
POLICY TYPE: GOVERNANCE PROCESS – Council Policy

Policy No: CP 4

POLICY TITLE: Conflict of Interest

Approval Date: September 10, 2016

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PURPOSE

To assist Council members and Committee members recognize situations in which they have an interest that competes or conflicts with their roles as Council members and Committee members.

To provide a procedure to deal with potential, perceived, or actual conflicts of interest.

POLICY

1. What is a conflict of interest?

Each Council member and Committee member is required to act in a manner that serves and protects the interest of the public. At times, a Council member's or Committee member's direct or indirect personal, professional, or financial interests may compete with the interest of the public. This is referred to as a conflict of interest. Each Council member or Committee member has a duty to avoid conflicts of interest.

The College by-laws specify occasions in which a Council member or Committee member will find themselves in a conflict:

8.3 All Council and Committee members have a conflict of interest where a reasonable person could conclude that there is the appearance that:

- a. The personal, professional, or financial interests of a Council member or Committee member or a related person could influence the Council member's or Committee member's judgement in performing their duties.
- b. A Council member or Committee member holds a responsible position such as director, owner, board member, committee member, officer, or employee of any professional advocacy association relating to the professions of audiology and/or speech-language pathology.
- c. The Council member or Committee member is not directly involved in the matter and attempts to influence another Council member or Committee member or a member of the staff of the College who is involved in the matter.
- d. There is an actual, potential, or perceived use of College information by a Council member or Committee member for personal gain.
- e. There is an appearance of bias.
- f. The Council or Committee member's position with another organization affects their decision-making abilities.

Appearance of a conflict of interest

As each Council member and Committee member has both a fiduciary relationship with the College and an obligation to act in the public's best interests, the appearance of a conflict of interest can be equally

as important as an actual conflict of interest. Council members and Committee members recognize that a conflict of interest or an appearance of the conflict of interest by a member of Council or its Committees:

- Could bring discredit to the College
- Could amount to a breach of the fiduciary obligation of the person to the College, and
- Could create liability for either the College and/or the person involved.

Advocacy Groups

Professional advocacy groups serve, at least in part, to promote a profession. The College serves to protect the public. Given the different mandates of these groups, the high probability of many reoccurring conflicts, and the perception of the public that these two groups are in conflict, Council members and Committee members holding a responsible position in a professional advocacy group are considered to have a conflict.

Council members and Committee members are required to declare professional advocacy membership and positions held in any professional advocacy group. Council members and Committee members holding positions in a professional advocacy group (e.g. Speech-Language & Audiology Canada, Canadian Academy of Audiology, etc.) shall be disqualified from sitting on Council or a Committee.

Personal, Professional, and Financial Interest

When a Council member or Committee member or their family member would personally, professionally, or financially benefit materially more than another Council members and Committee members, the Council member or Committee member has a personal, professional, or financial interest in the matter and is in conflict.

2. Disclosure of possible conflicts of interest

A Council member or Committee member must disclose to the Council or Committee when they believe that they may have a conflict of interest on a specific matter.

The Council member or Committee member may consult with the Chair or the Registrar if there is any doubt about whether they may have a perceived conflict.

3. When to disclose a conflict of interest

A Council member or Committee member must disclose a possible conflict of interest immediately:

- Upon reviewing the materials sent to a Council or Committee member prior to a meeting, the Council or Committee member will review the materials and should they believe that they may have a conflict of interest on a specific matter, they will contact either the Chair or the Registrar to disclose the potential conflict of interest.
- If a Council or Committee member was not present at the Council or Committee meeting when the matter in which the Council or Committee member is in conflict was initially considered, the Council or Committee member must disclose the conflict at the next meeting.

- If a Council or Committee member develops a conflict in a matter following the initial consideration of a matter, the Council or Committee member must disclose the conflict at the first meeting following the development of a conflict.
- If the Council or Committee member develops a conflict after a financial contract transaction is made, the Council or Committee member must disclose the conflict at the first meeting following the development of a conflict.

4. Failure to disclose conflict of interest

Failure to disclose a conflict of interest shall result in sanction, including censure, removal of the Committee member from a committee, disqualification of an elected Council member, or a request to the Minister of Health to remove the appointed Council member. Furthermore, a failure to disclose a conflict of interest may constitute a breach of Oath of Office.

5. Procedure

- a. The Council and Committee Chair will begin each meeting by asking Council and Committee members for a disclosure of any possible conflict of interest concerning any matter on the agenda.
- b. A Council or Committee member shall immediately disclose if they have conflict of interest on a specific matter and if they are unsure if they have a potential conflict of interest.
 - i. The disclosure shall contain a description of the nature and extent of the conflict. The Council or Committee will have the opportunity to ask questions of the Council or Committee member to clarify the nature and extent of the conflict.
 - ii. The disclosure, including the name of the member who made the disclosure as well as the particulars of the disclosure, will be recorded in the minutes of the meeting.
- c. Should the Council member or Committee member be unsure if they have a conflict of interest:
 - i. The Council or Committee member will absent themselves from the room;
 - ii. The Council or Committee will deliberate and discuss whether there is an appearance of a conflict. The Council or Committee will decide whether there is an appearance of a conflict of interest and provide the Council or Committee member with the direction; and,
 - iii. The Council or Committee member will accept the direction of the Council or Committee as to whether there is an appearance of a conflict of interest and the direction will be recorded in the minutes.
- d. Upon the direction that there is not an appearance of a conflict of interest, the Council or Committee member may continue to fully participate in the Council or Committee meeting. The Council or Committee member has an ongoing obligation to provide any new material facts that were not previously disclosed in regards to the matter.



- e. Upon the direction that there is an appearance of a conflict of interest or upon a Council or Committee member declaring that they have a conflict of interest:
 - i. The Council or Committee member will absent themselves from the portion of the meeting relating to the matter and the absence will be recorded in the minutes;
 - ii. The Council or Committee member will not attempt in any way to influence the voting or do anything that might be perceived as attempting to influence the decision of other Council or Committee members on the matters; and,
 - iii. The Council or Committee member will not vote or take part in the discussion on any question relating to the matter and the abstention will be recorded in the minutes.
- f. In the event of a financial conflict, a Council or Committee member will only enter into a contract or transaction with the College on a competitive bid basis.