ITE CANADA District

150 Elgin Street, 8th Floor
Ottawa, ON K2P 1L4

itecanada.org

A Canadian Non-Profit Corporation registered as
Canadian Institute of Transportation Engineers

Conflict of Interest Policy

1. Purpose

To ensure that the members of the ITE Canada Board of Directors act in the best interests of the organization and its mission. This policy is designed to identify, disclose, and manage situations where personal, professional, or financial interests could compromise—or appear to compromise—a board member's objectivity, integrity, or loyalty. By establishing clear guidelines for disclosure and recusal, the policy promotes transparency, accountability, and public trust in the governance of the organization.

2. Scope

This policy applies to all members of the ITE Canada Board of Directors.

3. Policy

3.1. Conflicts of Interest

Board Members of ITE Canada are expected to operate according to high ethical standards. This includes recognizing that conflicts of interest exist, have the potential to inhibit the wisdom of particular decisions, and possibly damage the organization's reputation. A conflict of interest arises when a board member's personal, professional, or financial interests interfere with their duty to the organization.

Conflicts of interest exist where a person:

1. Has, or is perceived to have, a personal, family or business interests that might benefit from a decision in which he/she is involved in making, or is able to influence those making it
2. Is involved with a competing or sister organization that may result in a divided loyalty in the context of making a decision

Voting for or against, or arguing for or against, a particular outcome may influence a decision. Limiting the options being considered may also influence it. We recognize that not all conflicts of interest are rooted in financial benefit. Examples of possible conflict of interest situations with respect to our corporation include:

- A board member has a personal or business relationship with ITE Canada as a supplier of goods or services or as a landlord or tenant
- A board member has a personal or financial relationship outside of the workplace with a client or supplier who he/she deals with directly as a representative of ITE Canada
- ITE Canada is employing or contracting to someone who is directly related to a board member or other contract/staff member
- A major funder or sponsor has a position on the board even if it is a non-voting one.

Conflicts of interest are unavoidable and should not prevent an individual from serving as a director unless the extent of the interest is so significant that the potential for undue influence is present in a large number of situations.

3.2. Disclosure Requirements

- Members of the board have a duty to disclose any personal, family, or business interests or other community involvements that may, in the eyes of another person, influence their judgment. Disclosures should be documented and reviewed by the President.
- Board members are expected to disclose potential conflicts, if anticipated, prior to their nomination or election.
- The board itself may want to disclose specific director conflicts of interest to members,, sponsors,and external organizations where that interest may, in their judgment, affect the reputation or credibility of the organization. Such disclosure may be made in a formal and confidential communication.

3.3. Determination of Conflict

The ITE Canada President should assess the presence of a conflict of interest, or the perception of one, and determine what actions, if any, are appropriate to address the situation.

3.4. Stepping Out

Board members have a duty to exempt themselves from participating in any discussion and voting on matters where they have, or may be perceived as having, a conflict of interest. In some circumstances they may be asked to step out. The minutes of the meeting shall reflect the disclosure and the member's recusal.

4. History

Action	Date	Approval	Description
Amendment	31 May 2026	ITE Canada Board	Updated format, revised purpose statement, minor text changes, removal of applicability to staff
New Policy	2019 February 7	CITE Board	

Review Period: 5 years
Due for Review: June 2031