

WSIB CORPORATE POLICY

TITLE: Conflict of Interest Policy
OWNER: President & Chief Executive Officer
STATUS: Approved¹

¹ This Policy is approved by the Ontario Integrity Commissioner and effective on the date published on the Commissioner's website.

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OVERVIEW

The Workplace Safety and Insurance Board (“WSIB”) is a public body under the Public Service of Ontario Act, 2006 (PSOA) and as public servants, WSIB Employees and members of the Board of Directors (“Board members”) are subject to conflict of interest rules set out in the PSOA and in Ontario Regulation 381/07. The rules of this Policy address the WSIB’s agency mandate and apply to every current and Former WSIB Employee and Board member.

PURPOSE

The purpose of this Conflict of Interest Policy (the “Policy”) is to assist WSIB’s current and Former Employees and Board members in recognizing, avoiding and managing conflicts of interest when they arise. The goal is to ensure that conflicts of interest are resolved in a manner that enhances public confidence and trust in the WSIB.

APPLICATION AND SCOPE

In the “Requirements” section, the obligations that apply to current WSIB Employees and Board members are set out in Part I; the rules for Former Employees and Board members are outlined in Part II.

Additionally, certain post-service conflict of interest (COI) rules are only applicable to Employees or Board members occupying certain senior management positions. For example, the post-service lobbying and employment restrictions apply only to “Designated Senior Positions” which is defined in the Definitions section of this Policy and are specified under O. Reg. 381/07.

It is the duty of every WSIB Employee and Board member to ensure they are familiar with, and understand, the ethical requirements of the PSOA and its applicable regulations, as provided in the Policy, and directives made under the Act, including in respect of conflict of interest, political activity, and the protected disclosure of wrongdoing. Board members are also subject to the conflict of interest provisions of the Agencies and Appointments Directive (AAD).

If any provision of this Policy is inconsistent with O. Reg. 381/07, the related provision(s) in O. Reg. 381/07 prevails.

POLICY STATEMENT

The WSIB is committed to ensuring that its current and Former Employees and Board members are aware of and recognize conflicts of interest (be they actual, potential or perceived) and are vigilant about raising them, discussing them and resolving them. WSIB Employees and Board members must perform their duties fairly and with integrity, in order to maintain public confidence in the WSIB and accomplish WSIB's mission and mandate.

A conflict of interest is a situation that impairs, or could appear to impair, one's ability to act impartially in the performance of their duties, or a situation that is incompatible, or may appear to be incompatible with acting in the WSIB's interest. WSIB Employees and Board members must take the necessary steps to avoid any conflict of interest or potential conflict of interest including a personal or financial interest. If a current or Former Employee or Board member has a private interest that could interfere with their public service duties and responsibilities and raise a conflict of interest concern under the rules in this Policy, they are required to notify their Ethics Executive in writing at the earliest opportunity and to comply with proposed mitigation strategies. Failure to declare may be grounds for disciplinary action, up to and including termination of employment or appointment at the WSIB.

As defined in PSOA legislation, WSIB's Ethics Executives are:

- a) for current Employees, the President and Chief Executive Officer ("CEO"). Subject to their discretion, the President and CEO may refer the matter for determination to the Ontario Integrity Commissioner (IC);
- b) for current Board members, the WSIB Chair. Subject to their discretion, the Chair may refer the matter for determination to the IC;
- c) for the WSIB Chair and the WSIB CEO, the IC; or
- d) for Former Employees and Board members, the IC.

Note: Additional notification requirements for the Chair and CEO are outlined in the Memorandum of Understanding (MOU) between the WSIB Chair and the Minister of Labour, Training and Skills Development, as amended from time to time, and the PSOA.

A current or Former Employee or Board member may request that their Ethics Executive provide advice concerning the application of the conflict of interest rules.

When conflicts of interest arise, they shall be resolved in the manner that preserves and promotes public confidence and trust in the honesty, integrity, fairness and professionalism of the WSIB and its Employees and Board members.

All current or Former WSIB Employees and Board members shall comply with the direction of their Ethics Executive or the IC.

DEFINITIONS

For the purposes of this Policy:

Board member: means a member of the WSIB Board of Directors appointed pursuant to s.162 (1) of the Workplace Safety and Insurance Act.

Confidential Information: means information that is not available to the public and, that if disclosed, could result in harm to the WSIB or the Crown or give the person to whom it is disclosed an advantage. For greater certainty, Confidential Information includes:

- a) personal information; or
- b) information which relates to the WSIB or any of its stakeholders; or
- c) information which relates to other individuals and businesses that is received in the course of WSIB business.

Designated Senior Position², for the purposes of Part II, means:

- a) every Board member, including the Chair of the Board of Directors;
- b) the CEO;
- c) all Chief Officers; and
- d) every Employee who holds a Vice President, equivalent, or above position.

Employee: means all regular and fixed-term Employees (part-time and full-time permanent, probationary or temporary) hired under section of 159(3) of the Workplace Safety and Insurance Act, 1997.

External/outside activity: means an activity outside of an Employee's or Board member's employment with the WSIB and includes:

- a) employment by another person, organization or entity;
- b) engaging in a business or undertaking;
- c) an activity or undertaking for another person, organization or entity, whether paid or unpaid,
- d) an appointment as an officer, or to the board of directors of another person, organization or entity.

Former Employee and Former Board member: means a Former Employee or Board member of the WSIB who has fully terminated their relationship with the WSIB, and no longer receives remuneration, including ongoing severance payments, from the WSIB. For further clarity, Employees and Board members on an authorized leave of absence or on temporary assignment are not considered Former Employees or Board members.

Spouse is defined in Section 1 of the Family Law Act, or is either of two persons who live together in a conjugal relationship outside marriage.

Substantial Interest: is an interest, whether personal, financial or otherwise, which could reasonably be expected to inhibit neutral and impartial decision making and/or negotiation.

² Designated Senior Positions for WSIB management are aligned with the definition of "Designated Executives", in section 4(1) of the *Broader Public Sector Executive Compensation Act, 2014*.

RULES

PART I – Conflict of Interest rules for current Employees and Board members

These rules apply to every current WSIB Employee and Board member.

1. A WSIB Employee or Board member should avoid knowingly placing themselves in a position of actual or potential conflict of interest or in a position that may be perceived as a conflict of interest.
2. Benefiting self, spouse or children
 - 2.1. A WSIB Employee or Board member shall not:
 - 2.1.1. Use, or attempt to use, their position with the WSIB to directly or indirectly benefit themselves or their spouse or child.
 - 2.1.2. Allow the prospect of possible future employment or appointment with a person or entity to influence the performance of their duties to the WSIB.
3. Accepting Gifts and Hospitality

In this section, “gifts and hospitality” means a benefit of any kind, including the provision of food, beverages, accommodation and transportation.

 - 3.1. A WSIB Employee or Board member shall not accept a gift or hospitality from any of the following persons or entities, if a reasonable person might conclude that the gift or hospitality could influence the WSIB Employee or Board member when performing their duties to the WSIB:
 - a) a person, group or entity that has dealings with the WSIB or the Crown.
 - b) a person, group or entity to whom the WSIB Employee or Board member provides services in the course of performing their duties to the WSIB or the Crown.
 - c) a person, group or entity that seeks to do business with the WSIB or the Crown.
 - 3.2. WSIB Employees or Board members may accept:
 - A gift of nominal value given as an expression of courtesy or hospitality if doing so is reasonable in the circumstances. Gifts valued up to \$50 are normally considered to be of nominal value. It is generally reasonable to accept incidental gifts such as mugs, pens or other promotional items of small value and token gifts received as appreciation for speaking to meetings or delegations or for assisting at meetings.
 - An award or prize of nominal value that is received as a result of any activity related to their employment or appointment at the WSIB.
 - Meals of nominal value in circumstances where it is necessary to facilitate business relationships and where such meals would constitute the normal exchange of hospitality between persons doing business together.
 - 3.3. WSIB Employees or Board members shall not accept the following gifts under any circumstances: cash or cash equivalents, tickets to major sporting or entertainment events, bottles of wine or other alcoholic beverages, cigarettes or related products.

- 3.4. In cases where a WSIB Employee or Board member receives a gift that cannot be accepted as outlined in this Policy, the unacceptable gift(s) should be returned with thanks and clarification of the conflict of interest rules.
- 3.5. If the gift has already been received or the WSIB Employee or Board member is unable to refuse a gift or hospitality not authorized under this provision, they shall notify their Ethics Executive as soon as possible.
4. Soliciting or promoting for Fundraising Purposes
 - 4.1. In the case of fundraising or promotion for charitable causes that have been endorsed by the WSIB CEO, WSIB Employees or Board members must receive prior authorization from their Ethics Executive before soliciting donations, prizes or contributions in kind from external organizations and individuals.
 - 4.2. A WSIB Employee or Board member shall not solicit from a person or entity that is an “employer” under the Workplace Safety and Insurance Act, 1997 (the “Act”) if the WSIB Employee or Board member is in a position where they could, or might be perceived to be able to, influence any matter relating to the employer’s rights, obligations or position under the Act. Under no circumstances may a WSIB Employee or Board member solicit from a supplier in the private sector that is a supplier of goods or services to the WSIB.
5. Disclosing Confidential Information
 - 5.1. WSIB Employees and Board members may obtain access to Confidential Information, as defined in the Definitions section of this Policy. WSIB Employees and Board members shall not:
 - Disclose Confidential Information, directly or indirectly, obtained during the course of their employment or appointment with the WSIB to any person or entity unless permitted to do so by law or by the WSIB or the Crown.
 - Use Confidential Information in a business or undertaking outside their work for the WSIB.
 - Accept a gift or hospitality directly or indirectly in exchange for disclosing Confidential Information.
 - 5.2. In the course of the performance of their duties to the WSIB, WSIB Employees and Board members have access to considerable Confidential Information, as defined in this Policy, relating to workers, employers and other WSIB Employees and Board members. WSIB Employees or Board members must access Confidential Information only when this is necessary to perform their duties to the WSIB.
6. Giving Preferential Treatment or Offering Assistance
 - 6.1. When performing their duties to the WSIB, a WSIB Employee or Board member:
 - 6.1.1. Shall not give preferential treatment to any person or entity, including a person or entity with whom the WSIB Employee or Board member or a member of their family or a friend has an interest.

- 6.1.2. Shall use their best efforts to avoid creating the appearance that preferential treatment is being given to any person or entity that could benefit from it.
 - 6.1.3. Shall not offer assistance to a person or entity in dealing with the WSIB other than assistance given in the ordinary course of the WSIB Employee's or Board member's employment or appointment with the WSIB.
 7. Hiring, Supervising, Reporting to, or Contracting with Family Members
 - 7.1. A WSIB Employee or Board member shall not, on behalf of the WSIB:
 - 7.1.1. Hire their spouse, child, parent or sibling.
 - 7.1.2. Participate in any panel that will interview a spouse, child, parent or sibling and must not exert any influence, directly or indirectly, in the related hiring decisions.
 - 7.1.3. Enter into a contract with their spouse, child, parent or sibling or with a person or entity with whom any of them have a substantial interest.
 - 7.2. A WSIB Employee or Board member who is responsible for hiring decisions or who hires a person on behalf of the WSIB shall ensure that the person hired does not report to, or supervise the work of, that person's spouse, child, parent or sibling.
 - 7.3. A WSIB Employee or Board member who reports to, or supervises the work of, their spouse, child, parent or sibling shall immediately notify their Ethics Executive of the same.
 8. Participating in External/Outside Activities
 - 8.1. WSIB Employees and Board members may engage in employment outside the WSIB and take part in any outside activity unless the employment or activity could give rise to a conflict of interest. A conflict of interest may arise if:
 - The outside employment or activity conflicts with, interferes with or results in demands that are incompatible with the WSIB Employee's or Board member's performance of their duties to the WSIB or the Crown.
 - The outside employment or activity is in a professional capacity and is likely to influence or detrimentally affect the WSIB Employee's or Board member's ability to perform their duties to the WSIB or the Crown.
 - The outside employment or activity casts doubt on the WSIB Employee's or Board member's ability to perform their duties to the WSIB or the Crown in an impartial and objective manner.
 - In connection with the outside employment or activity, any person would derive an advantage from the WSIB Employee's or Board member's position with the WSIB or the Crown.
 - The WSIB's or the government's premises, equipment or supplies are used in the outside employment or activity.
 - The person is a full-time Employee or Board member of the WSIB and the outside employment would constitute full-time employment for another person. If the person is a part-time Employee or Board member,

this situation is less likely to result in a conflict of interest.

- The WSIB Employee or Board member is on an authorized leave of absence and engages in employment or activities that are inconsistent with the terms of the leave of absence or with their duties to the WSIB or this Policy.

9. Participating in Decision-making

9.1. A WSIB Employee or Board member shall not participate in the making of a decision at the WSIB or with the Crown with respect to a matter that they are able to influence in the course of their duties if the WSIB Employee or Board member could benefit from the decision. This does not apply if the WSIB Employee or Board member has made any necessary prior disclosure to their Ethics Executive and has obtained the Ethics Executive's approval to participate in the decision-making.

9.2. A WSIB Employee or Board member who, in the course of their duties to the WSIB, is a member of a body or group shall not participate in, or attempt to influence, decision-making by the body or group with respect to a matter if the WSIB Employee or Board member could benefit from the decision or if, as a result of the decision, the interests of the body or group could conflict with the interests of the WSIB or the Crown. The WSIB Employee or Board member shall inform the body or group if such circumstances exist.

10. Matters that might involve the Private Sector

10.1. When a WSIB Employee or Board member begins work on a matter that might involve the private sector as defined by section 10 of O. Reg. 381/07, they must make a financial declaration to the Integrity Commissioner, in accordance with Section 11 of O. Reg. 381/07. They are also subject to the restrictions on certain purchases as set out in Section 12 of O. Reg. 381/07.

PART II – Conflict of Interest rules for Former Employees and Board members

Restrictions provided in sections 1 – 4 apply to all former WSIB public servants (i.e. Former Employees and Board members). Additional restrictions in section 5 only apply to those WSIB public servants who were in Designated Senior Positions immediately before ceasing to be a WSIB public servant.

1. Seeking Preferential Treatment

1.1. A Former Employee or Board member shall not seek preferential treatment by, or privileged access to, public servants who work in a minister's office, a ministry or any public body, including the WSIB.

2. Disclosing or Using Confidential Information

2.1. A Former Employee or Board member shall not:

- Disclose Confidential Information obtained during the performance of their duties for the WSIB to a person or entity unless the Former Employee or Board member is authorized to do so by law, by the WSIB, or by the Crown.

- Use Confidential Information obtained during the performance of their duties to the WSIB in a business or outside activity.
3. Representing Employers, Workers and Survivors
 - 3.1. A Former Employee shall not provide advice, guidance or representation to an employer, worker or survivor in any claim in which the Former Employee was involved or made a decision while still an Employee at the WSIB.
 4. Restrictions regarding Certain Transactions

This provision applies to a Former Employee or Board member who, while they held a position at the WSIB, advised the WSIB about a particular proceeding, negotiation or other transaction.

 - 4.1. The Former Employee or Board member shall not advise or otherwise assist any person or entity, including another public body, in connection with that proceeding, negotiation or other transaction until the WSIB or the Crown ceases to be involved in it. The issue of when the WSIB or the Crown “ceases to be involved” will be determined by the relevant circumstances surrounding the proceeding, negotiation, or other transaction, taking into account what is reasonably required to avoid a conflict of interest with the WSIB.
 - 4.2. Nothing in this provision prevents a Former Employee or Board member from continuing to advise or otherwise assist the WSIB in connection with the particular proceeding, negotiation or other transaction.
 5. Additional Restrictions on Employment and Lobbying

Additional restrictions on employment and lobbying only apply to a Former Employee and a Former Board member who were in a Designated Senior Position immediately before they ceased to be a WSIB public servant. These restrictions are in place for 12 months starting on the day when these persons cease to be a WSIB public servant: e.g., they fully terminate their relationship with the WSIB and no longer receive payments from the WSIB including severance payments.

 - 5.1. Restriction on Employment

If at any time during the 12 months before ceasing to be a WSIB public servant, in the course of their employment or appointment with the WSIB, they:

 - had substantial involvement with another public body or another person or entity; and
 - had access to Confidential Information that, if it were to be disclosed to the public body, person or entity, could result in a loss or damage to the WSIB or in harm to the Crown or could give the public body, person or entity an unfair advantage in relation to one or more third parties.

Then for a 12-month period starting on the day when they cease to be a WSIB public servant, a Former Employee or Board member shall not accept employment with the public body, person or entity or serve as a member of the board of directors or other governing body of the public body, person or entity.

5.2. Restriction on Lobbying

For a period of 12 months starting on the day when they ceased to be a WSIB public servant, a Former Employee or Board member who was in a Designated Senior Position immediately before they ceased to be a WSIB public servant, shall not lobby³ any of the following persons on behalf of another person or entity, including another public body:

- A WSIB Employee or Board member;
- The Minister of Labour, Training and Skills Development or the minister of any ministry in which the Former Employee or Board member worked at any time during the 12 months before they ceased to be a WSIB public servant;
- A public servant who works in the office of a minister described above at any time during the 12 months before they ceased to be a WSIB public servant.

For clarity, a Former Employee or Board member shall not:

- a) communicate with these persons in an attempt to influence:
 - legislative proposals, or legislation, or the making or amendment of any regulation, or the development or amendment of any policy or program of the Ontario government;
 - privatization matters or awarding grants, contributions or other financial benefit;
 - award a contract on behalf of the Crown; or
- b) arrange meetings between these persons and any other person.

Roles and Responsibilities

A) The WSIB Ethics Executives:

- promote ethical conduct of WSIB Employees and Board Members;
- make a determination with respect to any matter that is brought to their attention, or that is the subject of inquiry, or where the Ethics Executive has concerns that a conflict of interest rule has been or is about to be contravened, and make such inquiries as they consider appropriate in response to a request or a notification; and
- when the Ethics Executive determines that the actual or potential conflict of interest exists, provide the Employee or Board Member directions, if any, that the Ethics Executive considers appropriate to address the conflict of interest or potential conflict of interest.

³ "Lobby" is defined in the *Lobbyists Registration Act, 1998* and includes activities for which an individual may not be required to register.

B) Managers:

- ensure their staff are: aware of conflict of interest rules, how the rules apply to their staff, and what conflict of interest information is available to their staff;
- notify their staff who are planning on leaving the WSIB of their post-service obligations prior to their departure;
- refer any conflict of interest declarations to the Ethics Executive, as required; and
- follow up, where applicable, with the Employee to confirm the Ethics Executive's direction is being followed.

C) All WSIB Employees and Board members, including Former Employees and Board members:

- have a duty to advise their Ethics Executive, and seek a determination should they have an actual, potential, or perceived personal or financial interest that could raise an issue under the conflict of interest rules;
- may directly request that their Ethics Executive answer a question about the application of conflict of interest rules to them; and
- are statutorily bound to comply with the directions issued by their Ethics Executive.

POLICY MAINTENANCE

This Policy will be reviewed five (5) years or sooner, if required to reflect changes in the Conflict of Interest Rules for Public Servants.

Inquiries about this Policy should be addressed to the Business Ethics Office, Human Resources Division.

RELATED DOCUMENTS

This policy should be read in conjunction with the following documents, as applicable:

- [Public Service of Ontario Act, 2006 \(PSOA\)](#) and [Ontario Regulation 381/07](#)
- [Office of the Integrity Commissioner \(OICO\) website](#)

EFFECTIVE DATE

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