



CONFLICT OF INTEREST POLICY

PREAMBLE

The success of the Trudeau Foundation and of its programmes is dependent upon a reputation for integrity and transparency. The Foundation will ensure that all its constituencies, including the Board, the Members, the officers, the staff, consultants, and programme beneficiaries are aware of the high ethical standards set out in the Foundation's Conflict of Interest Guidelines.

Given the nature of the Foundation's work, and of the type of people who are drawn to it, occasional conflicts of interest are to be expected. In many cases, the conflict is resolved through disclosure and agreement not to participate in the relevant decision. Other cases may demand prior approval by a disinterested decision maker within the Foundation, while some conflicts are simply prohibited.

A. DEFINITIONS

1. For the purposes of these Guidelines:

- (a) A conflict of interest is a breach of an obligation owed to the Foundation that has the intention or effect of advancing one's own interest or the interests of others in a way that may be detrimental to the interests, or potentially harmful to the integrity or fundamental mission of the Foundation;
- (b) A conflict of interest exists where a person involved in a decision, or someone closely related to that person, has a material interest in the outcome of the decision;
- (c) A conflict of interest also exists where a person involved in a decision is closely associated with an institution or group that would benefit materially from the outcome of a decision;
- (d) A perceived conflict of interest exists where a reasonable person could believe that a decision has been influenced by factors set out in 1.b and 1.c, and has not been taken purely on the merits.

B. DIRECTORS AND MEMBERS

- 1. A Director or Member who has a conflict of interest or perceived conflict of interest in connection with any matter before the Board or meeting of Members shall not take part in any vote related to that matter. The minutes shall record when Directors or Members do not participate in a vote.
- 2. No Director or Member may benefit materially from any award granted by the Foundation, or from any other decision of the Board or Membership. Nor may any

member of a Director or Member's immediate family so benefit. For greater clarity, nothing in these Guidelines prohibits a Director or Member from being reimbursed for reasonable expenses, properly receipted and incurred on behalf of the Foundation.

3. If a Director or Member is closely associated with a group or institution that may materially benefit from a decision of the Foundation, a conflict is avoided by the process of disclosure set out in B.1.

C. FINANCE AND INVESTMENT COMMITTEE

1. A Member of the Finance and Investment Committee who has a conflict of interest or perceived conflict of interest in connection with any matter before the Committee shall not take part in any vote related to that matter. The minutes shall record Members of the Committee who do not participate in a vote.
2. No Member of the Finance and Investment Committee may benefit materially from any award granted by the Foundation, or from any other decision of the Board or Membership. Nor may any member of the Committee's immediate family so benefit. For greater clarity, nothing in these Guidelines prohibits a Member of the Committee from being reimbursed for reasonable expenses, properly receipted and incurred on behalf of the Foundation.
3. For the purposes of these Guidelines, no conflict exists only by reason of the fact that a member of the Finance and Investment Committee holds shares in a corporation with which the Foundation does business, or in which or through which it invests. A conflict does exist, however, where a person is an insider of such a corporation for the purposes of securities legislation. Any such conflict must be disclosed to the Committee and to the Board.

D. OFFICERS AND STAFF

1. Officers and staff have a heightened possibility of conflict of interest or perceived conflict of interest because of the nature of their work for the Foundation. They must be cognizant of how their actions will be viewed by the Board and Members of the Foundation, by programme beneficiaries, and by the general public.
2. The President shall disclose to the Chair of the Board any situation in which he or she has a conflict of interest or perceived conflict of interest.
3. Any staff member shall disclose to the President any situation in which he or she has a conflict of interest or perceived conflict of interest.
4. No officer or staff member may benefit materially from any award granted by the Foundation, or from any other decision of the Board or Membership. Nor may any member of an officer or staff member's immediate family so benefit. For greater clarity, nothing in these Guidelines prohibits an officer or staff member from being remunerated by the Foundation in the course of employment or reimbursed for reasonable expenses, properly receipted and incurred on behalf of the Foundation.

E. CONSULTANTS

1. The Foundation expects all of its consultants to act ethically and with integrity.
2. Any consultant shall disclose to the President any situation in which he or she has a conflict of interest or perceived conflict of interest.
3. No consultant may benefit materially from any award granted by the Foundation, or from any other decision of the Board or Membership, during the term of a consulting contract with the Foundation. Nor may any member of a consultant's family so benefit during the term of the consulting contract. For greater clarity, nothing in these Guidelines prohibits a consultant from being remunerated by the Foundation during the term of a consulting contract or reimbursed for reasonable expenses, properly receipted and incurred on behalf of the Foundation.

F. PROGRAMME BENEFICIARIES

1. The Foundation expects all of its programme beneficiaries, including all Fellows, Scholars and Mentors, to act ethically and with integrity.
2. In research and policy communities, members build on each other's research, creative and professional work. The Foundation is committed to fostering a network of open communication and interdependence of work and thought. Programme beneficiaries who participate in Foundation-sponsored networks shall give proper recognition to any reliance on the ideas, work or assistance of others, and shall obtain permission for the use of work done or results obtained by others.

G. PROHIBITION OF NEPOTISM

1. No person who is related to a Director, Member, Officer or staff member shall be appointed to staff, awarded a contract or hired on a casual basis without the prior specific authority of the Board of Directors. This authority may not be exercised by the Executive Committee on behalf of the Board.

H. CIRCULATION OF THESE GUIDELINES

1. The President shall circulate a copy of these Guidelines annually to each Director, Member, Officer, and staff member. A copy shall be provided to a consultant at the outset of his or her contract. A copy shall also be provided to each programme beneficiary with the initial letter of confirmation of an award. The Chair of the Board will discuss these Guidelines with each Board member on an annual basis, and will ask each Board member to disclose any existing or potential conflicts of interest.