



## Procedures for Disclosure by Okanagan College Board of Governors

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Parent Policy:	<i>Code of Conduct for Okanagan College Board Members</i>		
Procedure Reference	BCPR_2206N_BG/GOV		
Procedure Sponsor:	Board of Governors		
Procedure Contact:	Board Secretary		
Stakeholders:	Members of the Okanagan College Board of Governors		
Approved by:	Board of Governors		
Effective Date:	June 23, 2022		
Last reviewed:	June 2022	Scheduled review date:	June 2027

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### 1. Purpose

These procedures set out the process of disclosure of real, potential, or perceived conflicts of interest and for determining if a conflict exists upon disclosure by a member of the Board of Governors.

### 2. Scope and Application

This procedure applies to any Board Member who becomes aware of a real, potential or perceived conflict of interest in their duties as a Board member.

### 3. Procedures for Disclosure

#### **Chair**

- 3.1 If the Chair becomes aware of their own real, potential, or perceived conflict of interest then the Chair will declare the conflict of interest to the Vice Chair, and the Vice Chair will make a determination of whether a conflict exists acting, for that purpose, as the Chair.
- 3.2 If there is a concern that the Chair has a conflict then the matter will be referred to the Vice Chair and the Vice Chair will make a determination whether a conflict exists, acting for that purpose, as the Chair.

#### **Members**

- 3.3 A Member will, immediately upon becoming aware of a real, potential or perceived conflict of interest situation disclose the conflict to the Chair. This requirement exists even if the Member does not become aware of the conflict until after a transaction is complete.

- 3.4 If a Member is in doubt whether a situation involves a conflict of interest, the Member will immediately seek the advice of the Chair. The Chair may seek legal advice to consider whether a conflict exists.
- 3.5 If a Member is concerned that another Member is in a conflict of interest, the reporting Member will immediately bring the concern to the other Member's attention and request that the conflict be declared. If the other Member refuses to declare the conflict, the reporting Member will immediately bring their concern to the attention of the Board Chair by providing a description of the potential conflict of interest along with any evidence related to the concern to the Chair.

#### ***Students and Employees***

- 3.6 Any student or employee of the College may bring a concern that a Member is in a conflict of interest to the attention of the Chair by providing a description of the potential conflict of interest along with any evidence related to the concern to the Chair.
- 3.7 If a student or employee has a concern that the Chair has a conflict then the matter will be referred to the Vice Chair and the Vice Chair will make a determination of whether a conflict exists acting, for that purpose, as the Chair.

## **4. Procedures for Determining if a Conflict of Interest Exists**

### ***Responsibilities of the Chair***

- 4.1 When the Chair receives information that a Member may be in a conflict of interest from the voluntary disclosure of the member or a written or verbal description from another Board Member, or a student or employee of the College, the following provisions and processes will apply:
  - a) The Chair may seek legal advice regarding any matter or issue the Chair wishes to consider;
  - b) The Chair will ensure all information provided to the Chair is kept private;
  - c) In the case of a voluntary disclosure, the Chair may request any information from the disclosing Member that the Chair considers necessary to decide whether a conflict exists and the disclosing Member will provide that information to the Chair on a confidential basis;
  - d) If the Chair receives a written or verbal description of a potential conflict then the Chair will give a copy of that description, along with any documents the Chair may have received, to the Member who is alleged to be in a conflict of interest and the Chair will allow the Member to provide the Chair with a written response along with any documents related to the matter, all on a confidential basis;
  - e) After receiving the response from the Member, the Chair may request any further information from the Member that the Chair considers necessary to decide whether a conflict exists and the Member will provide that information to the Chair on a confidential basis;
  - f) After obtaining all the information and advice the Chair may require, the Chair will decide if a conflict of interest exists;
- 4.2 In the case of a voluntary disclosure the Chair will meet with the Member on a confidential basis to discuss if the conflict of interest can be removed or resolved.
- 4.3 If the conflict of interest is removed or resolved to the satisfaction of the Chair then no further action is required and the Member may fully participate in Board meetings.
- 4.4 If the conflict of interest is not removed or resolved to the satisfaction of the Chair then a note related to the nature of the conflict will be made in the minutes of the Board at the next

Regular meeting of the Board and Section 4.5 of these Procedures will apply to the member who is in a conflict of interest.

***Awaiting a Determination of Conflict***

- 4.5 After a potential conflict has been communicated to the Chair and while awaiting a decision from the Chair or if the Chair determines a conflict exists, the Member:
- a) May attend Board meetings;
  - b) May remain in the room but will not take part in the discussion of the matter unless invited to do so by the Chair;
  - c) Will not vote on any questions in respect of the matter and will leave the room prior to any vote on the matter giving rise to the conflict (although the Member may be counted in the quorum present at the Board meeting).

**5. Related Acts and Regulations**

*College and Institute Act*

**6. Supporting References, Policies, Procedures and Forms**

*Okanagan College Board Bylaws*

**History / Revisions**

Date	Action
2022-06-22	New procedure approved by Board of Governors: <i>Procedures for Disclosure by Okanagan College Board of Governors</i> Previously in Board Bylaws.