

COLLEGE OF MASSAGE THERAPISTS OF BRITISH COLUMBIA

Board Policy on Conflicts of Interest

[Passed by the Board on February 18, 2013, Updated June 8, 2015]

PURPOSE

1. It is the duty of the College to serve and protect the public, and to exercise its powers and discharge its responsibilities under all enactments in the public interest.

Health Professions Act (the “HPA”), s. 16(1)

2. Public confidence in the College’s ability to carry out this mandate requires College Board and committee members to carefully avoid any perceived or actual conflicts of interest in discharging their duties and responsibilities under the HPA and the College’s Bylaws.
3. This policy has been created to assist in preserving the integrity of College decisions made by the College’s Board and committees, and to ensure these decisions are always based in the public interest and not the personal interests of any Board or committee member.
4. This policy has also been created to provide guidance as to what constitutes a conflict of interest for the purposes of the oath of office sworn by every member of the Board.
5. In serving the public interest, it is the Board’s responsibility to adopt a conflict of interest policy governing its own members and the members of the College’s committee such as this policy, and the Board must review such a policy periodically to ensure that its objectives continue to be met.

WHAT IS A CONFLICT OF INTEREST?

6. For the purposes of this policy, a Board or committee member is in a “conflict of interest” in situations where either:
 - a. their personal interest, or
 - b. the interest of any related person, including a close friend, family member, business associate, employer, corporation or partnership in which they hold a significant interest, or person to whom they owe an obligation,

may affect or influence, or reasonably be perceived to affect or influence any exercise of a power or discharge of a responsibility by that Board or committee member.

1.1 Common law definition applies

7. For greater certainty, a conflict of interest will arise when a Board or committee member is personally interested in a matter that comes before them beyond the interest that they have in common with other members of the public. Where such an interest is found, the Board or committee member will be disqualified if the interest is so related to the exercise of their duties that a reasonably well-informed person would conclude that the interest might influence the exercise of those duties.

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

1.2 A conflict of interest includes an apparent conflict of interest

8. A conflict of interest includes an apparent conflict of interest for the purposes of this policy. The legal test for an apparent conflict of interest is as follows:

Would an informed person, viewing the matter realistically and practically and having thought the matter through, think it more likely than not that the [Board or committee member], whether consciously or unconsciously, will be influenced in the performance of his [or her] official duties by considerations having to do with his [or her] private interests?

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

1.0 HOW TO RECOGNIZE A CONFLICT OF INTEREST

9. A conflict of interest arises in any situation where personal interests or the interests of a related person either affect or influence, or may be perceived to affect or influence a Board or Committee member. For further guidance, the following examples of conflicts of interest are provided:
 - 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 the son of a Board member, that Board member is in a conflict of interest.
 - b. If a Committee is considering whether it should recognize a massage therapy program for the purposes of registration and there is a member of that committee who is employed by the educational institution offering the program in question, that committee member is in a conflict of interest.

- c. If a member of the Inquiry Committee recognizes a registrant who is subject to a complaint as a former friend and colleague he or she knew socially while studying massage therapy, that Inquiry Committee member is in a conflict of interest.
- d. If a member of the Registration Committee recognizes an applicant whose application is before that committee on a fitness to practise issue as a person with whom they worked with closely in the past, that Registration Committee member is in a conflict of interest.
- e. If a member of the Inquiry 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, that Inquiry Committee member is in a conflict of interest.

2.0 WHAT TO DO WHEN YOU MAY HAVE A CONFLICT OF INTEREST

3.1 A Conflict of Interest must be disclosed

- 10. If a Board or committee member believes that they may have a potential or actual conflict of interest, they must:
 - a. immediately disclose that potential or actual conflict of interest to:
 - i. in the case of a Board member, the Registrar, the Chair, and/or the Board as a whole, or
 - ii. in the case of a committee member, the Registrar, the chair of the committee, and/or the committee as a whole,
 - b. 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,
 - c. remove themselves from the meeting if and when deemed appropriate by them or the Board or committee of which they are a member, and
 - d. refrain from attempting to exert any personal influence with respect to the matter being addressed.
- 11. If a Board or committee member has reason to believe that another Board or committee member or members may have a potential or actual conflict of interest, they must:
 - a. immediately disclose their reason for believing that Board or committee member(s) may have a potential or actual conflict of interest, and the nature of the potential or actual conflict of interest to:

- i. in the case of a Board member, the Registrar, the Chair, and/or the Board as a whole, or
- ii. in the case of a committee member, the Registrar, the chair of the committee, and/or the committee as a whole.

3.2 *When a Conflict of Interest is disclosed*

12. If a Board or committee member discloses to the Registrar, Chair or committee chair, as applicable, their belief that they, or other Board or committee member(s) may have a potential or actual conflict of interest, and the Registrar, Chair or committee chair is satisfied that a potential or actual conflict of interest may exist, the matter must be put to the Board or the committee as a whole.
13. When a conflict of interest is disclosed to the Board or the committee, the Board or committee as a whole, except for the member(s) who may be in a conflict of interest, must review:
 - a. all of the material facts disclosed,
 - b. the requirements of this policy,
 - c. the duties and objects of the College under the HPA, and
 - d. the role and duties of the Board or the committee under the HPA, the College's Bylaws, and any other relevant enactment or policy, anddetermine if the member(s) are in a conflict of interest and if such member(s) should be disqualified from participating in any discussion, voting, or other activity related to the matter in which they have this conflict of interest.
14. The Board or committee will make the above determination by majority resolution. Quorum for the purpose of such a determination will not include the Board or committee member(s) who may be in a conflict of interest, and for further certainty, such Board or committee member(s) may not participate in any vote with respect to whether or not they are in a conflict of interest.
15. If the Board or committee decides that one or more Board or committee members are in a conflict of interest and should be disqualified from participating in any discussion, voting, or other activity related to the matter in which they have this conflict of interest, the Board or committee member(s) who are therefore disqualified must comply with this decision.

[END OF POLICY]