
Council Policy

Policy Name **Conflict of Interest Policy**

Issue Date **June 22, 2017**

Revision Dates **N/A**

This Policy applies to OAA Council and all OAA Committees.

With the goal of acting in a manner that reflects transparency and professionalism in regulating the practice of architecture and to governing our members in order that the public interest may be served and protected, the OAA Council has adopted a policy to address real, potential, and perceived conflict of interest.

The Association begins by acknowledging that all members have an interest in the association and that members of the public do as well. Interests are by and large positive elements in all of our personal and professional lives.

Members who volunteer on Council and on Committees are expressing their interest in serving the association and the public in a manner that advances an appreciation of the membership and architecture in the Province of Ontario. Councillors and others engaged in the work of the OAA are typically elected or selected because of their active involvement in the profession or related fields which includes having interests of various kinds, both professional and financial. The presence of these interests does not by definition constitute conflicts per se. To facilitate communication about conflicts of interest a proactive set of policies and practices is being put in place. The goal is to, first, avoid situations where these interests could become conflicts, and second, manage potential conflicts if they do indeed arise. Council Members understand that they have an additional fiduciary duty to the Association as Officers and Directors.

A conflict of interest means a Council Member or Committee Member's personal or financial interest or participation in an arrangement or agreement which influences, is likely to influence, or could be perceived as influencing that person's judgment or decision-making with respect to OAA matters.

Council Members and Committee Members must not engage in any activities or decision-making where a conflict of interest may arise.

The personal or financial interests of any family member or a close relation (such as a friend or business associate) of a Council Member or Committee Member shall be interpreted to be the interests of a Council Member or Committee Member.

Council Members and Committee Members must recognize that even the appearance of a conflict of interest can bring discredit to the OAA, and should be dealt with in the same manner as an actual conflict of interest.

A conflict of interest may amount to a breach of Council Members' fiduciary obligations and can create liability for everyone involved.

A Council Member or Committee Member shall not use OAA property or information of any kind to advance their own interests.

Declaring Conflict of Interest

Prior to the discussion of any matter where a member has or appears to have a conflict of interest, the member will identify the conflict or possible conflict to the meeting Chair, the Executive Director, or the Registrar.

Where it is not clear that there is or may be a conflict, any member of the Council or the Committee may introduce a motion to have the matter determined by Council or the Committee.

The Chair of the meeting will provide both the member raising the matter and the member who is the subject of the matter with the opportunity to speak briefly to the issue and the real or perceived conflict of interest.

Once the member who is the subject of the discussion completes their presentation, the member shall leave the room so that the Council or committee may deliberate and vote.

Voting should be done by secret ballot.

Where it is determined that there is a conflict of interest, it shall be recorded in the minutes of the meeting.

In addition, the Member in question shall absent themselves from the room and not participate in the debate in respect of the matter and in no way attempt to influence the decision on the matter.

Other Possible Conflicts

There shall be a one-year waiting period for any employee who wishes to become a volunteer with the Association and for any volunteer who wishes to become an employee of the Association.

Council may, under exceptional circumstances, adjust the one-year waiting period by Special Resolution.

Conflict of Interest Checklist

For Council and Committee Members

The following may give rise to a conflict of interest:

1. Affiliations

- 1.1. Leadership position in another architecture organization
 - Including associations, specialty organizations, and schools
- 1.2. Leadership position in another building organization
- 1.3. Information obtained from another organization that should be shared with the OAA
- 1.4. Information obtained from the OAA that should be shared with another organization
- 1.5. Leadership position in a non-building organization dealing with a regulatory issue
- 1.6. Running for public office

2. Financial Conflicts

- 2.1. Receiving a direct or indirect financial benefit
 - Including receiving more than entitled to or from a stakeholder
- 2.2. Suffering a financial burden or loss



- 2.3. Spouse, close family member, or friend receives a direct or indirect financial benefit
- 2.4. Spouse, close family member, or friend suffers a financial burden or loss
- 2.5. Employer receives a direct or indirect financial benefit
- 2.6. Employer suffers a financial burden or loss
- 2.7. A related organization receives a direct or indirect financial benefit
- 2.8. A related organization suffers a financial burden or loss

3. Other Activities and Relationships

- 3.1. Presentations on OAA-related topics
- 3.2. Participating in a task force or working group on OAA-related topics
- 3.3. Communication with government or political officials on OAA-related topics
- 3.4. Publishing, including on social media, comments on OAA-related topics
- 3.5. Providing special access to someone to discuss OAA-related topics
- 3.6. Forming a firm opinion on a OAA-related topic
- 3.7. Communicating a message inconsistent with the OAA's official position
- 3.8. Involvement in legal proceedings against the OAA
- 3.9. Being the subject of an investigation or inquiry that reflects on the OAA
- 3.10. Using OAA materials for personal or other non-OAA purposes

