	<b>TITLE OF THE POLICY:</b> <b>CONFLICT OF INTEREST</b>	<b>Policy Number:</b> BRD-0210
	<b>Policy Type:</b> Policy	<b>Policy Level:</b> Level I
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<b>Approval Date</b>	<i>October 26, 2021</i>
<b>Revision Date</b>	
<b>Approved by</b>	<i>Chair, Board of Trustees</i>
<b>Approver Signature</b>	
<b>Scheduled Review Date</b>	<i>October 2024</i>
<b>Cross- Reference</b>	<i>This policy replaces: 3-120 Conflict of Interest, approved September 24<sup>th</sup>, 2012.</i>

## PURPOSE

The purpose of this policy is as follows:

- to outline Central Health’s commitment to ensuring that it maintains the highest standards of public trust and integrity, and
- to identify situations in which an employee or affiliated individual may have an actual or potential conflict of interest and to assure that the conflict of interest is eliminated or, where appropriate, that internal controls are implemented or disclosure is made to mitigate the effect of the conflict of interest.

## SCOPE


This policy applies to all Central Health employees, affiliated individuals, and the Board of Trustees (“Trustees”).

The Chairperson of the Board is responsible for the application of this Policy as it affects the President and CEO, the COS and Trustees.

The Vice-Chairperson of the Board /Chair of the Governance Committee is responsible for the application of this Policy as it affects the Chair of the Board.

The CEO is responsible for the application of this Policy as it affects employees and affiliated individuals excluding Trustees.

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## DEFINITIONS

<b>Affiliated Individuals</b>	Individuals who are not employed by Central Health, but perform specific tasks at or for the organization, including, but not limited to, trustees, students, volunteers, pastoral care, researchers, contractors, vendors and individuals working at the organization.
<b>Board</b>	The Board of Trustees of an authority.
<b>Client</b>	A person who avails of the services of an authority, and includes a client, patient and/or resident.
<b>Conflict Decision Maker</b>	The individual responsible for the application of this Policy, as it pertains to a particular employee or affiliated individual.
<b>Relative</b>	A relative is a person connected with another by blood or affinity and is a person's spouse, children, parents, siblings, grandchildren, grandparents, uncles and aunts, nephews or nieces or another related individual.


## POLICY STATEMENT(S)

The individual responsible for the application of this Policy, as it pertains to a particular employee or affiliated individual (the "Conflict Decision Maker"), has full authority to determine whether a particular situation involves a conflict of interest on the part of an individual and shall notify such individual in writing of their decision.

In the event that the Conflict Decision Maker decides that there is a conflict of interest on the part of an employee or affiliated individual, the Conflict Decision Maker has the authority to take such action in respect of the conflict of interest that they deem necessary or appropriate, including without limitation the authority to:

- require that the employee or affiliated individual cease any employment, office, or position outside of their employment or office with Central Health or the Board,
- transfer an employee or affiliated individual to another position within Central Health,

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- remove an employee or affiliated individual including a Trustee for a temporary period from the duties which cause a conflict of interest,
- accept the resignation of an employee or affiliated individual including a Trustee; or
- suspend, discipline or dismiss the individual from their employment or office.

An employee or affiliated individual, including a Trustee, who is aggrieved by a decision of the Conflict Decision Maker may appeal such decision to the Board, and the decision of the Board shall be final and binding on all parties affected by such decision.

### **Board of Trustees**


The disclosure of conflict of interest must be made, in the case of a Trustee:

- at the meeting of the Board at which the proposed contract is first considered,
- if the Trustee was not then interested in the proposed contract, at the first meeting of the Board held after they become so interested,
- if the Trustee becomes interested after the contract is made, at the first meeting of the Board held after they become so interested, and
- if an individual who is interested in the contract later becomes a Trustee, at the first meeting of the Board held after they become a Trustee.

A Trustee shall not vote on any resolution of the Board pertaining to any contract referenced therein and the Trustee shall excuse themselves from such portion of any meeting of the Board when such resolution is being discussed or voted on.

All members of the Board of Trustees (“Trustees”) must avoid allowing themselves, their relatives or other representatives of Central Health to be placed in a situation where their personal interests may or could be perceived to conflict with the interests of Central Health.

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No Trustee shall vote on any question before the Board upon the determination of which they or any relative, or any commercial enterprise in which any of them has a financial interest, may derive any financial or other material advantage.

No Trustee nor any relative or partner of such Trustee shall be eligible for appointment as auditor of Central Health.

**Employees and Affiliated Individuals Excluding Board of Trustees**


For purposes of this section only, the definition of affiliated individuals does not include Trustees. The disclosure of conflict of interest must be made, in the case of an employee or affiliated individual:

- immediately after they become aware that the contract or proposed contract is to be considered or has been considered at a meeting of the Board or at a meeting of a Board committee,
- if the employee or affiliated individual becomes interested after the contract is made, immediately after they become so interested, or
- if a person who is interested in the contract later becomes an employee or affiliated individual, immediately after they become an employee or affiliated individual.

A general notice to the Board by a Trustee, or to the CEO by the employee or affiliated individual, declaring that they are a director or have a material interest in a company, firm or partnership and may be considered interested in any contract made or proposed to be made with such company, firm or partnership, is a sufficient declaration of interest in relation to any contract so made, for all purposes of this Policy.

No employee or affiliated individual shall be permitted to engage in any gainful occupation, including self-employment, outside of their employment with Central Health, if it is in any way in conflict with their duties to Central Health.

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No employee or affiliated individual, or partner of such, shall be eligible for appointment as auditor of Central Health.

If any outside employment is judged by the Board to be in conflict with an employee's duties to Central Health, then the employee or affiliated individual, shall immediately cease such occupation or be subject to such disciplinary action as the CEO deems warranted in the circumstances.

No employee or affiliated individual shall hold any outside position that conflicts with the performance of their duties to Central Health.

All employees or affiliated individuals must disclose in writing to the CEO all private business, financial or property interests, or those of any relative, that actually or potentially conflict with or are affected by actions taken or decisions made by the individual in the course of their duties to Central Health, excepting only where such interests are affected in the same manner as the interests of the general public.

An employee or affiliated individual must not, without the permission of the CEO, participate in any official action concerning any interest disclosed or required to be disclosed under this Policy.


No employee or affiliated individual, no relative of an such individuals and no commercial enterprise in which any of them has a financial interest shall, without first obtaining approval of the CEO, be eligible to receive from Central Health any contract for the supply of goods or services or any financial assistance for commercial purposes.

### **Employees and Affiliated Individuals Including Board of Trustees**

Employees and affiliated individuals must:

- refrain from personal activities which might injure or take advantage of Central Health,

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- not use their positions to further their own private interests or, excepting only the provision of a personal employment reference, the private interest of others, and
- avoid conflicts between their duty to the health authority and their own self-interest, that of a relative, or of any commercial enterprise in which any of them has a financial interest.

Employees and affiliated individuals will be considered to be in a conflict of interest where it is established that they:

- or any relatives, have realized undisclosed profits or unfair gains from direct or indirect transactions with Central Health,
- or any commercial enterprise in which they have an interest, have usurped an opportunity of Central Health, or
- have used information obtained through their affiliation with Central Health for personal gain for themselves, any commercial enterprise in which they have an interest, or a relative.


An employee or affiliated individual who:

- is a party to a material contract or proposed material contract with Central Health or who, though not a party, has an interest in that contract by virtue of a subcontract or other indirect means, or
- is a director of, or has a material interest in any company, firm or partnership which:
  - is a party to a material contract or proposed material contract with Central Health, or
  - though not a party to any such contract, has an interest in that contract by virtue of a subcontract or other indirect means,

must disclose in writing to the CEO, or request to have entered in the minutes of the meetings of Board, the nature and extent of their interest.

Except as is expressly permitted by this policy, no commercial enterprise in which any employee or affiliated individual has a financial interest shall receive any direct or indirect benefit from any supplier who supplies any goods or services to Central Health.

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No employee or affiliated individual shall use or be perceived to use their position to further their private affairs or those of a relative, or use information acquired during the course of their official duties and not generally available to the public, for the benefit of their private affairs or those of a relative or any other person or commercial enterprise in which any of them has a financial interest.

No employee or affiliated individuals shall accept a gift, favour, or service from any client of Central Health or from any person, company, firm or partnership having commercial dealings with Central Health other than:


- in the case of persons having commercial dealings with Central Health, normal hospitality between persons doing business together, and
- gifts and tokens of protocol or of a type customarily presented to persons participating in public functions.

No employee or affiliated individual shall:

- borrow or accept money from any client of Central Health,
- accept any gift (other than a token remembrance) from any client of Central Health, unless such client is a relative,
- accept a bequest under a Will (except as to a token remembrance only) of any client of Central Health, unless such client is a relative, or in the circumstances the Board or CEO, as the case may be, is otherwise satisfied that the bequest is bona fide and does not offend the spirit and intent of this Policy, or
- accept designation as beneficiary under any insurance policy of any client of Central Health, unless such client is a relative, unless the same has been disclosed to, and express permission has been received from, the CEO.

Employees and affiliated individuals upon on becoming a candidate in any provincial or federal election, must take a leave of absence from their position during the campaigning process. Upon election the employee/affiliated individual will be required to resign.

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Employees and affiliated individuals may run for office in municipal politics, provided that their participation therein will not create any conflict of interest (as defined in this Policy) with the performance of their duties to Central Health.

No employees and affiliated individuals shall allow the performance of their duties to Central Health to be influenced by plans or offers of future employment.

No employee or affiliated individuals shall, for their personal benefit or in respect of any outside employment, office, or position:

- use an advantage derived from their employment or office with Central Health,
- use the Central Health's premises, equipment, or supplies, or
- conduct themselves so as to appear to act in official capacity representing Central Health or with the approval of the Board, or so as to appear to represent the opinions or policies of Central Health.

An employee or affiliated individual shall disqualify themselves from participation in the process of appointments and promotions within Central Health, in all cases where they may be able to influence any decision to appoint or promote a relative.

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