

Policy Number:	<b>8023p</b>
Policy Title:	<b>Conflict of Interest and Conflict of Commitment Procedure</b>
Approved by:	<b>President</b>
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**1. Procedure Statement**

- 1.1. University Canada West (“**UCW**” or the “**University**”) Conflict of Interest and Conflict of Commitment Procedures are intended to ensure compliance with the Conflict of Interest and Conflict of Commitment Policy (the “**Policy**”).
- 1.2. These Procedures describe the duties and responsibilities for University employees who:
  - a. are, or may be, in circumstances or carrying out activities which may lead to actual, potential, or perceived Conflicts of Interest or Conflicts of Commitment; and
  - b. are responsible for receiving, considering, and making determinations with respect to reports of Conflicts of Interest and Conflicts of Commitment.

**2. Definitions**

- 2.1. These definitions apply to terms as they are used in these Procedures:

<b>Word/Expression</b>	<b>Definition</b>
<b>External Activity</b>	means an activity or association outside an employee’s scope of work with the University that involves a definite set of commitments or obligations on the part of the employee. This includes, but is not limited to: <ul style="list-style-type: none"> <li>a. employment outside the University;</li> <li>b. operation of a business outside the University;</li> <li>c. teaching, research, or consulting activities outside the University</li> <li>d. volunteer roles that require a regular commitment of time or other responsibilities;</li> <li>e. serving as an officer, director, or advisory board member of an external organization; and</li> <li>f. educational activities.</li> </ul>
<b>Initial Reviewer</b>	means the individual responsible for initially reviewing disclosures of Conflicts of Interest or Conflicts of Commitment and is normally the person to whom the person making the disclosure reports ( <i>e.g.</i> , head of department or administrative unit).

<b>Personal Interest</b>	means an interest that arises from an employee’s relationship with a Related Person.
<b>Private Interest</b>	means a private, financial, or personal interest, and includes a Personal Interest.
<b>Related Person</b>	means a person who is, or within the previous five (5) years has been <ul style="list-style-type: none"> <li>a. related to the employee by blood, adoption, guardianship, marriage, or common-law marriage,</li> <li>b. a member of the employee’s household;</li> <li>c. a close personal friend of the employee, or</li> <li>d. in an amorous or intimate (including but not limited to sexual) relationship with the employee.</li> </ul>
<b>Related Entity</b>	means: <ul style="list-style-type: none"> <li>a. a public corporation of which the individual is a director or officer or the beneficial owner of more than 5% of the outstanding shares of any class;</li> <li>b. a ‘for-profit’ private company of which the individual is a director or officer;</li> <li>c. a ‘for-profit’ private company of which the individual is the beneficial owner of shares in the corporation;</li> <li>d. a society or non-profit corporation of which the individual is a director or officer; and</li> <li>e. a partnership of which the individual is a partner or of which one of the partners is a Related Entity of the individual by reason of clause (a), (b), (b), (c), or (d) above.</li> </ul>
<b>Secondary Reviewer</b>	means the individual responsible for making a decision on the recommendation from the Initial Reviewer; for faculty, this is normally the Director of Faculty Relations and, for non-faculty employees, this is normally the Executive Director, People and Culture.
<b>University Resources</b>	include the human resources ( <i>e.g.</i> , working hours and time of employees, faculty, and students), physical resources ( <i>e.g.</i> , equipment, offices, facilities), and information resources ( <i>e.g.</i> , data, intellectual property) of the University.

### **3. Disclosure of Conflicts of Interest and Conflicts of Commitment**

- 3.1. Prior to undertaking any activity, engagement, or relationship that may give rise to a Conflict of Interest or a Conflict of Commitment, whether it is within the scope of the employee's work at the University or not, an employee must proactively disclose that activity, engagement, or relationship and receive written authorization before proceeding.
- 3.2. All employees at the University must disclose any financial, business, or commercial interests that they or their Related Parties have in entities related to the employee's work at the University.
- 3.3. For staff members, all disclosures of actual, perceived, or potential Conflicts of Interest must be received in writing by the Initial Reviewer and must be made using the Conflict of Interest and Conflict of Commitment Declaration form in Appendix A.
- 3.4. The Conflict of Interest and Conflict of Commitment Declaration is intended to bring conflicts, or situations and circumstances that might lead to conflicts, to the attention of the University.
- 3.5. All disclosures made by employees pursuant to these Procedures must be kept confidential, except to the extent that disclosure is required to manage the conflict.
- 3.6. Employees must keep the Initial and Secondary Reviewers informed of any material changes to the information disclosed in the Conflict of Interest and Conflict of Commitment Declaration. Failing to notify the Initial and Secondary Reviewers of such changes is equivalent to failing to disclose the activity.
- 3.7. If the Initial Reviewer has a Personal Interest or Private Interest in the matter to be discussed or approved, that person will refer the matter to the Secondary Reviewer, who will assume the role of the Initial Reviewer.
- 3.8. If the Secondary Reviewer has a Personal Interest or Private Interest in the conflict that has been disclosed, the matter will be assessed by the next appropriate senior reporting officer of the University.

### **4. Review and Mitigation of Conflicts of Interest**

- 4.1. After receiving a disclosure from an employee, the Initial Reviewer will, in consultation with the employee, assess the proposed activity, Personal Interest, Private Interest, or association with a Related Party or Related Entity.
- 4.2. The Initial Reviewer will determine:
  - a. whether there is an actual, perceived, or potential Conflict of Interest;
  - b. if so:

- i. the extent to which the Conflict of Interest will be detrimental to the interests of the University;
  - ii. the extent to which the Conflict of Interest will be detrimental to the ability of the employee to discharge his or her obligations to the University;
  - iii. whether the Conflict of Interest may be managed or mitigated through an appropriate protocol; and
  - iv. whether the Conflict of Interest can withstand reasonable and independent scrutiny.
- 4.3. Based on the assessment in section 4.2, the Initial Reviewer will, in consultation with the employee, either:
  - a. recommend that no action is required to address the Conflict of Interest;
  - b. recommend that some action ought to be taken to address the Conflict of Interest; or
  - c. recommend that the proposed activity, Personal Interest, Private Interest, or association with a Related Party or Related Entity is not permissible given the Conflict of Interest.
- 4.4. If the Initial Reviewer recommends that action ought to be taken to address the Conflict of Interest, the Initial Reviewer will prepare a conflict management plan, in consultation with the employee. The conflict management plan will allow the University to take appropriate steps to avoid or manage the conflict including, but not limited to:
  - a. requiring the employee to refrain from being involved in any decisions or dealings on behalf of the University that may conflict or otherwise intersect with the employee's Personal Interest or Private Interest;
  - b. taking steps to ensure that the employee does not exercise supervisory, instructional, or other responsibilities in connection with a Related Person;
  - c. requiring the employee to cease their involvement in the Private Interest at issue;
  - d. removing the employee from any position(s) of trust or authority that may conflict or otherwise intersect with the employee's Personal Interest or Private Interest; or
  - e. requiring the employee to repay to the University or the appropriate third party any benefit received by the employee that may have been connected to a Private Interest.
- 4.5. The above list is not exhaustive. The University has the sole discretion to implement any protective steps it considers necessary to avoid or manage an actual, perceived, or potential Conflict of Interest or otherwise to protect the University's interests.

- 4.6. Upon receipt of the Initial Reviewer's written recommendation and conflict management plan (if applicable) under sections 1 and 4.4, the Secondary Reviewer must consider the Initial Reviewer's recommendation and either:
- a. determine that the proposed activity, Personal Interest, Private Interest, or association with a Related Party or Related Entity is permissible as disclosed with no further action by the employee or the University;
  - b. implement the Initial Reviewer's conflict management plan submitted under sections 1(b) and 4.4, with such modifications as the Secondary Reviewer may reasonably determine; or
  - c. where the Conflict of Interest cannot be managed, determine that the employee must not proceed with the proposed activity, Personal Interest, Private Interest, or association with a Related Party or Related Entity.
- 4.7. The Initial and Secondary Reviewers will record all determinations in writing and provide a copy to the Person.
- 4.8. A conflict management plan must be documented in writing and signed by the employee, any Related Party who is an employee of the University (where applicable), the Secondary Reviewer, and Human Resources.
- 4.9. If the Secondary Reviewer determines that there is an actual, perceived, or potential Conflict of Interest that cannot be sufficiently managed or mitigated, or that could not withstand reasonable and independent scrutiny, the employee must take steps to eliminate the Conflict of Interest. The employee must document such steps in writing and this document must be signed by the employee, the Secondary Reviewer, and Human Resources.

## **5. Review and Mitigation of Conflicts of Commitment**

- 5.1. After receiving a disclosure from an employee, the Initial Reviewer will assess the proposed activity, Personal Interest, Private Interest, or association with a Related Party or Related Entity, and determine:
- a. the anticipated commitment of University Resources, including the employee's time;
  - b. any foreseeable impacts on the employee's ability to fulfill their responsibilities to the University;
  - c. whether there is an actual, perceived, or potential Conflict of Commitment; and
  - d. if yes:
    - i. to what extent the Conflict of Commitment interferes with the employee's ability to satisfy his or her obligations to the University, including: the nature of the

employee's roles and responsibilities at the University, the operational needs of the employee's group and department, the nature of the anticipated time commitment, the relative flexibility and predictability of the anticipated time commitment, and whether the anticipated timing and nature of the External Activity is likely to cause the employee to be unavailable when expected to perform responsibilities for the University;

- ii. whether the Conflict of Commitment contributes to or benefits the University or the employee in such a way as to warrant the interference;
- iii. whether the Conflict of Commitment may be managed or mitigated through an appropriate protocol; and
- iv. whether the Conflict of Commitment can withstand reasonable and independent scrutiny.

5.2. When a Conflict of Commitment may impinge upon the employee's performance of specific responsibilities to the University, the Initial Reviewer will prepare a conflict management plan. The conflict management plan will allow the University to take appropriate steps to avoid or manage the conflict or require the employee to do so, including, but not limited to:

- a. authorizing the use of University Resources for the External Activity, subject to any conditions deemed necessary by the University;
- b. rescheduling the External Activity to avoid impacting the employee's responsibilities to the University;
- c. adjusting the employee's work schedule to accommodate the External Activity;
- d. the employee taking a leave of absence to accommodate the External Activity; and
- e. otherwise modifying the employee's responsibilities.

5.3. The above list is not exhaustive. The University has the sole discretion to implement any protective steps it considers necessary to avoid or manage a Conflict of Commitment or otherwise to protect the University's interests.

5.4. Upon receipt of the Initial Reviewer's written recommendation and conflict management plan (if applicable) under sections 1 and 4.4, the Secondary Reviewer must consider the Initial Reviewer's recommendation and either:

- a. determine that the proposed External Activity is permissible as disclosed with no further action by the employee or the University;

- b. implement the Initial Reviewer's conflict management plan submitted under sections 5(d)(iii) and 5.2, with such modifications as the Secondary Reviewer may reasonably determine; or
  - c. where proposed External Activity cannot be managed, determine that the employee must not proceed with the proposed activity, Personal Interest, Private Interest, or association with a Related Party or Related Entity.
- 5.5. If the Secondary Reviewer determines that the Conflict of Commitment cannot be sufficiently managed or mitigated, the employee must take steps to eliminate the Conflict of Commitment. The employee must document such steps in writing and this document must be signed by the employee, the Secondary Reviewer, and Human Resources.

## **6. Implementation and Monitoring of Conflict Management Plans**

- 6.1. If a conflict management plan has been recommended, the employee may proceed with the proposed activity, association, relationship, or interest that gives rise to the disclosed Conflict of Interest or Conflict of Commitment, provided they comply with the conflict management plan.
- 6.2. Human Resources will administer or delegate the implementation and ongoing monitoring of all conflict management plans.

## **7. Reporting**

- 7.1. Once annually, the Secondary Reviewer for faculty members must submit a report to the Vice-President (Academic) summarizing each of the cases referred to them and the disposition of the cases.
- 7.2. Once annually, the Secondary Reviewer for non-faculty employees must submit a report to the President summarizing each of the cases referred to them and the disposition of the cases.

## **8. Confidentiality**

- 8.1. Any information gathered about an individual employee under the Policy and these Procedures must be held in strict confidence and must not be divulged to any other person, except for internal University administrative purposes, without the express written consent of the employee or under compulsion of law.

## **9. Document Retention**

- 9.1. The University must maintain all records required by these Procedures in accordance with its document retention policies.

**10. Distribution**

10.1. These Procedures will be distributed to each University employee upon initial appointment or hiring.

**11. Responsibility**

11.1. The Executive Director, People & Culture (Human Resources) has responsibility for the decisions related to this Procedure for non-faculty employees.

11.2. The Vice-President, Academic has responsibility for the decisions related to this Procedure for faculty members.

**Related policies**

<b>Policy Number</b>	<b>Policy Title</b>
8003	Standard of Conduct Policy
8003p	Standard of Conduct Procedure
8023	Conflict of Interest and Conflict of Commitment Policy
	Employee Handbook