

 Hôpital St-Boniface Hospital <small>FONDATION • FOUNDATION</small>	Policy Name Conflict of Interest
	Approved by: St. Boniface Hospital Foundation Board of Directors Effective Date: September 29, 2022 Date of Next Review: September 2025

POLICIES & PROCEDURES

PURPOSE

1. The St. Boniface Hospital Foundation is committed to promoting standards of conduct that preserve and enhance public trust in the integrity and ethic business practices of the Foundation. Foundation Representatives (Board Directors, Staff or Volunteers) are expected to uphold these standards by avoiding potential, perceived or real conflicts of interest and to promptly disclose and address any conflicts should they arise.
2. To achieve this, the purpose of this policy is to:
 - a. Provide guidance to Foundation Representatives in their relationships with third parties and the identification of any real, potential or perceived conflict of interest situations.
 - b. Ensure proper handling of real, potential or perceived conflicts of interest in order to protect the integrity of the St. Boniface Hospital Foundation and its representatives.

DEFINITIONS

1. **Conflict(s) of Interest:** A situation in which a Foundation Representative has a Private Interest or a relationship with a Related Person that creates, either in appearance or in reality, a perceived or real opportunity for improper influence in the performance of their duties and responsibilities to the Foundation. This would include all situations which may cause an independent observer to reasonably question whether the professional actions or decisions of the Representative are compromised by considerations of personal gain, financial or otherwise.
2. **Family Member(s):** Includes parent(s), spouse, common-law spouse, child(ren), sibling(s), mother-in-law, father-in-law, daughter(s)-in-law, son(s)-in-law, brother(s)-in-law, sister(s)-in-law, grandparent(s), grandchild(ren), former guardian, fiancé as well as step-relationships of the same degree. It also includes any other relative who is or has been recently residing in the same household.
3. **Gift(s):** Items of any value that are given by a business or individual seeking to do or doing business with the Foundation to either the Representative or Related Person, and for which the recipient neither paid nor provided services. This includes, but is not limited to items such as pens, notepads, calendars, electronic media, wine, chocolates, meals, gift certificates, tickets, devices, products or services, gift baskets or cash.
4. **Private Interest(s):** Any matter, including without limitation a financial, personal and/or private affiliation, relationship or other involvement, that might influence the actions taken or decisions made by a Representative on behalf of the Foundation.
5. **Related Person(s):** Any person or entity associated with a Representative, including a family member, personal friend, business associate or partner, or any corporation, joint

venture, partnership or business entity owned or operated wholly or in part by the Representative.

6. **Supervisor:** The use of this term shall reflect the following relationships:
- a. For Staff: refers to the President and CEO of the St. Boniface Hospital Foundation
 - b. For Board Directors: refers to the Chair of the Board
 - c. For Volunteers – refers to either the President and CEO of the Foundation, the Chair of the Board, or their direct Foundation Supervisor.

POLICY

1. St. Boniface Hospital Foundation Representatives shall act honestly and in good faith and shall adhere to standards of integrity, impartiality, and ethical conduct in their attempt to prevent and avoid potential, perceived or real conflicts of interest.
2. Representatives shall not:
 - a) Use or exercise their position with the Foundation to influence a decision made, or to be made, that would have the potential of benefiting their Private Interests and/or Related Persons.
 - b) Grant or receive preferential treatment in the exercise of any position with the Foundation to benefit their Private Interests and/or Related Persons.
 - c) Use or communicate knowledge or information not available to the general public and gained in the scope of their duties to the Foundation that would have the potential of benefiting their Private Interests and/or Related Persons.
 - d) Use equipment, supplies, facilities, staff and other resources of the Foundation to benefit their Private Interests and/or Related Persons.
 - e) Engage in activities outside of St. Boniface Hospital Foundation, including outside employment, self-employment, consulting, volunteering or serving as a board member to any individual, organization or corporation, where these activities interfere or conflict with the Representative's duties and responsibilities to the Foundation.
 - f) Accept Gifts from donors or suppliers beyond tokens of appreciation of nominal value unless those accepted are done so on behalf of the Foundation.
 - g) Purchase lottery/raffle tickets that are for public sale with proceeds benefiting the Foundation's activities (limited to members of the Board of Directors, employees and their family members).
 - h) Influence or attempt to influence decisions relating to the recruitment of or awarding of a contract to a Related Person.
 - i) Seek the nomination of a political party as a candidate or otherwise run for public office at the Federal, Provincial or Municipal level without being granted a leave of absence.

- i) Representatives have an ongoing duty to recognize and make full written disclosure to their supervisor of any potential, perceived or real Conflicts of Interest for determination in advance of taking any action that gives rise to the Conflict of Interest or, if it could not be foreseen, immediately upon becoming aware of the potential Conflict of Interest.
- j) Representatives also have an ongoing duty to report any circumstance affecting another Representative that appears to give rise to a Conflict of Interest. Representatives who, based on a reasonable belief and in good faith have reported about another Representative will be protected from any negative consequences of that report through the Foundation's **Whistleblower Policy**.

PROCEDURE

1. A Representative will complete and submit a Conflict of Interest declaration to their Supervisor at the commencement of their term with the St. Boniface Hospital Foundation.
2. A Representative shall immediately notify their supervisor of any and all relevant and material changes in the information previously disclosed in their completed declaration by completing and delivering an updated Conflict of Interest declaration.
3. Members of the Board and the President and CEO shall submit their Conflict of Interest declaration to the Chair of the Foundation Board. The Chair of the Foundation Board shall submit his or her completed Conflict of Interest declaration to the Réseau Compassion Network.
4. The President and CEO's Office shall keep a confidential record of all disclosures and Conflict of Interest declarations received, in accordance with Foundation policies and/or any applicable legal or regulatory requirements.
5. Representatives who are considered to be in a Conflict of Interest may be required to take certain actions including, but not limited to ceasing activities that place them in a Conflict of Interest, withdrawing from any applicable decision-making or business process, physically removing themselves from the process of decision making including board meetings, or withdrawing from their role within the Foundation.
6. In compliance with the best practices established by Imagine Canada, the Foundation shall proactively disclose, at minimum on an annual basis, payments for all goods and services in excess of \$100 supplied by a Director or other representative of the Corporation. Such disclosure shall be provided to the Board of Directors as a whole and shall be posted on the Foundation website.



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Conflict of Interest Declaration

Approved by:

St. Boniface Hospital Foundation Board of Directors

Effective Date: September 29, 2022

Date of Next Review: September 2025

I, the undersigned, have read and understand the content of St. Boniface Hospital Foundation's policy on conflict of interest.

In consideration of my relationship with St. Boniface Hospital Foundation and as an integral part of the terms and conditions of my role; I hereby agree that I will not at any time, during my tenure, be a party to a contract or a proposed contract with the Foundation, or derive a benefit there from, unless disclosure is made in accordance with the terms of this policy. I also will disclose to the President and CEO or Board Chair any potential or actual conflict of interest.

Date Signed

Signature (Representative)