



Board Annual Declaration for Directors

Part B - to be signed annually by each Director

I have read and considered the Code of Board Conduct and the Code of Ethical Conduct and agree to conduct myself in accordance with them.

Other than what has been disclosed below, I do not have any relationships or interests that could compromise, or be perceived to compromise, my ability to exercise judgment with a view to the best interests of the Association.

I agree to promptly provide an updated Declaration annually or as may be required by changed circumstances.

CONFLICT OF INTEREST: as detailed in the *BC Societies Act*

A conflict of interest could arise if a Director has a direct or indirect material interest in:

- (a) an actual or proposed contract or transaction; or
- (b) a matter under consideration that could result in a duty or interest that materially conflicts with the person's duty or interest as a Director.

The Director:

- (a) must disclose fully and promptly to the other Directors the nature and extent of the interest;
- (b) abstain from voting on the contract, transaction or matter under consideration;
- (c) leave the Directors' meeting, if any, when the issue is discussed
- (d) may be present to provide information; and
- (e) must not act in any way to influence the discussion or vote.

The conflict of interest must be recorded in:

- (a) the minutes of the Board meeting where the conflict of interest was disclosed; or
- (b) the consent resolution of Directors with respect to the conflict of interest.

A Director found to be in conflict of interest must pay an amount equal to any profit unless after disclosure, the contract or transaction is approved by:

- (i) a Board resolution, or
- (ii) a special resolution by the members.

A direct or indirect conflict with my duty as a Director of the Association may arise because of the following:

1. _____
2. _____
3. _____

DATE: _____

PRINT NAME: _____

SIGNATURE: _____