom the individual in question has a relationship that is likely to appear to a reasonable person to influence the individual’s objectivity including but not limited to close family, their partner and close personal friends.

# Risk Management

## Introduction

Halifax City Soccer Club will endeavour to minimize the risk any particular operation poses to our organization, our staff, our volunteers, our clients, or the general public.

## Policy

Halifax City Soccer Club has a duty to provide a safe workplace for its staff and volunteers, a safe environment for its clients, and a reliable development path for the organization. Halifax City Soccer Club will put procedures in place that will as far as possible ensure that risks are minimized and their consequences averted.

## Purpose

The purpose of this document is to identify applicable risks and to enable risk management procedures to be satisfactorily identified, organized and maintained.

## Definitions

**“Risk”** is the probability that an occasion will arise that presents a danger to our organization, our staff, our volunteers, our clients, or the general public. It includes, but is not limited to,

- Physical hazards
- Financial hazards
- Reputational hazards
- Legal hazards

It is the responsibility of the Board, with the assistance of the Director of Operations and/or Director of Soccer Development and the Risk Management Officer, to carry out risk management analyses of the organization, and to take appropriate measures.

It is the responsibility of the President to ensure that:

- a Risk Management Officer for the organization is nominated;
- effective risk management procedures are in place, applicable to all relevant areas;
- risk management procedures are reviewed regularly;
- recommendations arising out of the risk management process are evaluated and, if necessary, implemented; and
- employees and volunteers are aware of all applicable risks and familiar with the organization’s risk management procedures.

***It is the responsibility of the Risk Management Officer to ensure that:***

- Risk management analyses are carried out for all relevant sectors of the organization;***
- Risk management checklists are prepared for each relevant section;***
- Risk management checklists are reviewed regularly by relevant staff with the assistance of the Risk Management Officer to ensure that no risks have been overlooked or have ceased to be relevant;***
- Each risk management checklist is reviewed by every section to which it is applicable at least once a year to ensure that procedures are in place to avert the risk or, if that is not possible, to mitigate its impact; and***
- Copies of up-to-date risk management checklists are kept in a central Risk Management Register.***

It is the responsibility of all employees and volunteers to ensure that:

- they are familiar with the organization's risk management procedures applicable to their section;

## Policy & Procedures Policy

### Introduction

Halifax City Soccer Club needs a clear process for creating, passing, and implementing policy. Policy documents should be based on a uniform template, and policy documents should be gathered together as a policy manual.

### Policy

Fundamental decisions as to the aims, goals and mission of the organization must be approved by the membership at a general meeting.

Policies, which are designed to serve the organization's mission by ensuring that day-to-day decisions are informed by deliberation and consultation, must be approved by the Board. The Board may delegate to the Director of Operations responsibility for designing procedures to put those policies into effect.

### Purpose

The purpose of this policy is to:

- Lay down a template for all policies and procedures;
- outline a standard procedure for policies and procedures to be taken from their first drafts through to implementation; and to
- illustrate a typical usage of the template.

### **Procedures**

The Board, a sub-committee, or a general meeting will identify the need for a policy document, or for the revision of an existing policy document, and the Board or Committee will then identify an **author or authors.**

The author/s will consult with interested members, relevant staff, and persons knowledgeable in the area. Consultation may take the form of casual conversations, formal meetings, policy development workshops, email forums, etc.

The draft policy should be circulated to interested parties, relevant stakeholders and committees for comment.

The author/s will consider any feedback received and will create a draft for presentation to the respective committee prior to approving a final draft for approval to the board. This should be accompanied by notes on any feedback that was unable to be incorporated, to allow consideration of other issues raised but not included.

The Board will accept the policy, defer it, reject it, return it to the authors for amendment, or assign revision to other authors.

## **Committees Policy**

### **Introduction**

The Board of Halifax City Soccer Club recognizes that there are times when a sub-committee can act more effectively than can the full Board.

The Board of Halifax City Soccer Club may put in place standing subcommittees and ad hoc committees to engage in business that can be more efficiently transacted by such means.

### **Policy**

The Board has the authority to establish standing subcommittees and ad hoc committees to assist it in its work.

The number of committees will be kept to a minimum.

The Board shall clearly define the terms of reference of each committee, including their membership, roles, procedures and functions, and the boundaries of their authority.



Committees may from time to time co-opt non-Board members to serve on a committee in order to bring additional skills, experience or networks, provided that it is not inconsistent with any directions given to the committee by the Board.

Unless explicitly empowered by the full Board, committees cannot make binding Board decisions. For the most part, the function of committees is to solve problems for and/or make recommendations to the Board on which the latter, and only the latter, has the power to make decisions or policy. Even where power is delegated, the Board still bears responsibility.

Unless the Board determines otherwise, the Director of Operations shall sit ex-officio on all Board committees, but may delegate their attendance to any other person.

Committees should always have regard to the achievement of the purpose of Halifax City Soccer Club in accordance with the vision and strategy determined by the Board when exercising its functions.

### **Purpose**

To give direction on the policy and procedures relating to the formation of Board standing subcommittees and ad hoc committees.

### **Responsibilities**

The Board is responsible for appointing, disbanding, and setting the terms of reference for committees.

The Secretary is responsible for keeping records of terms of reference of Board committees and for ensuring that committee minutes and papers are submitted to the Board for consideration.

### **Procedures**

Committees, whether ad hoc or standing sub-committees, cannot exercise authority over staff, nor shall they delegate tasks to any staff unless the board has specifically agreed to such delegations.

All committees of the Board shall submit their minutes to the Board.

All committees of the Board shall review their terms of reference annually, including their membership and the results of their work and so report to the Board.

All ad hoc committees shall be dissolved by Board resolution once they have completed their work and, if requested, have provided a written report to the Board.