



**London Downtown Business Association
Board Meeting Agenda
Downtown London Boardroom, December 14, 2023 at 10:30am**

#	LDBA Agenda	Lead	Time
1	Welcome, Confirmation of Quorum, Agenda Review, Declaration of Conflict of Interest	Scott C	10:30 am
2	(In Camera)	Scott C`	10:31am
	Decision Items		
3	Board vacancy	Scott C	10:45am
4	Approval of the Board minutes of Oct 26, Nov 23 2023 (attached)	Scott C	10:50 am
5	Financial Statements (attached)	Bonnie	10:51 am
6	Fanshawe College Aboutface Grant	Scott C	10:55 am
7	City Funding \$1.16 million Program/Budget	Barb	11:00 am
8	New Policies: Respectful Behaviour and Interactions Policy AODA Policy Customer Service Policy	Scott C	11:08 am
	Other		
9	AODA Training requirement of volunteers - certificate due to Vicki by Dec 31, 2023	Barb	11:15 am
10	Board training - any suggested training to schedule for 2024	Barb	11:18 am
11	Advocacy Letters	Barb	11:21 am
12	LDBA Staff Report	Barb	11:23 am
13	2024 Board Schedule / Elections	Scott C	11:25 am
	NEXT BOARD MEETING: February 22, 2024 8:30am		
	LDBA MEETING ADJOURNMENT		



Conflict of Interest Policy

A conflict of interest arises in any situation where a Director's duty to act solely in the best interests of the organization and to adhere to the Director's fiduciary duties is compromised or impeded by any other interest, relationship or duty of the Director. A conflict of interest also includes circumstances where the Director's duties to the organization are in conflict with other duties owed by the Director such that the Director is not able to fully discharge the fiduciary duties owed to the organization.

A conflict of interest may be "real", "potential" or "perceived"; the same duty to disclose applies to each, but full disclosure in itself does not remove a conflict of interest. It is acknowledged that not all conflicts or potential conflicts may be satisfactorily resolved by strict compliance with the bylaws. There may be cases where the perception of a conflict of interest or breach of duty may be harmful to the organization notwithstanding that there has been compliance with the bylaws. In such circumstances, the process set out in the policy for addressing conflicts and breaches of duty shall be followed.

Service above self, honesty, fairness to all, openness, transparency and accountability are the keystones of ethical behavior. From time to time, conflicts of interest will occur. Current and prospective volunteers, committee members, board members, and staff members are expected to follow this policy to ensure that these ideals are met in letter and in spirit.

What is a Conflict of Interest?

Each participant has a positive obligation to disclose any potential conflict of interest. A conflict of interest may arise if a board member, committee member, or staff:

- Has a personal or business "interest" which is in conflict with the best interest of the LDBA's mandate, goals and strategic planning. A participant is usually considered to have an "interest" in an activity if they, or an immediate family member:
 - has a substantial financial interest in the activity
 - has a substantial financial interest in any organization involved in the activity
 - holds a position as a trustee, director, general manager or principal officer in an organization involved in the activity
- Uses "inside information" for personal benefit. "Inside information" is information which has not become public information and which was obtained through the participant's work with the LDBA's mandate, goals and strategic planning. One way to avoid conflicts of interest involving "inside information" is to make the public aware of all such information and make that information available.
- Uses his or her position with the LDBA's mandate, goals and strategic planning to the detriment of the LDBA's mandate, goals and strategic planning.
- Uses his or her position with the LDBA's mandate, goals and strategic planning for personal or business benefit which is in conflict with the best interest of the LDBA's mandate, goals and strategic planning.

In all cases where a potential or perceived conflict of interest may exist, the participant with the potential or perceived conflict shall disclose all relevant information to the Chair or the Committee Chair. If a conflict arises throughout the meeting or if new information is obtained, then the conflict must be declared at the earliest possible time.

If a member has a pecuniary interest in a matter under consideration the member shall:



- disclose the general nature of the interest before any discussion occurs
- not participate in discussions
- not attempt to influence
- not vote
- if the meeting is closed to the public – leave the meeting.

The board Secretary must record a Member's disclosure in the minutes of the meeting. If a Member declares a conflict at one meeting, and the topic continues into a future meeting, that conflict still needs to be acknowledged and the above procedures followed.

After a board or committee member has declared a conflict, if the number of remaining members does not constitute a quorum, the remaining Members shall be deemed to constitute a quorum - provided the number is not less than two Members.