



Title:

CONFLICT OF INTEREST

Number: **A 11**

Approval Date: October 19, 2016

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POLICY

1.0 Purpose:

To outline the expectations of the organization for Board members, staff persons and volunteers based on high standards of integrity, impartiality, ethical conduct and vigilance to prevent actual, perceived or potential Conflicts of Interest.

To provide direction to Board members, staff and volunteers in their internal and external relationships so they can identify any actual, perceived, or potential Conflicts of Interest in order to ensure that the public's trust and confidence is maintained.

2.0 Principles:

The following principles shall be applied in all matters related to conflict of interest at Klinic:

- 2.1 Transparency: Conflicts will be managed in an open and transparent way.
- 2.2 Respect: Persons who disclose a conflict of interest will be treated respectfully and provided with clear direction regarding the management of the conflict.
- 2.3 Accountability: Expectations regarding disclosure of conflicts will be enforced.

3. Definitions:

- 3.1. Private Interests: Any matter, including without a limitation, a financial, personal and/or private affiliation, relationship or other involvement, that might influence the actions taken or decisions made by Board members, staff or volunteers.
- 3.2. Related Persons: Any person or entity associated with a Board member, staff or volunteer including a family member, personal friend, business associate or partner, or any corporation, joint venture, partnership or business entity owned or operated wholly or in part by the Board member, staff or volunteer.
- 3.3. Conflict of Interest: A situation in which a Board member, staff or volunteer has a Private Interest or a relationship with a Related Person that creates a potential, perceived or actual opportunity for improper influence in the performance of their duties and responsibilities to Klinic. This includes all situations which would cause an independent observer to reasonably question whether the individual's professional actions or decisions are compromised by considerations of personal gain, financial or otherwise.

4.0 Policy:

This policy complements, but does not replace, the provisions of any relevant legislation or any other statute, collective agreement, rule or statement which applies to Board member, staff or volunteers and, in the event of a conflict, relevant legislation shall supersede this policy.

All Board members, staff or volunteers must maintain high standards of integrity, impartiality and ethical conduct. They must be constantly aware of the need to avoid situations which might result either in an actual, potential or perceived misconduct or conflict of interest, and to conduct themselves in a manner which commands the respect and confidence of their fellow citizens.

5.0 Procedures:

- 5.1 Employees, Contract Employees and Volunteers that believe that they may be in a conflict of interest must disclose that conflict to the Executive Director, directly or through a member of the Management Team, for determination immediately upon becoming aware of it. If unsure whether a conflict of interest exists, these persons should discuss the potential with a member of the Management Team or the Executive Director.
- 5.2 Members of the Board (or the Executive Director) who believe that they may be in a conflict of interest must disclose that conflict to both the Chair of the Board and the Executive Director. In the event the Board Chair is involved then the conflict of interest will be disclosed to the Vice Chairperson. In any of these circumstances the person who identified the conflict will withdraw from any discussion or decision-making process involving the conflict of interest and refrain from influencing the decision in any way.
- 5.3 All declared or potential conflict of interest will be evaluated in a timely manner through review of information brought forward, interviews with affected parties, and opportunities to discuss potential mitigation of the conflict when appropriate.
- 5.4 Members of the Board and all Klinik staff are required to provide a completed *Conflict of Interest Declaration*, which will be maintained in a confidential file and/or personnel file. conflict of interest declarations should be completed upon starting a position and annually at a minimum, or updated immediately where:
 - 5.4.1 an actual, potential or perceived conflict of interest arises that did not exist previously;
 - 5.4.2 circumstances change which alters the nature or degree of the conflict, subsequent to a declaration being made.
- 5.5 Board member, staff or volunteers who are considered to be in a conflict of interest may be required to take certain actions including, but not limited to ceasing activities that place them in a conflict of interest, withdrawing from any applicable decision-making or business process or withdrawing from their role within Klinik.
- 5.6 Employees, contract employees and volunteers in breach of this Policy will be addressed through the applicable policies and procedures including, but not limited to progressive discipline procedures and termination of contract.
- 5.7 Board members in breach of this Policy or Procedures will be addressed through applicable Klinik Bylaws, including D.3 Conflict of Interest and D.6 Removal or Suspension of Directors.

6.0 Expectations

The range, complexity, and unique nature of individual activities are such that it is not possible to outline all Conflict of Interest situations. The below guidelines are intended to offer additional information regarding potential conflict of interest that may occur.

Board members, staff or volunteers shall:

- 6.1 Not engage directly or indirectly in any personal business transaction or private arrangement for personal profit which accrues from or is based upon their official position or authority or upon confidential or non-public information which they gain by reason of such position or authority.
- 6.2 Not use their position/employment with the agency to promote professional services that are in competition with the services provided by the agency. When promoting personal/ professional services they may offer outside of their employment in the agency, the person shall not refer to their employment/position with the agency.
- 6.3 Not divulge confidential or restricted information to any unauthorized person or release such information in advance of authorization for its release.
- 6.4 Not act in any official matter where there is a personal interest which is incompatible with an unbiased exercise of official judgment.
- 6.5 Declare where they have direct or indirect personal business or financial activities which conflict with their official duties and responsibilities.
- 6.6 Not place themselves in a position where they are under obligation to any persons who might benefit from special considerations or favours on their part.
- 6.7 Not refer a client to a person connected with the agency unless there is no other appropriate referral and the client and Klinik have been made aware of the conflict.
- 6.8 Not use agency materials, logos, or other intellectual properties in conducting any activities outside of their employment with Klinik, unless given approval by the Executive Director or the materials are available in the public domain (e.g. website).
- 6.9 Not purport to speak on behalf of Klinik in conducting any activities outside of their employment, unless approved by the Executive Director.
- 6.10 Not offer employment to a person related to or in an intimate relationship with an officer or staff director unless:
 - 6.10.1 the person is not directly or indirectly supervised by the related officer,
 - 6.10.2 Management Team has discussed, and
 - 6.10.3 the Executive Director has approved the employment in writing.

7.0 Appeals

A staff person or volunteer who disputes the manner of application of this policy or procedure may appeal in writing such application to the Executive Director. A staff person at her/his option, may have a representative present at the appeal.

A Board member (or the Executive Director) in dispute of the application of this policy or procedure may appeal directly to the Board of Directors through the Chair.

8.0 Disciplinary Action

Departure from any of the provisions of this Policy and Procedure, without the specific prior approval of the Executive Director, or their assigned delegate, may be cause for disciplinary action or dismissal.