

<b>CONFLICT OF INTEREST</b>		<b>DOCUMENT TYPE: POLICY</b>
<b>DOCUMENT # 100</b>	<b>CATEGORY: GOVERNANCE &amp; OPERATIONS</b>	<b>DATE ISSUED: MAY 28, 2019</b>
<b>APPROVED BY: THE BOARD</b>	<b>STEWARD:</b>	<b>LAST REVIEW DATE: MAY 28, 2019</b>
<b>ENDORSED BY: COALITION CHIEF OFFICERS COMMITTEE</b>		<b>NEXT REVIEW DATE:</b>

**PURPOSE**

The purpose of this policy is to recognize the potential risk of Board of Governors (Board) finding themselves in the untenable situation of needing to act in the best interest of the Pilot Coalition or both colleges while knowing that a decision may in fact be more favorable to one College than the other.

Loss of public confidence and a damaged College reputation are the most likely results of poorly managed conflict of interests. Given the unique governance structure of the Cumberland/Parkland Coalition, this policy establishes formal guidelines for handling potential conflict of interests that may arise in pursuit of decisions that need to be made for the greater good of the Coalition, as opposed to each respective College region.

**PRINCIPLES**

**1. Conflict of Interest**

- 1.1 Conflict of interest guidelines are intended to prohibit a Board member from engaging in any decision-making process that would give him/her a unique advantage (financial or otherwise) or compromise the fair and honest discharge of the individual’s duties, thereby avoiding a situation where it could be perceived that a Board member has used their position to influence a decision which had a direct or economic benefit to that individual.
- 1.2 When adhered to properly, the College Conflict of Interest Policy does not unfairly deny the opportunity to have a Board member’s business serve the College simply because the business owner has agreed to serve on the Board of Directors.

**2. Relationship Between Parkland and Cumberland Colleges**

- 2.1 The Chief Executive Officer’s (CEO) employment contract with each College must clearly state that s/he is being hired by both boards to be the CEO of both colleges and that s/he reports to both boards and all costs will be split equally. The CEO and Board will ensure the coalition objectives are prioritized without preference or prejudice directed at either individual College.
- 2.2 The two Colleges will mitigate the potential for conflict of interest through open, honest dialogue and consensus decision making.
- 2.3 The two Colleges agree to share all information and acknowledge there is nothing confidential between the two colleges.

**3. Workplace Relationships**

- 3.1 Relationships with Students: This policy does not prohibit the registration of a Board member’s friends or family members in a class at the College as this could create an issue of access to education in the College region for individuals.

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3.2 Relationships with College Employees: Board members must ensure that social relationships with other employees do not interfere with, or have the perception of interfering with, the effective functioning of the workplace.

3.3 Board members who become involved in personal relationships (including romantic or sexual) with College employees are responsible for ensuring that the relationship does not raise concerns about abuse of power, harassment, bias, or conflict of interest.

#### **4. Employment at College**

4.1 A Board member shall not make application for, nor be eligible for, employment at the College. Should a Board member wish to apply for a College position, he/she must first resign their position from the Board (prior to applying to the College).

4.1.1 Notwithstanding 3.1 above, a Board member may be employed by the College in an out-of-scope, contract position. Such a position should be short-duration (e.g., a short workshop) and not be ongoing over a period of weeks or months.

4.2 While a Board member’s immediate family may apply for, and hold, a position at the College, such a position must not have direct accountability or reportability to the Board. If a Board member’s immediate family applied for, and was successful in obtaining, any of these positions, the Board member would be expected to resign from the Board.

#### **5. Outside Interests and Investment Activity**

5.1 While the College recognizes the rights of Board members to be involved in business, political, and volunteer activities as individuals and citizens in their communities, such activities shall not present a conflict, or perception of conflict, between the Board member’s private interests and the discharge of their duties as Board members of the College. Board members are expected to remain impartial and retain the perception of impartiality in relation to their duties and responsibilities with the College.

5.2 Board members shall not hold a significant financial interest, either directly or through a family member, relative, or friend, or hold or accept a position as an officer of employee in an organization that has a material relationship with the College, where by virtue of his or her position with the College, the Board member could in any way benefit the other organization by influencing the decisions of the College, unless the interest has been disclosed and a remedy to the conflict has been implemented.

5.3 Board members shall not, either directly, or indirectly through family, relatives, or associates, acquire or dispose of any interest, including publicly traded shares, in any company while having undisclosed confidential information obtained in the course of their work with the College which could reasonably affect the value or anticipated value of such securities.

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## **6. Outside Remuneration/Employment & Volunteer Work**

6.1 Board members may hold jobs outside of the College, carry on a business, receive remuneration from public funds for activities outside of their position with the College, or engage in volunteer activities if it does not:

- Interfere with the performance of their duties as a College Board member;
- Bring the College into disrepute;
- Represent or create the reasonable perception of a conflict of interest;
- Appear to be an official act or to represent the College’s opinion, position, or policy;
- Involve the unauthorized use of work time or College premises, services, equipment, or supplies; or
- Gain an advantage that is derived from their Board membership with the College.

## **7. Entertainment, Gifts, or Favours**

7.1 Board members and their family or relatives shall not accept entertainment, gifts, or favours that create or appear to create a favoured position for doing business with the College. Inappropriate gifts received by Board members shall be returned to the donor.

7.2 Similarly, no Board member shall offer or solicit entertainment, gifts, or favours to secure preferential treatment for themselves or the College.

7.3 Notwithstanding 6.1 and 6.2 above, entertainment, gifts, and favours may be accepted or offered by Board members in the normal exchanges common to, and generally accepted in, established business relationships in which there no sense of obligation is created. The following criteria should be used as a guide and Board members should consult with their Board Chair if they are uncertain or require further guidance:

- The transaction must be lawful;
- The entertainment, gift, or favour is modest or of nominal value, occurs infrequently, and would be seen to be within the bounds of propriety and reasonable business and/or cultural standards taking into account the circumstances of the occasion; and
- The entertainment, gift, or favour is not used for financial gain by the Board member, their family, or their relatives.

## **8. Use of College Property and Assets**

8.1 Board members, in the course of their duties and responsibilities at the College, are entrusted with the care, management, and cost-effective use of College property and assets, including the use of the College’s name and intellectual property.

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8.2 Board members may use property and assets owned by the College, excluding vehicles owned by the College, for incidental purposes. Incidental use is use that:

- Is infrequent and of short duration (i.e., during the evening or the weekend);
- Does not impact normal College operations;
- Follows sign-out procedures (as appropriate);
- Does not cause the College to incur any costs;
- Does not use the College supplies;
- Does not expose the College to any risk or liability, including *Workers Compensation Act* and regulations;
- Requires that the Board member has received appropriate training for the property or asset that is being used prior to use;
- Is not part of an activity which the Board member does exclusively for personal remuneration or remuneration for a family member, relative, or other associate;
- Requires that the Board member will return the asset in the same or better condition;
- Requires that the Board member will reimburse the College for any costs to repair or replace damaged or lost property; and
- Does not contravene this policy or any laws, including but not limited to, *Workers Compensation Act* and regulations, including Work Alone requirements.

It is recognized that there may be circumstances wherein a Board member may undertake activities that involve the use of College property and assets for which there may be some form of direct or indirect remuneration to the Board member (i.e., exhibitor fees, research grants not directly related to College activities), but also provide a direct or indirect benefit to the College or have a not-for-profit and/or public or academic recognition/development purpose. Such activities may be considered to be appropriate incidental use of College property or assets if the use of the property or asset is authorized by the College in advance of such use via a written request to the designated supervisor accountable to the property or asset. The College may determine that the use is not incidental as described in this policy, and may determine and charge appropriate usage fees for the use of College property or assets by Board members in such circumstances.

**POLICY**

The Board of Governors are responsible for carrying out their duties and responsibilities in an ethical manner while also protecting the integrity of the Board as a whole. Trust and confidence in the College can only be sustained if all forms of conflict of interest are identified, disclosed, and resolved. Each Board member is obligated to ensure there is not, nor does there appear to be, any conflict between

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the private interests of the individual and his/her responsibility to the College.

## DEFINITIONS

**Board** - shall mean the appointed Board of Governors of each College.

**The College** - Refers to both Cumberland and Parkland College.

**Confidential Information** - Includes, but is not limited to, proprietary, technical, operational, business, financial, or legal information about The College, its employees, suppliers and contractors, and student information.

**Conflict of Interest** - Any situation where a Board member’s private interests may be incompatible or in conflict with their duties and responsibilities as a member of the Board; any situation where a Board member’s membership in another organization may, or may be perceived to, influence the carrying out of their duties and responsibilities as a member of the Board; or any situation in which Section 9 of the Regional Colleges Act may be violated.

**Immediate Family** - For the purpose of this policy, “immediate family” is defined as the Board member’s spouse, common-law spouse, son, son-in-law, daughter, daughter-in-law, father, mother, father-in-law, mother-in-law, brother, sister, grandchild, or grandparent.

## LEGISLATIVE AND COLLECTIVE AGREEMENT REFERENCES

- The Regional Colleges Act.
- Workers Compensation Act.
- Conflict of Interest Procedures

## Links to Other Related Policies, Documents and Websites

N/A