

ASTTBC Conflict of Interest POLICY

Policy Subject	ASTTBC Conflict of Interest Policy
Policy Section	
Policy Number	
Approving Authority	ASTTBC Board
Revision	V1.0
Approved Date	January 19, 2023
Responsible Officer	Registrar
Next Policy Review Date	TBD

1.0 REASON FOR POLICY

- 1.1 It is the duty of ASTTBC to serve and protect the safety, health and well-being of the public and environment and to exercise its power and discharge its responsibilities under all enactments in the public interest under section 22 of the *Professional Governance Act* (“PGA”).
- 1.2 Public confidence in the ability of ASTTBC to fulfill its mandate requires the ASTTBC Board and committee members to avoid any perceived or actual conflicts of interest in the discharge of their duties and responsibilities under the *PGA* and ASTTBC Bylaws.
- 1.3 This policy is designed to provide guidance to Board and committee members to ensure that their decisions are properly made on the basis of the public interest and not on the basis of personal and other considerations that are extraneous to the ASTTBC’s mandate.

2.0 APPLICABILITY

- 2.1 This policy applies to:
 - (a) Board and committee members, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, are entrusted with powers, which they are to use in furtherance of ASTTBC’s mandate, duties, and object. A person occupying such a role has a duty to avoid engagements in which any personal financial or other interest, including any interest of a related person, does or may possibly conflict with that person’s duty to ASTTBC. The duty to avoid conflicts of interest includes, but is not limited to, a duty to avoid reaping any unauthorized profit or benefit from one’s position.
 - (b) Board and committee members, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, must make every reasonable effort to avoid actual and perceived conflicts of interest.

3.0 POLICY STATEMENTS

3.1 Definition of “Conflict of Interest”:

3.1.1 For the purposes of this policy, a Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, is in a “conflict of interest” when

- (a) his or her personal interest, or
- (b) the interest of any person or entity in a relationship of close proximity (including family members, friends, business associates, employers, corporations or partnerships in which they have an interest), and/or a person to whom they owe an obligation,

may affect or influence a Board director, committee member, or appointed qualified individual’s ability to carry out their duties to ASTTBC impartially and without bias, or reasonably be perceived to affect or influence, any exercise of authority by that Board, committee member, or appointed qualified individual.

3.1.2 A “benefit” means a direct or indirect pecuniary or non-pecuniary advantage and includes the avoidance of a detriment.

Common law definition applies

3.1.3 A conflict of interest arises when a Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, has a personal interest on their own behalf or on behalf of a person or entity in close proximity in a matter that transcends the interest that they have in common with other members of the Board. In assessing whether there is a conflict of interest, the objective test that will be applied is whether a reasonably informed person would conclude that the interest might influence the exercise of the Board or committee member or appointed qualified individual’s duties. If so, the Board or committee member or appointed qualified individual will be disqualified.[\[1\]](#)

Definition includes an apparent or perceived conflict of interest

3.1.4 A conflict of interest includes an apparent or perceived conflict of interest for the purposes of this policy. An apparent or perceived conflict of interest arises when a reasonably informed person, viewing the matter realistically and practically, would think it more likely than not that the Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, consciously or unconsciously, would be influenced in the performance of their duties by considerations having to do with their private interests or the interests of those in a relationship of close proximity to them.[\[2\]](#)

3.2 Policy Statement:

3.2.1 Identifying a conflict of interest

3.2.1.1 A conflict of interest arises in any situation where personal interests or the interests of those in close proximity may either affect or influence, or may be perceived to affect or influence, a Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties. It is important to recognize that conflict of interests may arise in diverse situations. For example, a conflict of interest would arise:

- (a) If the Board is considering three different proponents for a contract for services, and one of these three proponents is a company that belongs to a family member of a Board member;
- (b) If a committee is considering whether it should recognize a course offered by a training provider as satisfying the training requirements for a certified practice, and the member of the committee is employed by the training provider offering the course in question, or has already taken the course and stands to benefit from recognition of it;
- (c) If a member of the investigations committee is friends or colleagues with a registrant who is subject to a complaint;
- (d) If a member of the credentials committee recognizes an applicant whose application is before that committee on a fitness to practise issue as a person with whom they worked closely in recent years;
- (e) If a member of the investigation committee recognizes a registrant who is subject to a complaint as a partner in a business in which that committee member holds a significant interest or otherwise participates in that business; and
- (f) If a member of the Board is also a board member of another PGA regulator that seeks to advance a particular agenda in relation to a matter before the Board.
- (g) If a member of the Board or committee is a file reviewer and has reviewed an application for registration while they are serving their term as a member on the Board or committee.

3.2.2 Disclosure of conflict of interest

3.2.2.1 If a Board member believes that they may have a potential or actual conflict of interest, they must:

- (a) immediately recuse themselves; or
- (b) disclose the potential or actual conflict of interest with sufficient information to the Registrar and/or the Board Chair, and seek and follow their direction; and
- (c) subject to the direction of the Registrar or Chair,
 - i. refrain from discussing, voting on, or taking any action with respect to any matter in which they may have a potential or actual conflict of interest,
 - ii. remove themselves from the meeting if and when deemed appropriate; and
 - iii. refrain from attempting to exert any personal influence with respect to the matter being addressed.

3.2.2.2 If a committee member believes that they may have a potential or actual conflict of interest, they must

- (a) immediately recuse themselves; or

- (b) disclose the potential or actual conflict of interest with sufficient information to the Registrar and/or the Chair of the committee, and seek and follow their direction; and subject to the direction of the Registrar or Chair,
 - i. refrain from discussing, voting on, or taking any action with respect to any matter in which they may have a potential or actual conflict of interest,
 - ii. remove themselves from the meeting if and when deemed appropriate; and
 - iii. refrain from attempting to exert any personal influence with respect to the matter being addressed.

3.2.2.3 If a qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties believes they may have a potential or actual conflict of interest, they must

- (a) immediately recuse themselves; or
- (b) disclose the potential or actual conflict of interest with sufficient information to the Registrar and/or the Board Chair/Chair of the committee, and seek and follow their direction; and subject to the direction of the Registrar or Chair,
 - i. refrain from discussing or taking any action with respect to any matter in which they may have a potential or actual conflict of interest,
 - iii. refrain from attempting to exert any personal influence with respect to the matter being addressed.

3.2.2.4 If a Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, has reason to believe that another Board or committee member or members, or appointed qualified individual, may have a potential or actual conflict of interest, they must immediately disclose their reason for believing that the Board or committee member(s) or appointed qualified individual may have a potential or actual conflict of interest, and the nature of that potential or actual conflict of interest, to the Registrar, the Chair of the Board, and/or the committee Chair as applicable, and seek direction.

3.2.2.5 When a Board or committee member refrains from taking part in a Board or committee decision pursuant to this policy, the Board or committee member shall not be counted as part of the quorum making the decision, unless the other Board or committee members present at the meeting unanimously agree to allow the Board or committee member to be counted as part of the quorum.

3.2.2.6 The Board may authorize a Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, to act notwithstanding a conflict of interest, upon the affected Board or committee member fully disclosing all material facts concerning the conflict of interest, and upon the Board being satisfied that such authorization is in ASTTBC's best interests. Examples of circumstances where the Board could grant such authorization might include the following circumstances:

- (a) Where a conflict exists but the benefit to the Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, is non-existent or minimal; and
- (b) Where a conflict exists, but the benefit to ASTTBC is such that the conflict is acceptable.

The Board may make any authorization conditional upon the Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, taking steps or observing procedures the Board deems necessary to safeguard ASTTBC or public confidence in the ASTTBC.

- 3.2.3 If a Board or Committee member does not follow the direction of the Registrar or Chair
 - 3.2.3.1 If the Registrar, Chair, and/or committee Chair provide direction to a Board or committee member, including any qualified individual appointed to assist the Board or a Committee in carrying out their statutory duties, in relation to a conflict of interest, and the member does not comply with that direction, the matter should be put to the Board and/or committee, as applicable, as a whole. The Board or committee must then seek legal advice and determine, by majority vote, whether the member should be disqualified from participating in any discussion, voting, or other activity related to the matter in which the Board or committee member or appointed qualified individual, has the conflict of interest.

[1] See: *Old St. Boniface Residents Association Inc. v. City of Winnipeg et al.*, [1990] 3 S.C.R. 1170 (para.55).

[2] See: *Threader v. Canada (Treasury Board)*, [1987] 1 F.C. 41(C.A.) (para. 27).

I acknowledge that I have read and understood ASTTBC’s Conflict of Interest Policy and agree to conduct myself in accordance with it.
Signature:
Name:
Date: