



Board Member Orientation Manual

*Approved October 7, 2002
Most Recent Minor updates and under review
September, 2014*

Welcome

The purpose of this guide is to give new and prospective Board Members an overview of Community Futures Northwest Alberta and its staff as well as inform you of the roles and responsibilities as a volunteer board member.

Please Note: In the fiscal year 2007-2008, we underwent a name change to comply with our contract with the Government of Canada through Western Economic Diversification. Community Futures Northwest Alberta (CFNWA) was formed as a society in 1987 and the name is still used by some longer term residents. The new approved working and legal name is Community Futures Northwest Alberta. Since 2008, all 94, independent Community Futures Not for Profit organizations begin their name with Community Futures.

Table of Contents

| | |
|---|----|
| Welcome | 2 |
| Table of Contents | 2 |
| Our Region | 3 |
| Our Mission | 3 |
| Our Organization | 4 |
| CFNWA Board Members By Area of Representation | 6 |
| Community Futures Northwest Alberta | 6 |
| The Board of Directors | 7 |
| Subcommittees of The Board of Directors | 9 |
| Oath of Confidentiality | 9 |
| Board Member Expenses | 9 |
| The Staff of CFNWA | 11 |
| Lending Process Overview | 14 |
| Additional Information | 15 |
| List of Acronyms | 15 |
| Board of Directors | |
| Executive Committee | |
| Lending Committee | |
| Appendix 1 – Oath of Confidentiality | 18 |
| Conflict of Interest Policy | 20 |

Introduction

Community Futures Northwest Alberta is one of 27 Community Futures Development Corporations in the province of Alberta, 94 in western Canada (Pan West CF's) <http://www.communityfuturespanwest.ca/> and 269 across Canada (Pan Canadian Community Futures) <http://www.communityfutures.ca/index.html> It is a federally sponsored, but community directed corporation. Community Futures Northwest Alberta is directed by you, one of the volunteers on the Board of Directors that has been recruited for your expertise in various industrial and community sectors and for geographic representation.

Our Region

The Mackenzie Region covers more than 87,000 square kilometers – larger than the landmasses of New Brunswick and Prince Edward Island combined, and 12% of Alberta's land mass- yet it is sparsely populated. Approximately 20 small communities are home to over 22,000 people. Main services are provided by the communities of Rainbow Lake, High Level, Fort Vermilion and La Crete. Ten Aboriginal communities and Alberta's largest Métis Settlement are located within our region's borders.

Our Mission

**Community Futures Northwest Alberta
Assists and encourages this region's people to enhance their
Economic and Community Development efforts.**

*Please contact General Manager Mike Osborn at (780) 926-4233
to receive a copy of the current Business Plan*

Our Organization

The work of Community Futures Northwest Alberta can be divided into two streams: Community Development and Business Development.

Community Development

The community development role of our organization within the region is to facilitate or enable communities to help themselves. The corporation assists with this bottom-up approach by acting as a resource at every step of the way. We can help with establishing community and regional goals, plans and programs, and implementing courses of action to pursue them, ensuring that planning is followed by action. CFNWA may become involved with any project or program that has the opportunity of improving the lifestyle of the region's residents.

Typical areas of service include:

- Making connections
- Assisting with research, proposal preparation or other required processes
- Providing information on and assisting in the exploration of economic development opportunities and issues
- Maintaining current information regarding our region, its communities, its economic base, and its small business community
- Partnering with others in the region to address community and regional development
- Referrals to appropriate service organizations
- Supplying secretariat resources to worthwhile community endeavors.

Business Development

The business development role of the corporation is to provide individuals and businesses with the following services:

- Technical Assistance – assisting with business planning and research
- Financial Assistance – providing non-traditional financing to viable business ventures
- Training – delivering or facilitating access to training in various business capacities.

These business advisory services assist the potential and existing entrepreneur to establish or improve a business. Clients are assisted in every way from development of a business plan to preparing cash-flow projections to exploring options for financing or training. Our extensive business resource library also provides a wide range of information that is available to clients and the general public.

Community Futures Northwest Alberta

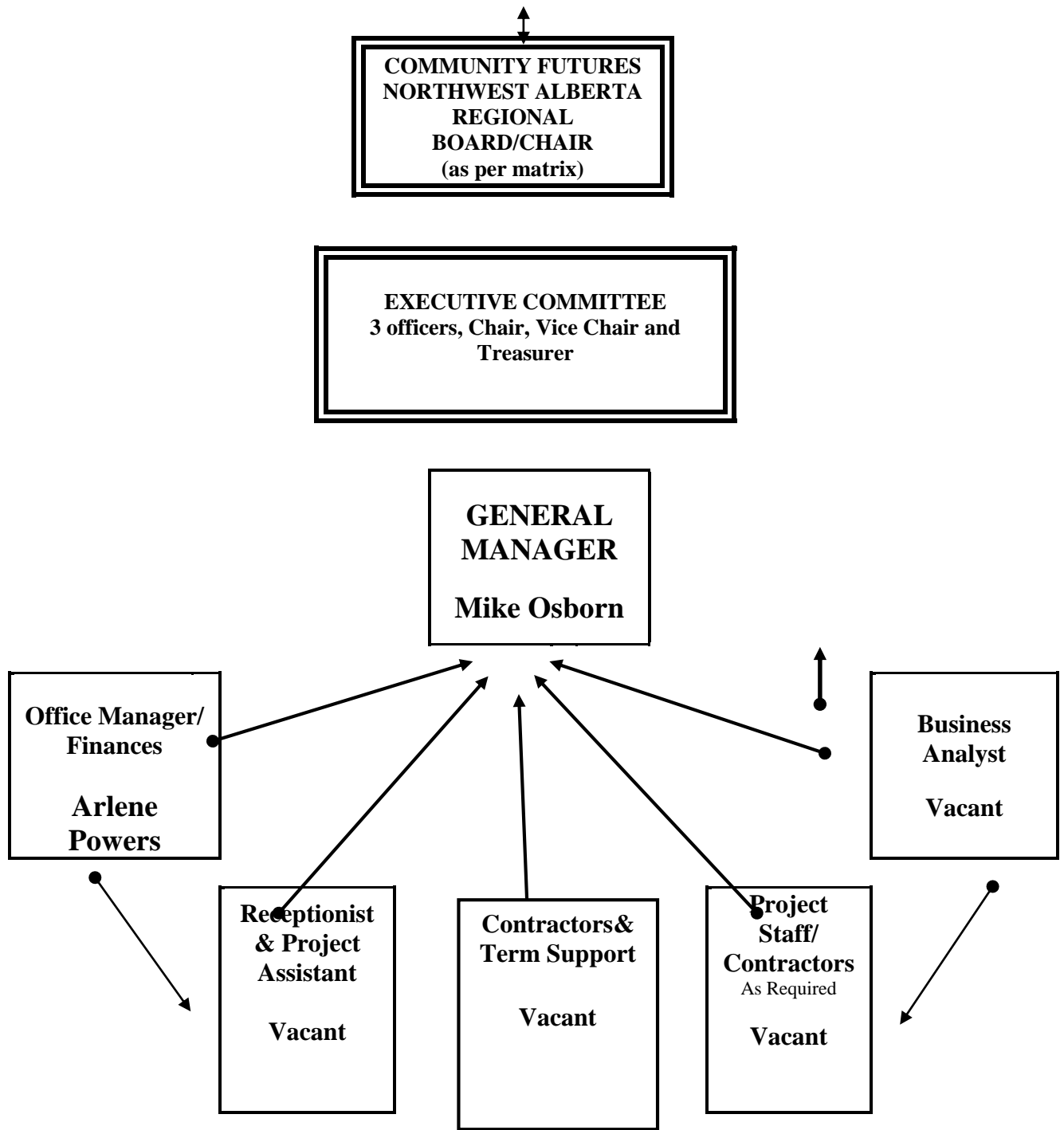
Policy:

Guidelines Governing Recruitment and Orientation of Board of Directors Members

Approved May 2003

Updated Sept 2014

1. Board member orientation manual to become a part of new Board of Directors operations/orientation manual.
2. Establish a board membership committee as required or the executive to:
 - work with CFNWA General Manager in the acquisition of board members
 - to ensure a min. of 7 sitting members on board that represent the economic and geographical interests of the CFNWA region
 - these interests being defined as-elected municipal boards, community and regional businesses and development groups, all industry, service, resource and agricultural businesses
3. That potential new board members selected by the membership committee meet with the Board to discuss the CFNWA goals, objectives and to review what the role and responsibility of a board member is and why the board feels the candidate would be an asset to the CFNWA board. Candidate would then be invited to a board meeting, with an introduction and short background given to the board at this time. Board to then give approval or disapproval of appointment of proposed new member. Board Chair or CFNWA (General Manager) to follow up after this with the aforesaid to obtain their commitment to a position on the board of CFNWA.
4. Terms of Office
Board members may hold office for a period of three years from the first CFNWA AGM following their appointment to the board. In continuance - any member - through the membership committee, may request (or) be asked to serve another standard term, with a limitation of three consecutive terms that may be served, understanding the necessity of Board approval.
5. Attendance:
Board members although serving in a voluntary capacity are required to attend 50% of general board meetings to retain their position in good standing, excepting of course, if absence has been approved by board Chair.



-
- → Denotes a direct reporting relationship
 - ← → Committees empowered for specific functions, overall direction from Board
 - Direct working relationship between meetings for operational functions (as needed)

Revised as at September 2014

CFNWA Board Members By Area of Representation

| <i>Community Futures Northwest Alberta</i> | | | | | | | | |
|---|-----------|----------------------|-------------|----------------------|---------------|------------|-----------------------|--------------------|
| Board Members | | | | | | | | |
| | OIL & GAS | FORESTRY/ LOGGING | AGRICULTURE | EDUCATION/ HEALTH | SERVICE | COMMERCIAL | COUNCIL APPOINTEES | GENERAL (OTHER) |
| High Level | | | | Clark McAskile | Gary Callihoo | | Ellis Forest | |
| Fort Vermillion | | | | | | Ray Toews | | |
| La Crete | | | | | | Jim Wiebe | | |
| Rainbow Lake | | | | | | | | |
| M.D. Of Mackenzie #23 | | | Jake Elias | | | | Walter Sarapuk | |
| Paddle Prairie Metis Settlement | | | | | | | | |
| North Peace Tribal Council | | | | | | | | |
| Beaver First Nation | | | | | | | | |
| Tall Cree First Nation | | | | | | | | |
| Dene Tha' First Nation | | | | | | | | |
| Little Red River Cree Nation | | | | | | | | |

The Board of Directors

The Board of Directors has the principal responsibility for fulfilling the organization's mission and legal accountability for its operations. As a group the board is responsible for establishing a clear organizational mission, formulating a strategic plan to accomplish the mission, and overseeing and evaluating the plan's success.

People

For the board of directors to function well, its members must be committed, skilled, and work well together.

Board effectiveness depends on the human side. The following traits contribute to a positive and productive experience for all the Board Members.

1. ***Commitment***: personal understanding and support for the organization's mission statement
2. ***Competence***: skills and knowledge appropriate to the demands of the job
3. ***Acceptance***: determining the role that you play within the organizations team
4. ***Diversity***: reflection of the community being served
5. ***Creativity and flexibility***: Ability to plan for and deal with change
6. ***Collective decision-making***: Ability to share decisions, allowing for differences in opinion yet remaining cohesive

What are the roles of CFNWA board members?

The roles of Board members can be defined as follows:

1. Governing

- Provide accountability to the public
- Assess direction performances.
- Review and authorize plans and commitments.
- Ensure compliance with legal and contract requirements.
- Evaluate the organization's work.

2. Planning

- Determine the organization's mission, values, and vision.
- Conduct appropriate strategic planning based on assessment of the operating environment.
- Approve major policies.
- Review and approve annual operating plan for programs and services to meet objectives.
- Manage through the General Manager.

What are the responsibilities of CFNWA board members?

The responsibilities of Board members fall under the following categories:

1. *Financial Stability*

- Review and approve financial goals.
- Review and approve annual budgets.
- Monitor the organization's financial status.
- Appoint independent auditors.
- Ensure that reports on financial positions accurately reflect the organizations financial situation.

2. *Personnel*

- Hire General Manager
- Provide ongoing support and guidance to the GM
- Evaluate and approve compensation to the GM.
- Recruit/recommend board members, ensuring appropriate composition of diversity and skills.
- Support the General Manager in all functions.

3. *Monitoring*

- Ensure policies and procedures are in place to ensure compliance with labour laws and other relevant laws impacting the organization.
- Monitor how programs and services are meeting objectives.
- Ensure that appropriate insurance is in place.
- Review board performance – take steps to enhance.
- Serve as a court of appeal (if appropriate).

4. *Promotion of the organization*

- Enhance the organization's public image.
- Encourage understanding within the community.
- Look for opportunities and needs.

After becoming a member of the board of directors it is important to be aware that you now have a duty of loyalty to the organization, its staff and other board members.

What is the relationship between board members and staff members?

There are two simple rules of thumb for board/staff relations:

1. All communications between Board and staff should be channeled through the General Manager.
2. Boards do not manage staff, General Managers do.

(Community Futures Development Associations of Western Canada, Board Development Manual.)

“Except for the purpose of social interaction or official inquiry, the Board of Directors of the Community Futures Northwest Alberta and its members shall deal with and control the Corporations functions solely through the General Manager of the CFNWA, and neither the Board nor any members shall give orders to any subordinates of the General Manager.”

(Community Futures Northwest Alberta, Policy Manual, approved May 1999).

Subcommittees Of The Board Of Directors

A. Executive Committee

The executive committee is comprised of seven members; three Officers and four directors-to-the-executive to deal with personnel (the General Manager) and personnel policy issues, any budgeting issues, as well as any emergency issues that need immediate attention between meeting dates. Executive Committee members are appointed by the general board at each year's Annual General Meeting. This committee meets as necessary. Quorum is 4, with at least 2 being officers. All Board members will be invited to any executive committee meeting.

B. Lending Committee

The lending committee is comprised of the **full Board of Directors** and up to three members are welcomed from the public-at-large. The Board is empowered to make all decisions regarding loan. A regular report is made to the whole board regarding aggregate numbers on loans approved, dollars disbursed, and committee activities in general. No confidential information is revealed beyond the Board and Committee members.

C. Standing and Ad Hoc Committees

From time to time the Chair, or the Board of Directors may establish a Standing Committee or an Ad Hoc Committee to deal with specific issues or tasks. These committees shall include as much member involvement as may be necessary.

Oath of Confidentiality

It is CFNWA's Operating and Personnel Policy that all staff and Volunteer Board Members sign an Oath of Confidentiality for the benefit of the Corporation's Community and Business Development Customers and Clients. This Oath is a condition of employment for Staff and a condition of involvement for Board Members and Volunteers. Please refer to Appendix 1.

Board Member Expenses

A. Personal Expenses

For each full 24-hour period spent on travel status for corporation business, an employee or board member may claim an allowance for personal expenses of:

\$17.50 per day

B. Mileage

Board Members may claim mileage associated with travel to and from meetings or on approved business of the Corporation by process of a claim form as shown in Appendix 2. Current Mileage rates are .505 cents per kilometer.

C. Distance Guide

The following table shows approved travel distances in kilometers for return trips. Please refer to it when submitting any expense claims for travel.

| From | To High Level (return) | Total Cost (Under review) |
|-----------------------|-------------------------------|----------------------------------|
| Assumption | 220 | |
| Boyer River Reserve | 114 | |
| Child Lake Reserve | 74 | |
| Fort Vermillion | 160 | |
| Bluemenort | 200 | |
| Fox Lake | 330 | |
| Garden River | 386 | |
| John D'Or Prairie | 262 | |
| Keg River | 200 | |
| La Crete | 226 | |
| Meander River | 142 | |
| Paddle Prairie | 144 | |
| Rainbow Lake | 274 | |
| North Tall Cree | 260 | |
| South Tall Cree | 320 | |
| Zama | 290 | |
| Buffalo Head Prairie | 280 | |
| Edmonton | 1600 | |
| Peace River | 600 | |
| Rainbow Lake to Bushe | 310 | |

D. Meal Allowances

It is CFNWA's Operating Policy to provide a meal and/or refreshments for Committee and Board Meetings.

When traveling on corporation business, an employee or board member may claim the actual cost of a meal or the meal allowance. The actual cost of the meals is the amount shown on the receipt, plus a gratuity of up to 15% of the meal cost.

Please contact General Manager Mike Osborn at 780-926-4233 for the current travel Rates.

The Staff of CFNWA

A. Job Descriptions

General Manager

The General Manager will act as the Chief Executive Officer and Administrator to manage, facilitate and proactively promote the Community Futures program in Community Futures Northwest Alberta Region and to effectively perform those duties required to assist the Community Futures Northwest Alberta in pursuing its goals and meeting its established objectives.

1. Community Development - Aggressively pursue and proactively manage community economic development initiatives and opportunities for the betterment of the region.
2. Business Development - Oversee and ensure the productive and timely administration of the Business Development function of the Corporation for the benefit of existing and prospective clients and employment generation for the North West Alberta region.
3. Administration and Operations- Development and implementation of annual operational plans for the corporation and supply effective and efficient management of the day-to-day operations and staffing of the corporation.
4. Policy and Planning - Develop and offer for the Board's consideration, policy initiatives and their implementation as appropriate, including review and evaluation. Establishment and maintenance of a solid support function for the Board.
5. Communications & Marketing- Aggressively pursue and effectively promote the corporation's communications and marketing initiatives. In addition, to be proactively aggressive in the development and maintenance of constructive community partnerships to further the aims of the corporation.

Business Analyst

Reporting to and under the direction of the general manager, the business analyst is in charge of administering the Business development activities of the corporation. Business Development can be defined for CFNWA as all those activities that provide a service to the North West Alberta region's community as related to business, employment and the development thereof.

It is the Business Analyst's responsibility to take the lead in initiating and administering the Business Development projects of CFNWA including but not limited to the following:

- Small Business Loan Administration
- Business Information and Technical Assistance
- Self Employment Related Training
- Administration of the Self-Employment Program

The Business Analyst is required to make every effort to maintain a visible presence in the region's communities. This can be done through regular visits, active participation on committees and in attendance of community events.

The Business Analyst will also be required to assist with Community Development and Regional Economic Initiatives & activities.

Reporting to and under the direction of the General Manager, the CFNWA Community Development Coordinator supplies the administrative support and general office functions for all areas of activities and work undertaken by the Community Futures Northwest Alberta and acts as the executive assistant to the General Manager.

The significant functions of the Community Development Coordinator include:

1. The effective and efficient operation of the CFNWA office support services for the benefit of the Corporation's clients and staff members.
2. The effective, efficient and proactive corporate and project assistance role for the corporation, and in particular the General Manger, in all community development activities.

The Community Development function will assist the General Manager with Community Development, Business Development, operational and other initiatives & activities as assigned. Facilitating partnerships with other organizations, development and implementation of regionally beneficial projects, completing and/or supervising other assigned projects and work is included in the general functions of this position.

The Office Manager is expected to work diligently, in an aggressively proactive and positive manner, with and for the General Manager in the work of improving the economic and community development opportunities of the Community Futures Region of the Community Futures Northwest Alberta.

The other significant function of the Office Manager includes assisting the General Manager as and when necessary and supporting the accounting function of the corporation.

B. Staff Profiles

Mike Osborn

General Manager

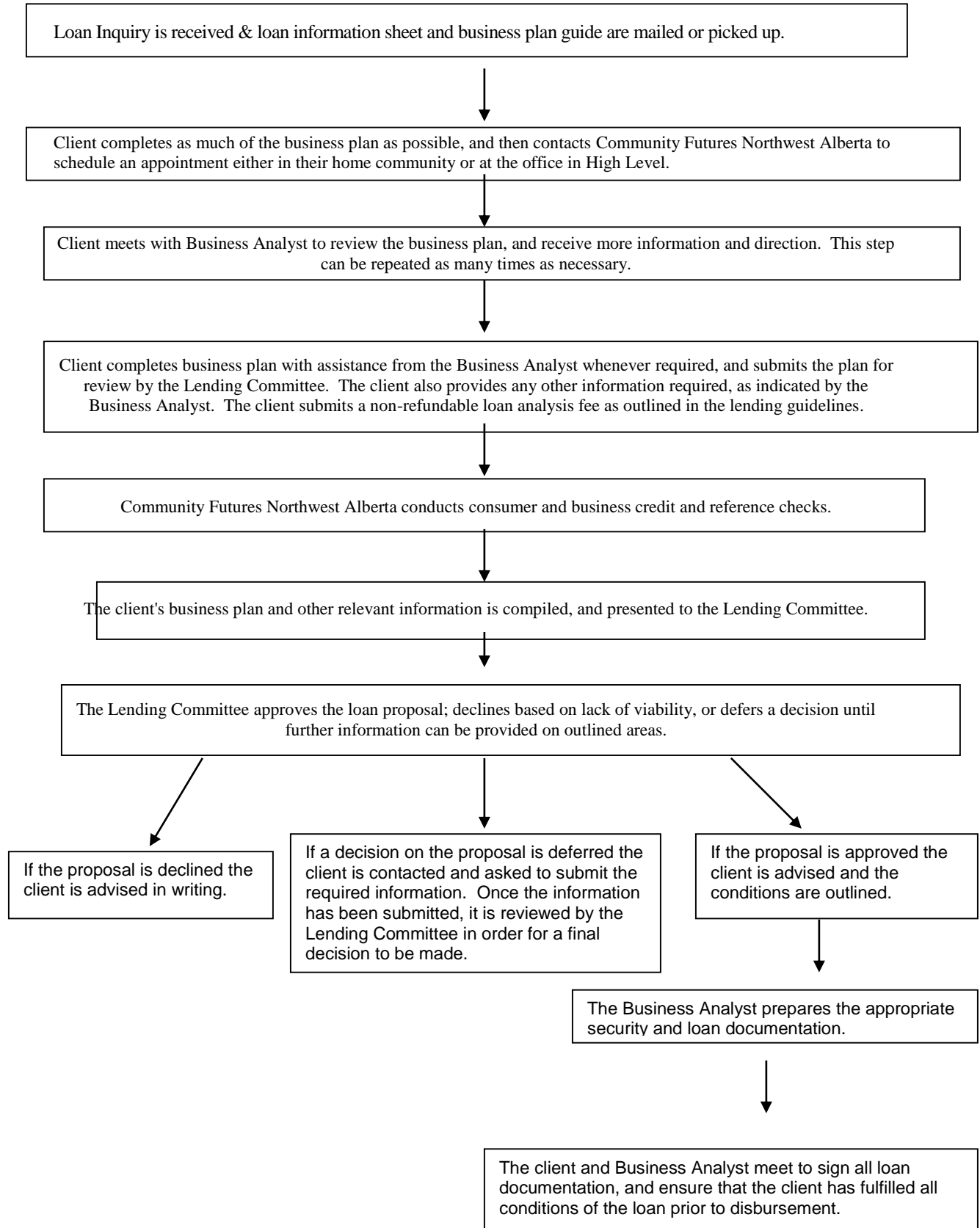
Mike came to the Community Futures Northwest Alberta in November of 1998 from Duncan, B.C. His wide-ranging career in community development has provided him with expertise in not-for-profit management. He also has experience and has been a trainer in such areas as professional counseling, Community Development and public speaking. Along with hosting community, media, business and public special events and marketing initiatives, Mike has sat as chair on several boards and committees (including a BC Community Futures Corporation). Mike and his family have made High Level their home and are thrilled with the warm response they have received from the great people in the region. Personally and professionally, Mike is committed to do everything he can do for the North West Alberta Region.

Arlene Powers

Office Manager / Community Development

Arlene Powers joined the team here at Community Futures Northwest Alberta in May 2003 as our Office Manager / Community Development Coordinator. Arlene is a long term resident of High Level and brings with her many years of administration experience.

Lending Process Overview



Additional Information

If you require further information to become more familiar with aspects of CFNWA, the following documents are available upon request.

1. Personnel Policy & Procedure Manual
2. Complete Job descriptions
3. Financial Statements, audited
4. Memorandum of Association
5. Articles of Association
6. Business Development Policy & Procedure Manual
7. Annual Action Plans
8. Map of Region
9. Listing and Description of Current Projects

List of Acronyms

| ACRONYM | DESCRIPTION |
|----------------|---|
| AAECD | Alberta Advanced Education & Career Development |
| AAFC | Agriculture and Agri-Food Canada |
| ABC | Aboriginal Business Canada |
| AEC | Alberta Energy Corporation |
| AED | Alberta Economic Development |
| AOC | Alberta Opportunity Company |
| AWPI | Aboriginal Workforce Participation Initiative |
| BDC | Business Development Bank of Canada |
| CAP | Community Access Program |
| CBCA | Canada Business Corporations Act |
| CBNC | Canada Business Networks Coalition |
| CCC | Canadian Commercial Corporation |
| CCIP | Canada Community Investment Plan |
| CDP | Canadian Development Program |
| CEDIP | Community Economic Development Internship Program |
| CFDC | Community Futures Development Corporation |
| CFIB | Canadian Federation of Independent Business |

| ACRONYM | DESCRIPTION |
|----------------|--|
| CFNSA | Community Futures Network Society of Alberta |
| CHIC | Canadian Housing Information Center |
| CIDA | Canadian International Development Agency |
| CIDF | Cultural Industries Development Fund |
| CLB | Community Lottery Boards |
| CMHC | Canada Mortgage and Housing Corporation |
| CYBF | Canadian Youth Business Foundation |
| DEIP | Entrepreneurs with Disabilities Program |
| DIAND | Department of Indian Affairs and Northern Development |
| EI | Employment Insurance |
| EIP | Early Intervention Program |
| FCSS | Family & Community Support Services |
| FNFP | First Nation Forestry Program |
| FOIP | Freedom of Information & Protection of Privacy |
| FRED | Friendly Regional Economic Database |
| HLCCS | High Level Community Center Society |
| HLFP | High Level Forest Products |
| HLFPPAC | High Level Forest Products Public Advisory Committee-"PAC" |
| HRDC | Human Resources Development Canada |
| IPS | Informatics Professional Services |
| ISO | International Organization for Standardization |
| JA | Junior Achievement |
| LCSS | La Crete Community Support Services |
| LLMP | Local Labour Market Partnership |
| MARC | Municipal Area Restructuring Committee |
| CFNWA | Community Futures Northwest Alberta |
| NACCA | National Aboriginal Capital Corporations Association |
| NADC | Northern Alberta Development Council |
| NAFTA | North American Free Trade Agreement |
| NRC | Natural Resources Canada |
| NRCC | National Research Council Canada |

| ACRONYM | DESCRIPTION |
|---------|---|
| PSAB | Procurement Strategy for Aboriginal Business |
| PWGSC | Public Works and Government Services Canada |
| ROE | Record of Employment |
| SBLA | Small Business Loans Act |
| SCC | Standards Council of Canada |
| SEA | Self-Employment Assistance Program |
| SIC | Settlement Investment Corporation |
| SIP | Service Innovations Program |
| SME | Small-Medium Enterprises |
| STC | Statistics Canada |
| WCCED | Western Canada Community Economic Development |
| WD | Western Economic Diversification Canada |
| WED | Western Economic Diversification |
| WEI | Woman's Enterprise Initiative |
| YEA | Young Entrepreneurs Awards |
| YIC | Youth Internship Canada |



Appendix 1 – Oath of Confidentiality

COMMUNITY FUTURES NORTHWEST ALBERTA

Oath Of Confidentiality For Board Members, Committee Members and Staff

THIS AGREEMENT made this _____ day of _____, 2014.

BETWEEN:

(Hereinafter referred to as “CFNWA Board of Directors Member”)

- And -

COMMUNITY FUTURES NORTHWEST ALBERTA
(Hereinafter referred to as the "CORPORATION")

Whereas the individual is a Board Member, Committee Member, Staff Member or volunteer in good standing with the Board of Directors of the Corporation and has undertaken to carry out the duties on behalf of the Corporation as a CFNWA Lending Committee Member.

AND WHEREAS the CFNWA Board Member, Committee Member, Staff Member or volunteer understands that in performing his\her duty on behalf of the Corporation he\she will acquire certain information that must be kept confidential and if this confidentiality is violated, substantial legal claims may arise against the Corporation and Board Member, Committee Member, Staff Member or volunteer.

NOW THEREFORE the CFNWA Board Member, Committee Member, Staff Member or volunteer hereby covenants to observe the strictest secrecy with regard to all business and affairs of the Corporation and of its customers, officers, servants, and agents, which shall be disclosed or come to his\her attention. The Board Member, Committee Member, Staff Member or volunteer will not divulge ANY information concerning same unless expressly authorized to do so by proper resolution of the Board of Directors of the Corporation and, without restricting the generality of the foregoing, the Board Member, Committee Member, Staff Member or volunteer will not during or after the term of his\her position with the Corporation use or disclose

to ANY person (including spouse or family), firm or corporation any information relating to the Corporation or its customers.

This covenant is signed by Board Member, Committee Member. Staff Member or volunteer on the day and year written above.

COMMUNITY FUTURES NORTHWEST ALBERTA

CFNWA Board Member, Committee Member. Staff Member or volunteer:

Signed in the presence of: _____



Conflict of Interest

Policy Statement – under review
September 2014

(Policy in Bylaws reviewed and Approved by the Board
June, 2007)

Directors and officers of Community Futures Network of Alberta (the CFNA) are required to use the utmost good faith in all their dealings involving the CFNA. Directors must exercise their powers in a bona fide manner, in the best interests of the CFNA, and not for any side purpose, special interest or other agenda.

The objective of this policy (this “Policy”) is to assist directors and officers of the Company to more effectively fulfill their statutory and fiduciary obligations to the CFNA. This Policy applies to all Office Holders (as that term is defined below) and is supplementary to any statutory or common law duties and obligations, or any other standards of conduct, applicable to Office Holders.

PROVISIONS

Definitions

1. In this Policy, the following terms shall have the following meanings:
 - (a) “associate” means:
 - (i) any person or other entity with which an Office Holder has an actual or proposed contractual or business relationship of any kind, including any relationship involving actual or potential ownership of securities or any other interest in a body corporate, partnership, joint venture or similar arrangement; and
 - (ii) anyone in a close personal or friendship relationship with an Office Holder, whether or not that relationship is conjugal;
 - (b) “Board” means the board of directors of the CFNA, collectively;

(c) “conflict of interest” means the performance by an Office Holder of his/her duties or functions of his/her office or employment, while having knowledge that in carrying out the duty or function there is an opportunity to further his/her private interest;

d) “Director” means a director of the CFNA;

(e) “family” means any person related by marriage, blood or adoption, and also includes anyone living with an Office Holder;

(f) “including” shall be deemed to be followed by the statement "without limitation" and shall not be construed to limit any word or statement which it follows to the specific or similar items or matters immediately following it;

(g) “office” means a directorship, office, job, board membership, or any other office or appointment;

(h) “Office Holder” includes:

(i) all members of the Board;

(ii) all Directors and Officers; and

(iii) any other employee or Office Holder of any kind of the CFNA, as may be designated by Board from time to time;

(i) “Officer” means an officer of the CFNA; and

(j) “Policy” means this Conflict of Interest

Policy. Private Interest

2. For the purposes of this Policy, “private interest” means any material financial or other advantage or benefit to an Office Holder, to a member of his or her family, to the Community Futures organization that he or she represents, or to an associate which might reasonably be perceived by a well informed observer as capable of compromising the fair and impartial making of a decision or the carrying out of a duty or function on the basis of considerations properly related to that decision, duty or function, and for greater certainty includes any material, actual or promised:

(a) direct or indirect financial interest;

(b) appointment, contract or other arrangement for the provision of goods or services of any kind by the Office Holder or other person or by any body corporate or other entity in which he or she has an interest;

(c) offer of employment or promotion;

(d) other advantage or benefit other than that provided by the CFNA, the Board, any other standing committee, committee, or other organization, to relevant Office Holders.

3. A “private interest” does not include an interest arising from the exercise of an official power or the performance of an official duty or function that:
 - (a) applies to the general public; or
 - (b) concerns the approved remuneration or benefits of an Office Holder as such.

PROHIBITIONS

General

4. An Office Holder must not carry out or participate in the carrying out of a duty or function, including the making of any decision, if he or she has a conflict of interest. In addition, an Office Holder must not use his or her office to seek to influence a decision, to be made by another person, to further the Office Holder’s private interest.
5. An Office Holder must not participate in the discussion or voting on a Project Proposal submitted by any organization of which the Office Hold is a member, director, officer or employee.
6. An Office Holder should not participate in the discussion and must not vote on any Project Proposal submitted by any Community Futures organization:
 - (a) on which the Office Holder serves as a Board, committee or staff member; or
 - (b) to which the Office Holder has provided assistance beyond the general information and advice which Office Holders are expected to provide.

Insider Information and Use of Assets

7. An Office Holder shall not knowingly use information that is obtained in the course of carrying out his or her duties that is not generally available to members of the CFNA to further or seek to further his or her private interest. In addition, an Office Holder shall not knowingly disclose information to any individual or organization that could provide an advantage not generally available to other individuals or organizations that may be in competition with the recipient of the information.
8. An Office Holder shall not use assets owned, controlled, or provided by the CFNA, as the case may be, to further his or her private interest, or otherwise except for approved purposes.

Accepting Extra Benefits

9. An Office Holder must not accept a fee, loan, gift or any other private benefit of any kind that is connected directly or indirectly with the performance of his or her duties as such, except:
 - (a) to the extent duly authorized by the Board; or
 - (b) to the extent a gift or private benefit that is received as an incident of the protocol or social obligations that normally accompany the responsibilities of office.

10. If the value of a gift or private benefit referred to in the exceptions above exceeds \$100 in value, or if the total value received directly or indirectly from one source in any 12 month period exceeds \$500, the Office Holder must immediately disclose particulars of the gift or benefit in writing to the Board indicating:
- (a) the nature of the gift or private benefit;
 - (b) its source; and
 - (c) the circumstances under which it was given and accepted,
- and shall transfer the gift or benefit to the CFNA or as may otherwise be directed by the Board.

PROCEDURE ON CONFLICT OF INTEREST

Disclosure by Office Holder

11. An Office Holder who has reasonable grounds to believe he or she has a conflict of interest must immediately:
- (a) disclose the general nature of the conflict; and
 - (b) if present at a meeting or participating in any other process considering the matter, withdraw from the meeting or other process without participating in the discussion, making any comment or voting on the matter; or
 - (c) if the matter is other than a meeting or other process to consider the matter, refrain from participating in the carrying out that duty or function.
12. If an Office Holder breaches this Policy and the Office Holder, or his or her family member or associate thereby realizes any financial gain, the Office Holder shall on demand pay the amount so gained to the CFNA, together with all reasonable legal and accounting fees and disbursements and other costs incurred by the CFNA to investigate and enforce such claim.

Rulings

13. On the request of the relevant Office Holder, the Board shall be entitled to conclusively determine:
- (a) whether a private interest exists;
 - (b) whether a conflict of interest exists;
 - (c) whether a proposed course of action by an Office Holder would constitute a breach of this Policy; and

(d) whether, in the event a course of action would or may constitute a breach of this Policy, the requirements of the Policy should be waived.

