| SPP 10.25: Conflict of Interest and Whistleblowing | 26-02-02 |
|---|---|
| Purpose | This Statement of Policy and Procedure is to uphold PHE Canada's Code of Conduct and Ethics Policy, which represents the collective values of the PHE Community shares regarding the integrity of the PHE profession and the inherent dignity, worth, respect, fairness, and right to health and well-being for all.<br><br>This policy applies to real or perceived conflicts of interest and behaviour addressed by the Code of Conduct and Ethics Policy. Any reports should comply with the terms of the Discipline and Appeal Policy. |
| Scope | This Statement of Policy and Procedure applies to all organizational representatives and members. |

**1. POLICY (what we do)**

**1.1.** To uphold PHE Canada's Code of Conduct and Ethics Policy, PHE Canada's organizational representatives will not:

- Engage in any business or transaction, or have a financial or other personal interest, that is incompatible with their official duties with PHE Canada, unless such business, transaction, or other interest is properly disclosed to PHE Canada and approved by PHE Canada.
- Knowingly place themselves in a position where they are under an obligation to any person who might benefit from special consideration or who might seek preferential treatment.
- In the performance of their official duties, give preferential treatment to family members, friends, colleagues, or organizations in which their family members, friends, or colleagues have an interest, financial or otherwise.
- Derive personal benefit from information that they have acquired during the course of fulfilling their official duties with PHE Canada, if such information is confidential or not generally available to the public.
- Engage in any outside work, activity, or business or professional undertaking that conflicts or appears to conflict with their official duties as a representative of PHE Canada, or in which they have an advantage or appear to have an advantage based on their association with PHE Canada.
- Without the permission of PHE Canada, use PHE Canada's property, equipment, supplies, or services for activities not associated with the performance of their official duties with PHE Canada.
- Place themselves in positions where they could, by being an organizational representative, influence decisions or contracts from which they could derive any direct or indirect benefit.

**1.2** All organizational representatives must formally disclose in writing any actual or potential conflicts of interest before taking up their duties or as soon as they arise.

**1.3** Organizational representatives are expected to excuse themselves from taking part in any discussions and decisions in which they have an actual or potential conflict of interest, whether pecuniary or non-pecuniary.

**1.4** Employees must report any actual or potential conflicts of interest that arise during their work with PHE Canada or as soon as they arise.

**1.5** Confirmation of such contrary conduct must come in the form of public records, press reports, personal accounts about criminal or unethical conduct, or an admission by the member.

**1.6** If contested, PHE Canada will engage an independent legal advisor. The independent legal advisor will connect with the member and will be given the opportunity to submit a written response for consideration.

**1.7** Should it become known that organizational representatives or members are engaged in conduct contrary to PHE Canada's Code of Conduct and Ethics Policy, the Board may revoke membership.

## 2. PROCEDURES (how we do it)

**2.1.** It is the responsibility of the President to ensure that all Board Directors, Officers and the Executive Director & Chief Executive Officer are aware of this policy.

**2.2.** It is the responsibility of the Executive Director & Chief Executive Officer to ensure that all employees and members are aware of this policy.

**2.3.** It is the responsibility of all organizational representatives who believe that some other organizational representative(s) or member(s) is in an undeclared conflict of interest, or that their conduct contravenes PHE Canada's Code of Conduct and Ethics Policy, to report such action.

**2.4.** PHE Canada is committed to treating such allegations seriously and confidentially.

**2.5.** All allegations that an organizational representative(s) or member(s) is acting in an undeclared conflict of interest, an illegal, or an unethical manner will be investigated confidentially and dealt with expeditiously.

**2.6.** PHE Canada will ensure that the individual(s) reporting is protected from harassment by treating their report and any subsequent action confidentially. However, individuals are reminded that reports are taken seriously and are not to be made lightly. An individual who uses this whistle-blowing provision frivolously will be subject to disciplinary action.

**2.7.** On an annual basis, all organizational representatives will complete an annual acknowledgement form confirming that they do not have any actual or apparent conflicts of interest with PHE Canada.

**2.8.** Decisions or transactions that involve a conflict of interest that have been proactively disclosed by organizational representatives will be considered and decided with the following additional provisions:

- The nature and extent of the organizational representative's interest have been fully disclosed to the body that is considering or making the decision, and this disclosure is recorded or noted.
- The organizational representative does not participate in the discussion on the matter.
- The organizational representative abstains from voting on the decision.
- For board-level decisions, the Board Director does not count towards quorum for deciding on that matter.

- The decision is confirmed to be in the best interests of PHE Canada.

**2.9.** As situations arise, organizational representatives shall disclose real or perceived pecuniary or non-pecuniary conflicts of interest to the Executive Director & Chief Executive Officer or Board immediately upon becoming aware that a conflict of interest may exist.

**2.10.** Any real or perceived conflict of interest, whether pecuniary or non-pecuniary, between an organizational representative's personal interest and the interests of PHE Canada, shall always be resolved in favour of PHE Canada.

**2.11.** For any real or potential conflicts of interest involving employees, the Executive Director & Chief Executive Officer will determine whether there is a conflict and, if one exists, the employee will resolve the conflict by ceasing the activity giving rise to the conflict.

**2.12.** PHE Canada will not restrict employees from accepting other employment contracts or volunteer appointments, provided these activities do not diminish the employee's ability to perform the work described in the employee's job agreement with PHE Canada or give rise to a conflict of interest.

**2.13.** The Executive Director & Chief Executive Officer or Board Directors may apply the following actions singly or in combination for real or perceived conflicts of interest:

- Removal or temporary suspension of certain responsibilities or decision-making authority.
- Removal or temporary suspension from a designeed position.
- Removal or temporary suspension from certain events and/or activities.
- Expulsion.
- Other actions as may be considered appropriate for the real or perceived conflict of interest.

**2.14** Any person who believes that a Board Director or committee member has made a decision that was influenced by real or perceived conflict of interest may submit a complaint, in writing, to the Executive Director & Chief Executive Officer or President.

**2.15** The Executive Committee may determine that an alleged real or perceived conflict of interest, or behaviour is of such seriousness as to warrant suspension of designeed activities pending a meeting and a decision of the Board.

**2.16** Failure to comply with an action as determined by the Board will result in automatic suspension from PHE Canada until compliance occurs.

**2.17** All actions taken as a result of the allegation will take place under conditions of the strictest confidence. Individuals reporting the behaviour will not necessarily be informed of the action taken due to the confidential nature of such situations.

**2.18** Failure to adhere to this policy may permit discipline in accordance with PHE Canada's Discipline and Appeal Policy.

## 3. DEFINITIONS

- Conflict of Interest
- Non-Pecuniary Interest

- Organizational Representative
- Pecuniary Interest
- Whistleblowing

## 4. RELATED FORMS / RESOURCES

- Code of Conduct and Ethics Policy
- Annual Acknowledgement Form: Directors, Officers, Senior Management and Employees | *Formulaire d'attestation annuel : Administrateurs, représentants, cadres supérieurs et employés*
- Declaration of Conflict of Interest: Directors, Officers, Members and Employees | *Déclaration de conflit d'intérêts : administrateurs, représentants, membres et employés*

| Key Terms | Definition | SPP usage |
|---|---|---|
| | | |
| **Conflict of Interest** | A situation where an individual has some personal stake in a discussion or decision, and therefore may be perceived as not acting objectively (free from bias) or may in fact not act objectively. | SPP 10.25 |
| **Non-Pecuniary Interest** | An interest that an individual may have in a matter which may involve family relationships, friendships, volunteer positions or other interests that do not involve the potential for financial gain or loss. | SPP 10.25 |
| **Organizational Representative** | Individuals employed by, or engaged in activities with PHE Canada, including, but not limited to, volunteers, managers, administrators, committee members, and Directors and Officers of PHE Canada. | SPP 10.25 |
| **Pecuniary Interest** | An interest that an individual may have in a matter because of the reasonable likelihood or expectation of financial gain or loss for that individual, or another person with whom that individual is associated. | SPP 10.25 |
| **Whistleblowing** | Reporting any kind of information or activity that is deemed illegal, unethical, or incorrect within PHE Canada. | SPP 10.25 |
| | | |

**SPP 10.25: Conflict of Interest and Whistleblowing**

**Annual Acknowledgement Form: Directors, Officers, Senior Management and Employees**

**ANNUAL ACKNOWLEDGEMENT FORM**

Directors, Officers, Senior Management and Employees

- I confirm and acknowledge that I have read, fully understand, and that I agree to act in ongoing compliance with the following Physical & Health Education Canada (PHE Canada) Statements of Policy and Procedure (SPP), as described therein:
  - SSP 8.25 – **Workplace Harassment and Violence**
  - SSP 9.25 – **Code of Conduct and Ethics**
  - SSP 10.25 – **Conflict of Interest and Whistleblowing**
  - SSP 11.25 – **Discipline and Appeal**
- I confirm and acknowledge that I will read and understand all of my obligations, duties and responsibilities under **all future amendments and modifications** to the above PHE Canada SPP.
- I confirm and acknowledge that I currently **do not** have any real or perceived **Conflict of Interest** to PHE Canada.

Declaration: I declare that the above are true and correct statements by my signature below.

| | |
|---|---|
| Signature: | |
| Name (print): | |
| Date: | |
| Designation(s): | |

This form is to be submitted by **November 30th** each year or shortly after engagement to the **Secretary of the Board of Directors.**

**SPP 10.25: Conflict of Interest and Whistleblowing**
**Declaration of Conflict of Interest: Directors, Officers, Members and Employees**

**CONFLICT OF INTEREST DECLARATION FORM**
Directors, Officers, Members and Employees

**Directors, officers, members and employees** are required to declare any real or perceived conflicts of interest to **Physical and Health Education Canada** (PHE Canada) in writing. Conflicts of interest include:

- Investment or other financial interest in any company doing business with or wishing to do business with the PHE Canada.
- Close family or personal relationships with individuals in a position to influence the affairs of PHE Canada, or otherwise engaged in the affairs of the organization.
- Any other relationship or set of facts that can create a real or perceived conflict of interest.

This form should be provided to the **Secretary of the Board of Directors.**

Declaration: I declare the following real or perceived conflict of interest:

| | |
|---|---|
| Name (print): | Signature: |
| Date: | *Secretary Initials:* |