



Procedure

Procedure Title:	Conflict of Interest: Disclosure, Review and Management for IWK Board of Directors		
Applies To:	IWK Board of Directors		
Location Applicability:	IWK Health		
Approved: Executive Leadership Team 2025-SEP-15 IWK Board of Directors 2026-FEB-03	Effective: 2026-MAY-06	Next Review: 2030-FEB-03	
Sponsor:	General Counsel, Legal Services		
Approval Authority:	IWK Board of Directors		
Number:	141	Manual:	Administrative
Governing Policy:	IWK Health Policy 135 - Conflict of Interest		
Related Procedure:	IWK - 144 Conflict of Interest: Disclosure, Review and Management for Team Members		

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PURPOSE

The purpose of this procedure is to provide guidance as to when and how members of the IWK Health Board of Directors disclose or report a potential, perceived, or actual Conflict of Interest (COI), as well as the process for reviewing and managing disclosures.

Note: IWK Team Members, see Conflict of Interest: Disclosure, Review, and Management for Team Members procedure.

KEY DEFINITIONS

Conflict of Interest (COI)- A situation in which an IWK Health Team Member/member of the Board of Directors, by virtue of their own Interests or those of a Closely Associated Person, has, may have, or may be perceived to have Interests that could improperly influence their ability to act impartially and in the best interests of IWK Health in the discharge of their duties and responsibilities. Such competing Interests can make it difficult to fulfill their duties in an impartial manner.

Even if there is no evidence of improper actions, a COI can create an appearance of impropriety that can undermine confidence in the ability of that person to act properly or objectively in their position. A COI is not, in and of itself, evidence of wrongdoing.

Director- For this procedure, member of the IWK Board of Directors.

Most Responsible Person (MRP)- For this procedure, it is the supervisor to whom the Director has accountability and who evaluates the COI, meaning the Chair of the IWK Board of Directors (herein referred to as the Chair of the Board).

PROCEDURE

Note: It is understood that common sense must prevail when reviewing and managing COI.

- Any questions and/or ambiguities regarding COI must be resolved through consultation with the Most Responsible Person (MRP) prior to or as early as possible.

Confidentiality

1. Disclose or report wrongdoing in good faith, and in accordance with the Conflict of Interest policy and this procedure.
 - 1.1. In doing so, Directors will be ensured the protection afforded by IWK Health's [Code of Conduct](#), and the [Disclosure of Wrongdoing](#) policy.
 - 1.2. Maintain privacy and confidentiality, to the extent possible, within legal and ethical boundaries, including all documents and verbal information gathered.

Self-Disclosure

2. Discuss COI with IWK Chair of the Board.
 - 2.1. If the Chair of the Board is involved, is perceived to be, or is potentially involved, in the COI to be declared, consult with the Vice Chair of the Board of Directors.
3. The Chair of the Board may request that the Director complete an "IWK Health Board of Directors Conflict of Interest Disclosure Form" (Appendix B, herein called the Disclosure Form), based on criteria in the [IWK - 135.0 Conflict of Interest Policy](#) and degree of conflict.
 - 3.1. Submit the Disclosure Form to the Chair of The Board.

Reporting a Suspected COI of Another Director of the Board

Note: Anyone reporting a COI is expected to exercise discretion and maintain confidentiality to limit the impact on reputations (to the Director(s), IWK Board, and IWK Health), and to protect the integrity of any investigation that may ensue.

4. If a Director reasonably believes that the COI policy is not being followed by another Director, the concerned Director is encouraged to discuss the suspected COI with the other Director and refer to the COI policy.
 - 4.1. Encourage the other Director to disclose the actual or potential COI to the Chair of the Board.
 - 4.2. If after the issue has been discussed, or if the option to raise the issue directly with the Director is not exercised, the concerned director should report the suspected COI to the chair of the Board.
5. If a Chair of the Board receives a report of a COI, to which the identified Director has not self-disclosed, the Chair of the Board shall follow up with the identified Director to determine whether a COI exists in the manner set out below and based on the COI policy.

Review and Management of COI by the Chair of the Board

6. The Chair of the Board will:
 - 6.1. Discuss the self-disclosure with the Director, including whether a Disclosure Form should be completed.
 - 6.1.1. If no COI is determined, no further action is needed.
 - 6.1.2. If there is an actual, perceived or potential COI, request the Director complete the Disclosure Form.
 - 6.2. Review the Disclosure Form in a timely manner, ideally within ten (10) business days.
 - 6.3. Seek additional information from the Director and consult with other resources such as the Board Vice Chair, IWK Organizational Ethics Committee, internal or external legal counsel, as needed.
 - 6.4. Determine whether the Personal, Professional, Business, or Financial Interest disclosed conflicts with the Director's role(s) and responsibilities at IWK Health.
 - 6.4.1. Considerations include but are not limited to:
 - Ability of the Director to fulfill their role on the Board.
 - Possible harm to patients, families, IWK workforce, or infrastructure.
 - Impact on IWK Health's or workforce's reputation.
 - Achievement of, or compliance with, the IWK Health's purpose and values.
 - Whether Accommodations can be made to avoid or manage the COI.
 - Compliance with regulatory and credentialing bodies.
7. If it is determined there is a COI, the Chair of the Board:
 - 7.1. May implement terms and conditions to manage or avoid the COI.
 - 7.2. Will monitor the circumstances and adjust any terms and conditions implemented, as required, in collaboration with the Director.
 - 7.3. Will document the outcome on the Disclosure Form and forward to the Corporate Secretary.
 - 7.4. Will inform the Director of the review, and any terms or conditions being implemented to mitigate or manage the COI.
8. If the Director is deemed to have a COI, that cannot be Accommodated, requiring them to resign, the Director will be provided the opportunity to do so.
 - 8.1. Should the Director refuse, the process of removing a Director, set out in the IWK Corporate Bylaws, shall be followed.

COMPLIANCE WITH IWK POLICIES

Compliance with this IWK document is required of all IWK Team Members/members of the IWK Board of Directors, as applicable. Non-compliance may lead to corrective actions, up to and including education, suspension, or termination of employment or clinical privileges, and/or other consequences.

REFERENCES

Dalhousie University. (2002). [Policy on Conflict of Interest](#).

Hospital for Sick Children. (2020). Relationship disclosure and management. Retrieved from the Canadian Policy and Procedure Network.

IWK Health. (2024). [Code of Conduct](#).

IWK Health. (2021). [Purpose and Values](#).

Island Health. (2023). Conflict of Interest Disclosure. Retrieved from the Canadian Policy and Procedure Network.

Members and Public Employees Disclosure Act (1991), c 4, s, 1, as amended.

Nova Scotia Health. (2022). [Conflict of Interest - Policy and Procedure - NSHA AD-BOD-001](#).

Other

IWK Health [Ethics Framework](#)

[Working through ethically challenging decisions at IWK Health: A resource for health care staff](#)

RELATED DOCUMENTS

Policies/Procedures

[IWK- 320.1 Confidentiality Pledge](#)

[IWK- 150 Disclosure of Wrongdoing](#)

[IWK - 3.11 - Drug Samples](#)

[IWK - 155 Interaction with Vendor Representatives](#)

[IWK- 402.1 Procurement Policy](#)

Forms

[IWK Board Disclosure Form1 \(fillable\).pdf](#)

Other

[Pulse - Policy Office - Conflict of Interest Disclosure Forms & Resources](#)

Appendices

Appendix A - Definitions

Appendix B – IWK Board of Directors Conflict of Interest Disclosure Form

APPENDIX A: DEFINITIONS

Term	Definition
Accommodated/ Accommodations	The extent to which the activity can be managed without interfering with work and responsibilities at IWK Health. In some cases, disclosure alone may be adequate, in other cases additional steps may be required such as recusing oneself from involvement or voting, or additional oversight being implemented etc.
Business Interest	<p>A Business Interest means any corporation, partnership, sole proprietorship, firm, franchise, association, organization, holding company, joint-style company, business or real estate trust or society of any other separate legal entity organized for profit or charitable purposes in which a person or Closely Associated Person:</p> <ul style="list-style-type: none"> • Has a Financial Interest. • Acts as a trustee, director or officer. • Acts in a position as an employee, agent or otherwise, which includes responsibilities for a segment of the operational management of a business; or • Acts in a position as an employee, agent or otherwise, which includes responsibilities for influencing or determining the direction of the corporation.
Closely Associated Person	A person with whom a Team Member has a relationship such that the person’s Interests, if relevant to a matter before the Team Member, could reasonably be expected to affect the Team Member’s objectivity or impartiality in carrying out official duties at IWK Health, and includes persons related by blood, adoption, marriage, or common law marriage, including a person with whom the Team Member has a personal or business relationship.
Conflict of Interest	A situation in which a Team Member, by virtue of their own Interests or those of a Closely Associated Person, has, may have, or may be perceived to have Interests that could improperly influence the Team Member’s ability to act impartially and in the best interests of IWK Health in the discharge of the Team Member’s duties and

	<p>responsibilities. Such competing Interests can make it difficult to fulfill their duties in an impartial manner.</p> <p>Even if there is no evidence of improper actions, a COI can create an appearance of impropriety that can undermine confidence in the ability of that person to act properly or objectively in their position. A COI is not, in and of itself, evidence of wrongdoing.</p>
Director	For this procedure, indicates a member of the IWK Board of Directors.
Financial Interest	<p>An Interest in a business consisting of:</p> <ul style="list-style-type: none"> • Any stock, stock options or similar ownership Interest but excluding any Interest arising solely by reason of an investment in such business by mutual fund, pension fund, or other institutional investment fund over which the affected person does not exercise control; or • Receipt of, or the right or expectation to receive, any income or benefit from such business whether in the form of a fee, salary, allowance, forbearance, forgiveness, Interest in real or personal property, dividend, royalty derived from the licensing of technology, rent, capital gain, real or personal property, or any other form of compensation, or any combination of the foregoing. See IWK Health Procurement Policy #402.1.
Interest	An Interest means a Personal Interest, Professional Interest, Business Interest or Financial Interest.
Most Responsible Person (MRP)	Supervisor to whom the Director has accountability and who evaluates the COI, meaning the IWK Chair of the Board or delegate.
Personal Interest	Includes Professional Interests and means the personal or private Interest of a Team Member that are substantial and demanding of the Team Member’s time and attention as to adversely affect the fulfillment of the person’s responsibilities to IWK Health.
Professional Interest	refers to any consideration, obligation, or opportunity relating to a person’s profession, career advancement, or professional obligations, which could, or could be perceived to, influence their decisions or actions in the discharge of their duties at IWK Health, especially where those Interests may conflict with the best interests of IWK Health or its partners.

APPENDIX B

IWK Health Board of Directors Conflict of Interest Disclosure Form

To be completed **ONLY** by those

- With an actual or potential for a Conflict of Interest (COI), or
- If a reasonable person might perceive a situation as a COI

Name: _____ Position on the IWK Health Board of Directors _____

Most Responsible Person: _____ Title: _____

This Disclosure, to the best of my knowledge, information and belief, accurately discloses all particulars concerning personal, professional, business, or financial interests that have the potential to conflict with my role(s) and responsibilities at IWK Health.

Note- that all documents and verbal information gathered will be held in confidence to the extent possible, within legal and ethical boundaries.

Acknowledgements	Director's Initials
I have read the Conflict of Interest Policy and Procedure.	
I am disclosing what is, has the potential to be, or may be perceived to be a COI.	
I agree to cooperate with IWK Health's request for additional information, directly related to, and necessary to address the actual, perceived, or potential COI.	
I agree to inform the Chair of the IWK Health Board of Directors (or delegate) of any changes to the information provided, or other relevant details directly related to this disclosure.	

Actual and/or Potential Conflict of Interest- Please describe the actual and/or potential conflict; this could include personal, professional, business, or financial interests.

I hereby certify this is a complete declaration of my potential and actual conflicts of interest, as currently known to me.

Signature _____

Date: _____

For Completion by the Chair of the Board (or delegate)

Note- all documents and verbal information gathered must be held in confidence to the extent possible, within legal and ethical boundaries.

I have consulted with the identified individual to discuss this matter: YES NO

I have consulted other resources related to this matter: YES NO

If yes, please list the individual(s) and/or resources consulted: _____

Based on information gathered, is there a potential or actual COI? YES NO

- If NO, inform the Director and send form to the Corporate Secretary.
- If YES, what terms and conditions are suggested to manage or avoid the COI?

For Completion by the Director

I agree and accept the terms discussed and as written above. YES NO

DOCUMENTS BEING REPLACED

Not applicable

VERSION HISTORY

Version	Date Approved	Approved by	What's changed?
Original	2026-FEB-03	IWK Board of Directors	New; specific to members of the IWK Board of Directors