

YUKON LIQUOR CORPORATION BOARD OF DIRECTORS BYLAW 2025-008

Rules Respecting Conflicts of Interest and Bias

preamble

WHEREAS section 1 of the *Interpretation Act*, R.S.Y. 2002, Chapter 125, as amended, provides that “regulation” includes any rule, rule of court, order prescribing regulations, tariff of costs or fees, form, bylaw, resolution, or order made in the execution of a power given by an enactment.

WHEREAS sub-section 18 (e) of the *Interpretation Act*, provides that when power is conferred to make regulations, the power shall be construed as including power, exercisable in like manner and subject to like consent and conditions, if any, to rescind, revoke, amend, or vary the regulations and make others.

WHEREAS the Yukon Liquor Corporation Board of Directors has by Resolution passed on the 12th day of November, 2025, rescinded Bylaw 2024-002 being the *Rules Respecting Conflicts of Interest and Bias*.

WHEREAS the Yukon Liquor Corporation Board of Directors has determined that it is necessary, desirable and in the public interest that rules be enacted respecting conflicts of interest and bias.

THEREFORE the majority of a quorum of the Yukon Liquor Corporation Board of Directors present at a meeting of the Yukon Liquor Corporation Board of Directors duly convened enacts this bylaw to provide for rules respecting conflicts of interest and bias.

PART ONE – CITATION, APPLICATION AND PURPOSE

citation and application

1. This Bylaw: **(1)** is enacted for the purpose of providing rules respecting conflicts of interest and bias; **(2)** may be cited as the *Rules Respecting Conflict of Interest and Bias*; **(3)** subject to laws of general application, applies to the Board; and, **(4)** must be read in conjunction with the *Definitions Bylaw*.

PART TWO – CONFLICT OF INTEREST

conflict of interest

2. A conflict of interest includes circumstances in which: **(1)** there is a direct or indirect pecuniary interest accruing to a Member, whether personally or to the Member's family, not limited to the immediate family; **(2)** there is a direct or indirect personal or professional relationship with a Member and an Applicant; **(3)** a Member's private

interest interferes, or even appears to interfere, in any way with the interests of the Board or the Corporation; **(4)** there is an actual or perceived motivation for personal benefit by a Member **(5)** there is a clash between a Member's personal interests and the Member's professional duties or responsibilities as a Member.

arises when

3. A conflict of interest arises, without limitation, when: **(1)** the interests of the Corporation are directly or indirectly affected or likely to be affected in some negative way by the private activities of a Member; **(2)** private activities of a Member impairs the Member's ability to pursue the interests of the Corporation; **(3)** private activities of a Member compromise the business interests of the Corporation; **(4)** private activities of a Member leave the Member in a position of gain or potential gain at the expense of the Corporation; **(5)** a Member uses knowledge or information imparted to the Member for the purposes of pursuing the Corporation's interests to pursue the Member's own private interests; and, **(6)** a Member has knowledge of a private economic interest that is sufficient to influence the exercise of the Member's public duties and responsibilities.

members

4. No Member shall: **(1)** be directly or indirectly interested or engaged in any business or undertaking dealing in Liquor in the Yukon¹; **(2)** as owner, part owner, partner, member of a syndicate, shareholder, agent, or employee²; or, **(3)** for their own benefit or in any capacity for some other person.³

members and employees

5. No Member or Employee shall **(1)** solicit or receive directly or indirectly any commission, remuneration, or gift of any kind from a person or corporation having sold, selling, or offering Liquor for sale to the Corporation, pursuant to the *Act*; or, **(2)** from any Applicant.⁴

PART THREE – BIAS

bias

6. Bias is: **(1)** a predisposition, preconception, predilection, partiality, proclivity, bent, or leaning towards one side, or about something or someone or another, or a

¹*Liquor Act*, s. 6 (1)

²*Liquor Act*, s. 6 (1) (a)

³*Liquor Act*, s. 6 (1) (b)

⁴*Liquor Act*, s. 6 (2)

particular result; **(2)** a state or attitude of mind which sways judgment and renders a judicial officer unable to exercise the officer's functions impartially; **(3)** a term which covers a spectrum of disqualification ranging from partiality on the one hand, to the extreme of corruption, on the other hand; **(4)** reduced to its most basic element, a state of mind in which the decision maker is not open to persuasion on the basis of evidence or submissions; and, **(5)** divided into two categories, *i.e.*: **(a)** a "reasonable apprehension of bias" (reasonable suspicion of bias, a real likelihood of the probability of bias); and, **(b)** "actual bias".

arises when

7. Bias arises when a Member has: **(1)** a predisposition to decide a matter in a certain way, which does not leave the Member's mind perfectly open to conviction; **(2)** a state of mind that is in some way predisposed to a particular result, or that is closed with regard to particular matters; and, **(3)** a state of mind which sways judgment and renders the Member unable to exercise the Member's functions impartially in a particular case.

rule against bias

8. In all matters involving the Board, the rule against bias, *nemo iudex in sua propria causa debet esse*, shall apply.

PART FOUR – GENERAL

natural justice

9. The Board is created by the *Act* as an independent and impartial tribunal which in fulfilment of its objects shall carry on its work and the management of its internal affairs in the public interest in accordance with the rule of law and the principles of natural justice.

impartiality

10. Public confidence in the impartiality of Board decisions is required to further the public interest.

avoidance

11. Members shall take all reasonable steps to avoid Bias and Conflict of Interest.

direct pecuniary interest

12. Members shall not have any direct pecuniary interest which would be affected

particularly or significantly by the business of the Corporation in which they participate.

preferential treatment

13. Members shall not, outside of their official roles: **(1)** assist any person in dealing with the Board; or, **(2)** use their positions to influence a decision of another person dealing with the Board in order to further that Member's private interest, or at all.

after leaving office

14. Members shall not act, after they leave the Board, in such a manner as to take improper advantage of their previous offices.

use of information obtained in office

15. Members shall not, for any purpose, knowingly take advantage of, or benefit from, information obtained while in office which is not generally available to the public.

use of board property

16. Members shall not directly or indirectly use, or allow the use of, Board property or the Corporation's property provided to the Board for its use, including property leased to the Board or the Corporation, for anything other than Board purposes.

public statements

17. Members shall not express, publicly, personal views about: **(1)** the Bylaws, the Rules, Licences and Applications; **(2)** any other matter relating to Hearings; and, **(3)** Meetings, where those views may lower the estimation of the Board in the mind of the reasonable person.

board may authorize

18. The Board may authorize any Member to express views of that Member or any other Member on a matter which the Board considers to be in the public interest and which will not lower the estimation of the Board in the mind of the reasonable person.

abuse of authority

19. Members shall not engage in personal conduct which exploits, for private reasons or personal gratification, their position of authority.

arrangement of private affairs

20. Upon appointment to Board, and during their terms of office, Members shall arrange their personal affairs so as to avoid or eliminate **(1)** Bias; and, **(2)** Conflict of Interest.

PART FIVE – DETERMINATION OF BIAS AND CONFLICT

responsibility of member

21. At all times a Member is responsible and accountable to: **(1)** the public; **(2)** the Minister; and, **(3)** the Board, for actions taken while in office.

member to disclose bias, conflict

22. Any Member who has reason to believe that there is, or may be: **(1)** Bias; or, **(2)** Conflict of Interest in respect of that Member or any other Member, shall immediately disclose that information to the Chair.

particulars

23. The disclosing Member shall deliver to the Chair: **(1)** written particulars of the alleged Bias or alleged Conflict of Interest; and, **(2)** the Member's opinion in respect thereof.

where particulars insufficient

24. The Challenged Member shall, upon request provide to the Chair further particulars.

chair to convene meeting

25. Upon receiving particulars in accordance with Rule 23, sub-rule **(1)** and Rule 24, the Chair shall convene a Meeting at which: **(1)** the challenged Member shall appear and provide such relevant information as the Board may request or that Member considers appropriate; and, **(2)** the Board shall apply these *Rules* to the particulars and the opinion set out in Rule 23, sub-rule **(2)**.

member shall not participate

26. Subject to Rule 25, sub-rule **(1)**, a challenged Member whom attends at a Meeting, held pursuant to Rule 25 shall not participate in the discussion.

determination of the board

27. After reviewing the particulars provided under Rule 23, sub-rule (1) and Rule 24 and reviewing the opinion provided under Rule 23, sub-rule (2) and hearing from the challenged Member, under Rule 26, the Board shall: (1) prepare a written opinion; and, (2) deliver such to the challenged Member at its next regular meeting.

member to cease acting

28. Where the Board determines that there is or appears to be Bias or a Conflict of Interest in respect of a Member, that Member shall be immediately excluded from, and take no further part, in the affected proceedings of the Board.

decision of board

29. Where the Board determines that, in respect of the challenged Member, there is or appears to be: (1) Bias; or, (2); a Conflict of Interest, the Board shall deliver its decision to: (3) the Minister; and, (4) the President.

test for bias

30. In determining whether Bias exists for any Member, the questions to be asked are: (1) "What would an informed person, viewing the matter realistically and practically – and having thought the matter through – conclude?; and, (2) Would that person think that it is more likely than not that the challenged Member, whether consciously or unconsciously, would not decide fairly?".

issues to be considered

31. Whether a Conflict of Interest exists for any Member the issues are the: relevant interests, duties and responsibilities of the challenged member.

test for conflict of interest

32. In determining whether Conflict of Interest exists for any Member, the questions to be asked are: (1) has the conduct of the Member, *prima facie*, conflicted with that Member's interests, duties and responsibilities, as determined under Rule 34; and, (2) if so, could the public, as represented by the reasonable person, be satisfied that there is, or may be, a disqualifying Conflict of Interest as a result?.

reasonable person

33. The reasonable person is a person whom: (1) understands the impossibility of judicial neutrality, but demands judicial impartiality; and, (2) approaches the

question of whether there exists Bias or Conflict of Interest with a complex and contextualized understanding of the issues in the particular case.

proof not required

34. Proof of actual influence by the personal interest upon the professional duty is not required nor is proof of actual receipt of a benefit required for a finding of Conflict of Interest.

PART SIX – NON-COMPLIANCE

failure to disclose bias, conflict

35. Failure to disclose Bias or Conflict of Interest shall be deemed cause for removal of the Member from office.

removal for cause

36. Where the Board determines, under these *Rules*, that there has been a wilful failure by a Member to disclose Bias or Conflict of Interest, the Board may, by resolution, recommend to the Minister that the Member be removed for cause.

report to minister

37. Where there has been a wilful refusal by a Member to cease to participate in a matter before the Board and where it has been determined under these *Rules* that there is or appears to be Bias or Conflict of Interest, in respect of that Member's participation in that matter, the Chair shall cause a written report to be delivered to the Minister setting out the steps taken under these *Rules*, the Board's reasons for decision, and any recommendation which the Board deems appropriate.

PART SEVEN – MISCELLANEOUS

counsel

38. Counsel is not bound by these *Rules* to the extent that the provisions hereof conflict with the duties imposed upon barristers and solicitors at common law, in equity and pursuant to the *Legal Profession Act 2017*, S.Y. 2017, chapter 12.

DATED this 12th day of November, 2025.

CERTIFIED to be a true and complete copy of bylaw regarding rules of respecting conflicts

of interest and bias enacted by the Yukon Liquor Corporation Board of Directors on the 12th day of November, 2025, which bylaw is in full force and effect, unamended.



Eva Bidrman, Chair