

Conflict of Interest Policy

Mission Statement

“The Pre-Hospital Emergency Care Council protects the public by independently specifying, reviewing, maintaining and monitoring standards of excellence for the safe provision of quality pre-hospital emergency care”

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2nd Floor Beech House

Millennium Park

Naas

Co Kildare

W91 TK7N

Ireland

T: + 353 (0)45 882042

E: info@phecc.ie

W: www.phecc.ie

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1	22 Apr 2021	Initial development of policy
2	18 Nov 2021	Policy Revised
3	24 Feb 2022	Policy updated [7.1] to permit Directors access to Members' Declarations of Interest

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1. Context

This policy has been developed in the context of, and consistent with, the requirements applicable to members of the PHECC Council, as prescribed in the PHECC (Establishment) Order 2000, the Ethics in Public Office Acts 1995-2001, and the Code of Practice for the Governance of State Bodies (2016).

2. Purpose

The purpose of this policy is to make provision for the effective management of Conflicts of Interest at the PHECC Council. Adherence to this policy will help protect and safeguard the integrity of the PHECC Council, PHECC and the organisation's decision-making.

3. Objective

The objective of this policy is to ensure a clear and consistent approach to the management of conflicts of interest (both actual and perceived) involving members of the PHECC Council, including the definition of a conflict of interest and steps to be taken by members where an issue arises.

4. Scope

This policy applies to all PHECC Council members in their capacity as Council members and to all members of Committees of Council, established from time to time by PHECC.

5. Definition of Conflicts of Interest (and Loyalty)

A conflict of interest arises in a situation whereby a member's, or a connected person of a member's, personal interests, obligations or loyalties could influence, potentially influence, or be reasonably perceived to influence, the member in the objective performance of his/her duties and responsibilities as a member of Council or Council Committee or Sub-Committee or Expert Group. Interests may be financial or non-financial in nature. The question of whether or not the member, in executing his/her duties, could confer or withhold a benefit to him/herself or a connected person arises. A conflict could arise where a member of Council or Council Committee or Sub-Committee or Expert Group has, or could be perceived to have, a vested interest in the outcome of a decision-making process.

A 'connected person' is defined in the Ethics in Public Office Acts 1995-2001 (see Appendix 1), and relates to a relative of the member, a person with whom the member is in partnership with, a person with whom the member has control of a company or a person who is a trustee of a trust of which the member is a beneficiary.

A "conflict of loyalty" is a particular type of a conflict of interest where a member may have, or be perceived to have, a competing interest which could influence, or be perceived to influence, their decision making in relation to a particular matter before Council or Council Committee or Sub-Committee or Expert Group. Such a scenario may arise where a member has been appointed to Council/Committee as a nominee of a particular stakeholder group, which group may have a particular interest in the outcome of certain matters before the Council or Council Committee or Sub-Committee or Expert Group. This situation may potentially cause the member to think that they should act in the best interests of the stakeholder group which nominated them.

Having a conflict of loyalty is not necessarily contingent upon having a senior or decision-making role in their nominating organisation.

6. Policy

6.1 Responsibility

It is the policy of PHECC that conflicts of interest must be effectively managed in order to safeguard the integrity of the PHECC Council, PHECC and the organisation's decision-making. Effective management requires:

Members to be fully aware of their obligations and to act accordingly where a conflict of interest situation arises;

- Pro-active management of conflicts of interest by the Secretary in conjunction with the Chairperson (or the Vice-Chair, in the Chairperson's absence);
- Adherence to this policy and related procedures in all instances;
- Council oversight of conflicts of interest and the effective management of same; and
- Responding appropriately to any breaches of member requirements.

The Council is responsible for:

- Establishing an effective system for identifying, disclosing and managing conflicts of interest;
- Monitoring compliance with this policy; and
- Reviewing this policy on an annual basis to ensure that the policy is operating effectively.

The Council or Council Committee or Sub-Committee or Expert Group Chairperson (or the Vice-Chair, in the absence of the Chair) is responsible for:

- Ensuring that members are aware of their obligations;
- Advising members on potential conflicts of interest queries (in conjunction with the Council Secretary); and
- Adjudicating on conflict of interest scenarios where uncertainty exists, and advising Council of same.

The Secretary has responsibility for:

- Supporting the Chairperson in ensuring the effective management of conflicts of interest;
- Advising members on conflict of interest queries (in conjunction with the Chairperson);
- Ensuring the maintenance of a confidential register of members' interests;

Council or Council Committee or Sub-Committee or Expert Group Members have a responsibility for:

- Ensuring that they adhere fully to the requirements under this policy; **[All]**
- Disclosing on appointment, and annually thereafter, any relevant interests of the member or of his/her spouse or civil partner, or child or child of his/her spouse or civil partner; **[Council only]**
- Ensuring that the disclosed interests are up-to-date and advising the Chairperson and Secretary of any changes in the interim; **[Council only]**
- Disclosing any potential conflict of interest of the member or a connected person of a member, once the potential conflict becomes apparent to the member, which relates to a matter on the agenda of a meeting of Council or Council Committee or Sub-Committee or Expert Group; **[All]**
- Ensuring that they fully adhere to their fiduciary duties to PHECC, including guarding against participating in decision making where a conflict of interest or perceived conflict of interest arises. **[All]**

The primary obligation to ensure adherence to conflict of interest obligations resides first and foremost with the member.

7. Procedures

7.1 Disclosure of Council Members' Interests and Confidential Register

On appointment and annually thereafter, a member of Council is required to furnish to the Secretary a statement in writing of his/her interests, and those interests, of which the member has actual knowledge, of his or her spouse or civil partner, child, or child of his/her spouse or civil partner, which could materially influence the member in the performance of his/her official functions.

Disclosures will be maintained in a confidential register of members' interests, which will be maintained by the Secretary to the Council, with access afforded only to the Chairperson and the Director in certain circumstances.

Members are required to update their details on the register where any material change arises.

The Secretary and Chairperson will use the confidential register to pro-actively manage conflict of interest scenarios. For example, where an item is scheduled for an upcoming Council meeting and the member has a registered interest, the Secretary (in conjunction with Chairperson) may remove the relevant meeting paper from the member's pack and contact the member about the step taken and the reason for same. The member will complete a disclosure of interest form at the meeting in question, absent him or herself for the entirety of the time that the item is being dealt with by the Council. These actions will be minuted and be recorded on the confidential register of Members' Interests.

The Director may access the information on the Register in certain circumstances for the purpose of avoiding any possible conflicts of interest in the award of contracts or any other arrangements made by PHECC. This check will be confirmed in any related documentation.

7.2 Ongoing Council or Council Committee or Sub-Committee or Expert Group Member Disclosure Requirement

On an ongoing basis, in accordance with this policy, Council or Council Committee or Sub-Committee or Expert Group members are required to disclose an interest which creates a possible conflict of interest situation relating to a matter on a meeting agenda or a matter to be considered at a Council/Committee/Sub-Committee/Expert Group meeting. This conflict can be an actual conflict or a potential or perceived conflict, and extends to the member and his or her connected persons (as such, the net is cast wider than the member and his/her spouse and child/child of spouse).

Such conflict of interests can relate to a financial or non-financial interest.

This possible conflict of interest can also relate to:

- a direct or indirect interest in any company or concern with which the Council proposes to enter in any contract, or in any other contract which the Council proposes to make;
- any matter, which falls to be considered (e.g. on the agenda) or which arises for consideration at a meeting; (SI 109 of 2000, PHECC Establishment Order)

If this situation arises, the member must disclose the conflict of interest in writing [**Council only**] using the PHECC Council Declaration of Interests Form (Appendix 2) and furnish it to the Chairperson or Secretary as appropriate.

If the member has received documentation relating to the item to be considered at the meeting, the member must return the documentation to the Secretary or Chairperson without delay, or attest to having confidentially destroyed it.

The conflict will be raised at Item 1 of the meeting, which is a standing item on Declarations of Interest.

Members will be made aware of the member's declared interest, with the Chairperson showing the written declaration [**Council only**] (which can be inspected by members) and confirming that the member will absent him/herself for the relevant item and will take no part in the discussion or decision.

The minutes will record the declaration and steps taken.

The steps taken will also be recorded in the Confidential Register of Members' Interests. [**Council only**]

Members should note that under Section 36 of the PHECC Establishment Order 2000, the Minister may, if he or she thinks fit, remove a member from office and a person so removed shall thenceforth be disqualified from membership of the Council. This relates to a member's failure to declare a direct or indirect interest in any company or concern with which the Council proposes to enter in any contract, or in any other contract which the Council proposes to make.

Members must adhere to the same requirements in relation to any Committee/Sub-Committee/Expert Group(s) of PHECC Council of which they are a member, with the specific exception of having to lodge conflict of interests in writing.

7.3 Uncertainty as to a Conflict of Interest

There may, on occasion, be a situation in which a member is unsure as to whether or not they have a conflict of interest. If this is the case, he or she should raise the matter with the Chairperson and outline the nature of the potential conflict or perceived conflict. The Chairperson will, in conjunction with the Secretary, make a determination on the matter. Council or Council Committee or Sub-Committee or Expert Group members are required to comply with the determination of the Chairperson and absent themselves from the decision making on this matter, if the Chairperson deems them to be conflicted.

If a question arises in respect of the Chairperson, he/she should consult with the Vice-Chair who will, in conjunction with the Secretary, make a determination on the matter.

As a basic principle, members should err on the side of caution when it comes to potential or perceived conflicts of interest. Consider the question as to what a fair-minded observer might think if the member were to be involved in the deliberations and/or decision on a particular matter?

The above presumes that a situation of uncertainty arises in good time, for example, prior to or at the outset of a meeting. Ideally, all cases will be pro-actively managed by both members and the Chairperson,

in conjunction with the Secretary. It may, of course, be possible that the Council/Committee/Sub-Committee/Expert Group begins discussing a matter during its meeting, which was not necessarily planned on the agenda, and it relates to an area in which a member has a conflict of interest or could be perceived to have one. Members are required to adopt the same approach in this regard, and to raise the conflict of interest immediately, and/or the Chairperson in conjunction with the Secretary, may halt proceedings temporarily to address the conflict of interest.

If a member is in doubt as to his/her obligations under the Ethics in Public Office Acts, 1995-2001, he/she should seek advice from the Standards in Public Office Commission.

7.4. Process for Examining an Uncertain or Disputed Conflict of Interest Scenario

- The matter of a conflict should be identified, prior to a Council or Council Committee or Sub-Committee or Expert Group meeting agenda being circulated, by the Executive/Secretariat/Chair.
- Circulation of every agenda should include the following “Any member that may be, or perceives themselves to be, conflicted in relation to any agenda item should contact the Secretary to Council [**Council**]/Chairperson [**Committee**] prior to the Council or Council Committee or Sub-Committee or Expert Group meeting.”
- The person(s) perceived to be conflicted should be engaged with in advance of the scheduled meeting in order to avoid difficulties at that meeting.
- This can be done, by the Chair engaging with the member to establish whether a resolution (recusal/non-participation/non-involvement) can be achieved before the meeting and effected at the Council or Council Committee or Sub-Committee or Expert Group meeting.
- Where the Chair is perceived to be conflicted, and the matter is subject to contention, the Vice-Chair, with the support of the Finance, Risk, Compliance & Audit Committee, [FRACC] if necessary, should effect a resolution as outlined above.
- If so resolved, the matter can be discussed as an agenda item at the Council/Committee/Sub-Committee/Expert Group meeting without the participation (active or otherwise) by those conflicted/potentially conflicted.
- If resolution cannot be effected following the steps outlined above, then the matter must be deferred to a later Council or Council Committee or Sub-Committee or Expert Group meeting while:
 - The matter is referred to the FRACC for a recommendation. This recommendation would be made having received submissions from all concerned.
 - If the matter is not satisfactorily resolved at that point, assistance should be sought from PHECC’s legal advisors, who, following discussions with the Chair and the FRACC or the Vice-Chair and the FRACC if the Chair is conflicted, will make a ruling is that is binding on all parties.
- The policy matter at issue can then be discussed at the next Council/Committee/Sub-Committee/Expert Group meeting following the binding ruling made following receipt of the legal advice.

8. Compliance with this Policy

It is a requirement of Council or Council Committee or Sub-Committee or Expert Group membership, as per the Code of Conduct, that members fully adhere to this policy, both in letter and in spirit.

Members need to be mindful at all times of conflicts of interest and potential conflicts of interest.

All Council or Council Committee or Sub-Committee or Expert Group members, regardless of how they were appointed, have a fiduciary duty to act in the best interests of PHECC when partaking in Council business and carrying out their role as a member of the PHECC Council/Committee of Council/Sub-Committee/Expert Group.

If the Council has a reason to believe that a person subject to the policy has failed to comply with it, it will investigate the circumstances.

If it is found that this person has failed to disclose a conflict of interest, the Council may take action against them. This may include recommending to the Minister the termination of their membership of Council, in accordance with the Minister's power under Article 7(a) of the PHECC Establishment Order 2000.

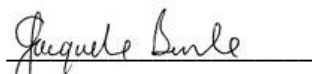
If a member suspects that another Council or Council Committee or Sub-Committee or Expert Group member has failed to disclose a conflict of interest, they must notify the Secretary to the Council. He/she should not engage directly with the member in question.

9. Communication to Council or Council Committee or Sub-Committee or Expert Group Members:

This policy shall be referenced (and cross-referenced) in the Code of Governance for Council members and Council Standing Orders in force for the time being.

10. Approval and Review:

This policy was approved by Council on 24th February 2022 and will be reviewed on an annual basis thereafter.



Jacqueline Burke
Chair of Council



Con Foley
Secretary to Council

Appendix 1 – Extract from Section 2 of Ethics in Public Office Act, 1995:

Extract from Section 2 of the Ethics in Public Office Act, 1995.

(2) (a) Any question whether a person is connected with another shall be determined in accordance with the following provisions of this paragraph (any provision that one person is connected with another person being taken to mean also that that other person is connected with the first-mentioned person):

(i) a person is connected with an individual if that person is a relative of the individual,

(ii) a person, in his or her capacity as a trustee of a trust, is connected with an individual who or any of whose children or as respects whom any body corporate which he or she controls is a beneficiary of the trust,

(iii) a person is connected with any person with whom he or she is in partnership,

(iv) a company is connected with another person if that person has control of it or if that person and persons connected with that person together have control of it,

(v) any two or more persons acting together to secure or exercise control of a company shall be treated in relation to that company as connected with one another and with any person acting on the directions of any of them to secure or exercise control of the company.

Appendix 2 - Declaration of Interests of Council Members Form:

**PRE-HOSPITAL EMERGENCY CARE COUNCIL [PHECC]
SPECIFIC DECLARATION OF INTERESTS OF COUNCIL MEMBERS
TO BE ENCLOSED WITH EACH COUNCIL MEETING PACK**

I, _____ (*please print name*) as a Council Member of the Pre-Hospital Emergency Care Council have set out below my interests in accordance with the organisation's conflicts of interest policy for the year 2021.

Council/Committee Meeting Date:

Agenda Item Number:

Agenda Item Title:

Nature of Conflict of Interest/Loyalty:

Proposed course of action:

Has your above conflict been previously notified to PHECC (i.e. on the Confidential Register)

Member Signature: _____

Date: _____

FOR SECRETARY ONLY:

Course of action taken:

Secretary Signature: _____

Chair Signature: _____

Date:

NOTE: Members should note that the Confidential Register of Members' Interests will be updated with information provided in this form.

Appendix 3 – Annual Declaration of Interests of Council Members Form:

PRE-HOSPITAL EMERGENCY CARE COUNCIL [PHECC] ANNUAL DECLARATION OF INTERESTS OF COUNCIL MEMBERS

I, _____ (*please print name*) have set out below my interests in accordance with the organisation's conflicts of interest policy for the year 202____.

Title: _____ Council Member / Committee Member / Other _____

Category	Details of interest and whether it applies to yourself or, where appropriate, a member of your immediate family or other close family connection
<p>ADDRESS FOR CORRESPONDENCE:</p> <p>_____</p>	<p>_____</p> <p>_____</p> <p>_____</p>
<p>Current employment(s) and any previous employment in which you continue to have a financial interest –</p> <p>SPECIFY: INCOME OR PENSION.</p>	<p>Employer (1) _____</p> <p>Employer (2) _____</p> <p>Employer (3) _____</p>
<p>Healthcare related appointments (voluntary or otherwise) e.g. trusteeships, directorships, local authority membership, tribunals, organisations etc.</p> <p>DETAIL ANY POSSIBLE CONFLICTS</p>	
<p>Healthcare - Membership of any professional bodies, involvement in education or special interest groups or mutual support organisations.</p> <p>DETAIL ANY POSSIBLE CONFLICTS</p>	
<p>Investments in unlisted companies, partnerships and other forms of business, major shareholdings and beneficial interests.</p>	

<p>Gifts or hospitality offered by external bodies in the last twelve months.</p>	
<p>Any formal relationship with a body or organisation connected with education or service delivery of prehospital emergency care.</p> <p>DETAIL ANY POSSIBLE CONFLICTS</p>	
<p>Any other conflicts that are not covered by the above.</p> <p>(Other voluntary disclosures in relation to a spouse, civil partner, child etc. to comply with S.30 of the Ethics in Public Office Act 1995)</p>	

To the best of my knowledge, the information above is complete and correct. I undertake to update the currency of the information and review its accuracy on an annual basis. I give my consent to the use of the above information solely for the purposes of satisfying the provisions of the PHECC Policy on Conflicts of Interest.

I understand that this Declaration will be used for the purposes of preventing and managing possible conflicts of interest in accordance with Council Policy on the management of Conflicts of Interest (or Loyalty) as approved by PHECC council on 22 April 2021. The information will also be entered in a Register of the Pre-Hospital Emergency Care Council for the purpose.

The de-identified Declarations of Interest will be entered on the website of the Pre-Hospital Emergency Care Council.

Please note that PHECC will ensure that your personal data submitted herein is processed in line with the GDPR Regulations [2018, EC] for the protection of individuals with regard to the processing of personal data by Community institutions and bodies and on the free movement of such data. If you include information on family members, please inform them that PHECC will be processing data related to them.

Signed: _____

Date: _____

Appendix 4 – Conflict of Interest

The PHECC Code of Corporate Governance provides that each Council member on appointment to the Council is individually responsible for (amongst other things):

- Furnishing to the Secretary of Council details relating to his/her employment and all other business interests including shareholdings, professional relationships, etc, which could involve a conflict of interest or could materially influence the member in relation to the performance of his/her functions as a member of the Council. This is done by way of completing a Declaration of Interests, from time to time.
- Complying with all aspects of this Code of Governance, which includes the Code of Conduct, which includes, inter alia, a requirement to submit a declaration of all relevant interests to ensure that conflicts of interest/loyalty will not arise;
- Informing the Council, via the Chairperson, of any new appointments he/she accepts which may impinge on, or conflict with, his/her duties as a Council member;
- Acting in good faith and in the best interests of the Council;
- Not disclosing, without the consent of the Council, save in accordance with law, any information obtained by him/her while performing duties as a member of the Council and
- Not using information gained in the course of their public service for personal gain or third-party advantage.

Procedure for Council Meetings and all Committee of Council Meetings

The Chairperson will review, in advance, together with the Executive and the Secretary to Council, the Agenda for a Council meeting and confirm that there are no matters of conflict of interest in any of the Agenda items. The Chairperson may engage with individual members in advance of a Council meeting in the event that a perceived conflict may arise.

The Chairperson, supported by the Secretary, will review the Council meeting agenda in advance to determine if any potential conflicts of interest arise, relating to any item on the agenda. The Chairperson/Secretary may engage with individual members in advance of a Council meeting in the event that a potential conflict of interest has been identified.

In any event, members are reminded of their obligation, first and foremost, to identify and raise a conflict of interest, whether real, potential or reasonably perceived, and to do so in accordance with Conflicts of Interest Policy and guidance below.

Conflicts of Interest

In respect of agenda items, each member must consider the matter to be considered and the information provided by the Secretariat and whether he or she could have a conflict of interest. The term “conflict of interest” includes where a member could be reasonably perceived to have a conflict of interest. This might also include a conflict of loyalty (perceived or real) as between the loyalty due to member’s employer (whether explicit [through a Contract of Employment] or implicit) and that due to Council under the Code of Governance.

Potential conflicts of interest or loyalty may arise in a variety of circumstances and it is not possible to list every scenario where such conflicts may arise. Examples of where conflicts of interest or loyalty could arise include, but are not limited, to the following:

- *Where a member has a real interest in, a potential interest in, or could reasonably be perceived to have an interest in the outcome of the matter, either personally, through a connected person, or through their employer or any other organisation to which they are affiliated;*
- *Where a member is related to an applicant/registrant;*
- *Where a member knows an applicant/registrant in a personal, social or professional capacity;*
- *Where a member is related to a witness or knows a witness in a personal, social or professional capacity;*
- *Where a member has prior knowledge of the matter.*

If a member believes that he or she may have a conflict of interest in relation to a matter, the following procedure should be followed:

The member shall:

- Consider the information provided and disclose any conflicts of interest and the nature of the interest to the Secretary or the Chairperson;**
- Complete and submit a Declaration of Interest form [Council only] and confirm it and the matter during item 1 on the agenda, which will be 'Declarations of Interest';**
- Absent oneself from the meeting room for the duration of the item in question, with the absence and reason for same formally recorded in the minutes;**
- If a member becomes aware of a conflict of interest during the course of a meeting, the member must disclose the conflict of interest to the Secretary and Chairperson as soon as he or she becomes aware of the conflict of interest;**
- As above, in this instance, the member must withdraw from the meeting, if the conflict of interest is such that it would not allow the member to continue to consider the matter. And in this instance, a Declaration of Interest form should be completed [Council only] and submitted to the Secretary, and the member's actions will be formally recorded in the minutes.**

If a member is not sure whether an interest is or could be perceived to be a conflict of interest, the member must still raise the interest with the Chairperson. If the Chairperson may also have a conflict of interest in the particular matter, then the Vice-Chairperson should be referred to for the purposes of determining the issue of the conflict of interest.

As a basic principle, if any member has a conflict of interest, that member shall not influence nor seek to influence any decision, be it directly or indirectly

For avoidance of doubt, if any matter of conflict of interest (or loyalty) remains unresolved, the matter involved may be removed from a Council Agenda and considered at a later meeting, the matter of the conflict having been resolved. All Council members shall submit to the binding decision of the Arbitrator/Legal Advisor, having been consulted, as part of the resolution of the matter of the conflict.

Committees/Sub-Committees and Expert Groups shall observe all of the above procedures, with the exception of having to complete a Declaration of Interest Form in advance of a meeting. However, Agenda Item 1 on all Council Committee meetings shall address the matter of any possible or perceived conflicts of interest affecting that meeting or its membership. This shall be the explicit responsibility of the Chair of the Council Committee.

Members should also be familiar with Section 36 of SI 109 of 2000 (the enabling Statute) which relates to a member having a material interest in a specified matter.

Members can also refer to the Guidelines on Compliance with the provisions of Ethics in Public Office Act 1995 and 2001 (Tenth Edition). A copy of which can be found

<http://www.sipo.gov.ie/en/Guidelines/EthicsActs/PublicServants/Text/>



Pre-Hospital
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Council



Published by:

Pre-Hospital Emergency Care Council
2nd Floor Beech House
Millennium Park
Naas
Co Kildare
W91 TK7N
Ireland

Phone: +353 (0)45 882042

Email: info@phecc.ie

Web: www.phecc.ie