



Council and Committee Member Agreements | 2025

Contents

Code of Conduct and Confidentiality Agreement	1
Harassment and Violence Policy	3
Conflict of Interest Policy	7
Signature of Agreement	10

CODE OF CONDUCT AND CONFIDENTIALITY AGREEMENT

I acknowledge that, in my capacity as a member of the Council of the **College of Optometrists of Ontario**:

- (a) I have read and am familiar with the College's By-laws, position statements, guidelines and governance policies.
- (b) I stand in fiduciary relationship to the College.
- (c) I am bound to adhere to and respect the By-laws, policies and publications of the College applicable to Council. I agree to be bound by the College By-laws that relate to:
 - Code of Conduct
 - Conflict of Interest
 - Confidentiality
- (d) I am aware of the obligations imposed upon me by Sections 36(1) (a) through 36(1) (j) of the *Regulated Health Professions Act, 1991 (RHPA)*, a copy of which is attached*, with respect to the confidentiality of information that comes to my knowledge through the course of my duties with the College.
- (e) I have also read Section 40(2) of the *Regulated Health Professions Act*, a copy of which is attached to this agreement, and understand that it is an offence, carrying a maximum fine on conviction for a first offence of \$25,000.00, to contravene section 36(1) of the *Regulated Health Professions Act, 1991*. I understand that such a conviction and accompanying fine would be in addition to any action the College or others may take against me for breaching the confidentiality provisions of the College.**

***36. (1)** Every person employed, retained or appointed for the purposes of the administration of this Act, a health profession Act or the *Drug and Pharmacies Regulation Act* and every member of a Council or committee of a College shall keep confidential all information that comes to his or her knowledge in the course of his or her duties and shall not communicate any information to any other person except,

- (a) to the extent that the information is available to the public under this Act, a health profession Act or the *Drug and Pharmacies Regulation Act*;
- (b) in connection with the administration of this Act, a health profession Act or the *Drug and Pharmacies Regulation Act*, including, without limiting the generality of this, in connection with anything relating to the registration of members, complaints about members, allegations of members' incapacity, incompetence or acts of professional misconduct or the governing of the profession;
- (c) to a body that governs a profession inside or outside of Ontario;
- (d) as may be required for the administration of the *Drug Interchangeability and Dispensing Fee Act*, the *Healing Arts Radiation Protection Act*, the *Health Insurance Act*, the *Independent Health Facilities Act*, the *Laboratory and Specimen Collection Centre Licensing Act*, the *Ontario Drug Benefit Act*, the *Coroners Act*, the *Controlled Drugs and Substances Act (Canada)* and the *Food and Drugs Act (Canada)*;

- (e) to a police officer to aid an investigation undertaken with a view to a law enforcement proceeding or from which a law enforcement proceeding is likely to result;
- (f) to the counsel of the person who is required to keep the information confidential under this section;
- (g) to confirm whether the College is investigating a member, if there is a compelling public interest in the disclosure of that information;
- (h) where disclosure of the information is required by an Act of the Legislature or an Act of Parliament;
- (i) if there are reasonable grounds to believe that the disclosure is necessary for the purpose of eliminating or reducing a significant risk of serious bodily harm to a person or group of persons; or
- (j) with the written consent of the person to whom the information relates. 2007, c. 10, Sched. M, s. 7 (1).

****40. (2)** Every individual who contravenes section 31, 32 or 33 or subsection 34 (2), 34.1 (2) or 36 (1) is guilty of an offence and on conviction is liable to a fine of not more than \$25,000 for a first offence and not more than \$50,000 for a second or subsequent offence. 2007, c. 10, Sched. M, s. 12.

HARASSMENT AND VIOLENCE POLICY

Purpose

The purpose of this policy is to outline the College's position on discrimination, harassment, violence, and the threat of violence. The policy is designed to ensure compliance with legislation and that reasonable safeguards are in place to protect against incidents of harassment and violence.

Overview

The College of Optometrists of Ontario ("College") is committed to ensuring health and safety throughout its organization, and to providing a respectful work environment that is free from violence, discrimination, and harassment. The College recognizes that co-operation and commitment from all College employees, Council/committee members, volunteers, stakeholders, and visitors is essential to maintaining a healthy, safe, and respectful environment, and that College leadership in particular has a responsibility to identify harassment and ensure that it is reported and not tolerated.

This Policy describes the College's responsibility, in co-operation with Council/committee members and volunteers, to:

- a. take every reasonable precaution to protect the health and safety of its employees, Council/committee members, volunteers, and stakeholders;
- b. establish and maintain a respectful work environment, free from violence and the threat of violence, discrimination, and harassment (including sexual harassment); and
- c. comply with all applicable provincial legislative obligations.

This Policy will be reviewed on an annual basis, or as required to ensure compliance and best practices.

Scope

The Policy applies to:

- a. All Council/committee members and volunteers associated with the College.

Discrimination, Harassment, and Violence

The College prohibits discrimination on the basis of race, ancestry, place of origin, colour, ethnic or national origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, record of offences, disability, marital status, family status, or any other characteristic protected by law.

The College prohibits all forms of unlawful harassment, including, but not limited to, sexual harassment. The law does not permit, nor will the College tolerate, harassing or violent behaviour against any individual at the College by a Council/committee member or volunteer.

Examples of inappropriate and unacceptable behaviour include, but are not limited to:

- making remarks, jokes, or innuendos that demean, ridicule, intimidate, or offend;
- displaying or disseminating offensive images, cartoons, or materials in print or electronic form;
- regularly shouting or using profanity, especially when directed at an individual;

- bullying or “cyber” bullying; or
- social isolation, ostracizing, or ignoring an individual.

Reporting and Process

The College encourages the reporting of all incidents of discrimination, harassment, violence, and threat of violence at the College.

The Council/committee member or volunteer should immediately report (in writing or in conversation) the matter to the Council President (and Committee Chair, if the issue has taken place within a committee context) **immediately** if they believe that they or someone else has been subjected to behaviour that violates this Policy.

Once the incident has been reported, a **two-step process will begin** (with the second step only necessary under extenuating circumstances when the first step is unsuccessful in resolving the matter):

1. Mediation and Resolution (this stage takes place before bylaw 9.03 comes into effect, and is considered informal as a result):

- The President (and Chair, if applicable) shall connect with both the complainant and responder separately, working to find a resolution that is agreed upon by both parties and that aligns with the College’s mission. This process shall begin within two weeks of the complaint being made.
- Working with the complainant and responder, the President (and Chair, if applicable) decides on the best means to achieving an appropriate resolution. As an example, this could take the form of a mediated discussion, with the President (or Chair, if applicable) bringing the parties together and acting as mediator(s) to ensure fairness, respectability, and professionalism throughout the discussion.
- At this stage, the matter remains between the complainant and the responder (who may both remain anonymous, if desired), as well as the President (and Chair, if applicable). The issue is not brought before Council if a resolution can be achieved.
- The President will keep the Registrar informed of issues and will discuss logistical requirements, though the Registrar does not play a direct role in mediation or other proceedings.

2. Bylaw Process and Potential Sanctioning (this stage follows section 9.03 of the bylaws, and builds on them with the inclusion of written statements and details regarding anonymity):

- If no resolution can be achieved, the President (and Chair, if applicable) shall follow the process outlined in section 9.03 of the College bylaws, “Process for Disqualifying or Sanctioning a Council Member and Committee Member.”
- The following points build on the framework established in section 9.03 of the bylaws:
- Written Statements: When the issue is brought before Council (as described in the bylaws), both the complainant and responder shall provide written statements that outline their perspectives on the incident(s) and their thoughts about appropriate next steps. Statements are kept confidential from the public but are shared with Council, including the names of all individuals involved.
- If the individual who lodged the complaint is uncomfortable with being named and would prefer anonymity, then the complaint cannot go to Council and must be dealt with at the level described in stage 1 of this process.
- However, if it is determined by the complainant, the responder, and the President (and Chair, if applicable) that anonymity is essential to protecting the complainant and/or the responder, whether

personally or professionally, a decision can be made to keep the complainant and/or responder anonymous when the issue is brought before Council. This decision is made by the President (and Chair, if applicable). However, while the complainant and responder would be anonymous to Council and staff, for logistical reasons they cannot remain anonymous to the Registrar, the President, the committee chair (if appropriate), and to each other, who are all parties involved in the dispute and its mediation.

Investigation

If deemed appropriate and necessary by Council in accordance with section 9.03 of the bylaws, the College will promptly and impartially carry out an investigation, appropriate to the circumstances, of every complaint of harassment, discrimination, violence, and threat of violence. The College will keep information about the incident, the investigation, and the results of the investigation (including information about the individuals involved) confidential and will not disclose such information unless disclosure is necessary for the purpose of the investigation or for taking corrective action with respect to the incident, or as otherwise required or permitted by law.

The Registrar and President will determine the party authorized to investigate the complaint.

Once Council has reviewed all relevant perspectives and materials (including the investigation report, if one has been deemed necessary), a decision is made to either sanction the accused member (including disqualification, if deemed appropriate) or dismiss the allegation. The process is outlined in section 9.03 of the bylaws.

Compliance Plan

The following activities have been implemented to help Council and committee volunteers be compliant with this Policy. The College is currently:

- Directing the creation of policies and procedures designed to prevent workplace discrimination, harassment, violence, and the threat of violence.
- Examining this Policy annually to ensure that it meets all objectives.
- Ensuring that all individuals in the workplace are made aware of the importance of preventing discrimination, harassment, and violence, and of the procedures for managing complaints made pursuant to this Policy.
- Assessing the risk of workplace violence to individuals, minimizes those risks where necessary or reasonably possible, and informing any affected individual of such risk or potential risk.
- Appointing investigators when appropriate to do so.
- Taking corrective action when an incident of discrimination, workplace harassment, or workplace violence is found to have been substantiated.

Council/Committee Members and Volunteers

All Council members and committee volunteers will commit to:

- Behaving in a professional, respectful manner and avoiding any behaviour that could constitute discrimination, harassment, reprisals, or violence.
- Reporting to the Council President (or Committee Chair, as applicable), **and** College Registrar/Deputy Registrar any discrimination, harassment, violence, and threat of violence of which they are aware.

- Bringing to the attention of Council President (or Committee Chair, as applicable) information about any individual at the College who presents any form of elevated risk.
- Co-operating with the process for handling reports of such incidents when required.
- Being forthright and honest in the course of any workplace investigation.

CONFLICT OF INTEREST POLICY

Purpose

The purpose of this policy is to outline the College's position on perceived and actual conflicts of interest as they relate to the activities of Council, committee members, and volunteers. The policy is designed to facilitate a shared understanding of situations that could constitute conflicts of interest, and to ensure the disclosure and effective management of all conflicts in the context of the College's work.

Because conflicts of interest are complex and specific to situations and environments, this policy does not define all possible examples of perceived or actual conflict. Instead, it offers a generalized framework that is designed to aid Council, committee members, volunteers, and staff as they work in coordination and good faith to disclose, manage, and better understand conflicts of interest as they arise.

Scope

The Policy applies to:

All Council/committee members and volunteers associated with the College.

Definition

A general definition of a conflict of interest in relation to the College and its activities is outlined in section **§11.01** of the College bylaws, which also includes general guidelines for managing conflicts. The bylaw treats actual and perceived conflicts as one and the same:

11.01 Conflict of Interest

- (1) Council Members and Committee Members must not engage in any activities or decision-making where a conflict of interest may arise.
- (2) 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 College matters.
- (3) 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.
- (4) Council Members and Committee Members must recognize that even the appearance of a conflict of interest can bring discredit to the College, and should be dealt with in the same manner as an actual conflict of interest.
- (5) A conflict of interest may amount to a breach of Council Members' fiduciary obligations and can create liability for everyone involved.
- (6) A Council Member or Committee Member shall not use College property or information of any kind to advance his or her own interests.

Process

The College's bylaws detail two processes for managing conflicts of interest, one for Council members (**§11.02**) and the other for committee members (**§11.03**):

11.02 Process for Declaring a Conflict of Interest for Council Members

- (1) If a Council Member believes or suspects that he, she or any other Council Member may have a conflict of interest, including an appearance of a conflict of interest, in any matter which is the subject of deliberation or action by Council, he or she shall, prior to any consideration of the matter at the meeting, declare it to Council.

- (2) If there is any doubt about whether a conflict of interest exists, any Council Member may introduce a motion to have the conflict of interest issue determined by Council. On such a motion:
- (a) the chair presiding over Council shall provide the Council Member introducing the motion a brief opportunity to explain why he or she believes the Council Member may have a conflict of interest;
 - (b) the chair presiding over Council shall provide the Council Member who is the subject of the potential conflict of interest a brief opportunity to explain why he or she believes that he or she does not have a conflict of interest;
 - (c) Council shall determine by Special Resolution using a secret ballot whether the Council Member has a conflict of interest; and
 - (d) The Council Member who is the subject of the potential conflict of interest and the Council member who initiates the conflict of interest motion shall not participate in the vote.
- (3) If a Council Member has or is determined to have a conflict of interest with respect to a matter that is the subject of deliberation or action by Council:
- (a) the conflict of interest shall be recorded in the minutes of the Council meeting; and
 - (b) the Council Member shall:
 - (i) not participate in the debate in respect of the matter;
 - (ii) refrain from voting on the matter;
 - (iii) absent himself or herself from the room; and
 - (iv) not attempt in any way to influence the voting or do anything that might be perceived as attempting to influence the decision of Council on the matter.

11.03 Process for Declaring a Conflict of Interest for Committee Members

- (1) If a Committee Member believes or suspects that he, she or any other Committee Member may have a conflict of interest, including an appearance of a conflict of interest, in any matter which is the subject of deliberation or action by a Committee, he or she shall:
- (a) prior to any consideration of the matter at the meeting, disclose to the Committee chair, Committee staff support, Committee, Registrar and/or the College's legal counsel the fact that he, she or any other Committee Member may have a conflict of interest;
 - (b) if the Committee Member has a conflict of interest or if there is any doubt about whether a conflict of interest exists, the Committee Member shall, unless the Committee chair has agreed otherwise:
 - (i) not participate in the debate in respect of the matter;
 - (ii) refrain from voting on the matter;
 - (iii) absent himself or herself from the room; and
 - (iv) not attempt in any way to influence the voting or do anything that might be perceived as attempting to influence the decision of the Committee on the matter; and
 - (c) the conflict of interest shall be recorded in the minutes of the Committee meeting.

Commitment from Council, Committee Members, and Volunteers

All Council members and committee volunteers will commit to:

- Disclosing any actual or perceived conflicts of interest in accordance with the relevant bylaws outlined above. Such conflicts include personal conflicts (self-disclosure) as well as the potential conflicts of fellow Council and committee members.
- Working with Council, committee chairs, volunteers, and staff to manage conflicts of interest in an effective, professional manner and in accordance with the relevant processes and bylaws. This includes actual conflicts as well as the perception of bias.

- Accepting that raising conflict of interest concerns in a professional and transparent manner—whether the conflict is in relation to oneself or to a colleague—is not an inherently aggressive or antagonistic act, but rather a necessary duty that helps the College mitigate risk and carry out its mandate in an ethical and transparent manner.
- Being forthright and honest in the course of any conflict of interest discussions.



Council and Committee Member Agreement

I acknowledge that, in my capacity as a Council/committee member and/or volunteer of the **College of Optometrists of Ontario**, I have read and understood the above policies and agreements and agree to abide by them.

I also acknowledge that I have read and understand the above stated sections of the *RHPA* and I agree that I will not at any time divulge to any person within or outside the College any confidential information except as may be required in the course of duties and responsibilities except in the limited circumstances set out in the *RHPA*.

- *The documents that I have read and agree to abide by are:*

1. The Code of Conduct and Confidentiality Agreement (p. 1)
2. The Harassment and Violence Policy (p. 3)
3. The Conflict of Interest Policy (p. 7)

SIGNATURE: _____