

Conflict of Interest from the Council Bylaws

V. CONFLICT OF INTEREST

1. Council Proceedings

- (a) It is necessary to distinguish between the roles of the “representative” members of the Council, on the one hand, and the “at large” and *ex officio* members, on the other, with respect to their obligations to bring pertinent information to the Council or to committees of the Council and to report back to their constituents. However, there is no distinction with respect to the exercise of judgment and decision-making in Council meetings and in deliberations of a committee of the Council. Members of the Council and members of committees of the Council will have as their principal concern the welfare of the University community. They will exercise independent judgment and may not act as agents of any person or organization.
- (b) There are no restrictions on the rights of a Council member to participate in debate and to vote on any matter that comes before the Council. However, a Council member who has a conflict of interest with respect to a matter that comes before the Council will disclose the conflict when speaking on the matter in Council proceedings.

2. Committees of Council

- (a) A member of a committee of the Council will conduct herself or himself so as to avoid conflict of interest or the appearance of conflict of interest.
- (b) A member of a committee will disclose and identify a conflict of interest or perceived conflict of interest affecting that member.
- (c) A member of a committee will abstain from voting in committee proceedings on matters on which he or she has a conflict of interest. When appropriate, the member will withdraw from all committee deliberations with respect to the matter.
- (d) The chairperson or a member of a committee will be entitled to raise the question whether another member has a conflict of interest or perceived conflict of interest on a matter before the committee.
- (e) The chairperson or a member of a committee is entitled to ask another member who has or is perceived to have a conflict of interest to withdraw from the deliberations of the committee or to refrain from voting on a matter before the committee.
- (f) If a request referred to in paragraph (e) to withdraw from the deliberations of the committee or to refrain from voting on a matter before the committee is denied by the member to whom the request is directed, the fact that the request was made and was denied will be recorded in that portion of the committee’s report relating to the matter.

3. Conflict of Interest Defined

A conflict of interest exists for a member of Council or a member of a Council committee when, with respect to a matter being considered by Council or the committee:

- (a) the decision being made is such that the member could not reasonably be expected to exercise independent judgment because of the effect the decision would or would be likely to have on the member or a person closely related or closely associated with the member; or
- (b) as a result of occupying a position or holding an office in an organization, the person is legally obligated to subordinate the interests of the University to the interests of the organization when dealing with the matter.