Conflict of Interest and Confidentiality
Extracted from Operating Procedures Document No.: OP-002
Effective Date: 02/14/2019

The following procedures outline the management of potential conflicts of interest and confidentiality of information with respect to BPS certification activities:

BPS Board of Directors and Specialty Council Members
1. No member of BPS or one of its Specialty Councils shall vote on any Board/Specialty Council matter which will more than insignificantly affect, financially or otherwise, that individual or a member of that individual's family or the individual's employer. For example, voting on establishing the rate of certification fees would be considered insignificant, while voting on matters which will affect an organization of which the individual and his/her family owns at least 10% of the stock of the organization would be more than insignificant.

2. No member of BPS or one of its Specialty Councils shall vote on any Board/Specialty Council matter which will materially affect, financially or otherwise, any business competitor of the Board or any customer of the Board for which that individual acts or serves in the capacity of an employee, a stockholder, a director, an owner, a partner, a committee member, or such other similar position.

3. No voting representative of the BPS Board of Directors or its Specialty Councils shall serve concurrently as an elected officer or member of a governing body (i.e., Board of Directors) for another organization that has a contractual relationship (e.g., professional development programs for recertification credit) with BPS. If such a situation arises, the BPS appointee must resign from one of the roles and notify BPS staff as soon as possible.

4. Except as provided by the Bylaws or Governing Policies, or approved by the Board, no full or part-time employee, officer, or consultant of the Board shall act or serve as a voting member of the Board.

5. No BPS or Specialty Council member during his/her term may represent himself/herself or any other party in negotiations or other dealings with the Board on any matter. This would include proposals, projects, employment opportunities and other related Board matters.

6. The Board must approve the employment by BPS of any individual who has been actively involved in the governance of the Board within the preceding two (2) years.

7. No BPS or Specialty Council member shall at any time disclose to others or use for that individual's benefit or the benefit of others any confidential or proprietary information owned, possessed or used by the Board, except as authorized by the Board and for its benefit.

8. Members of the BPS Board, members of the Specialty Councils, individuals involved in BPS certification examination assembly activities, and all consultants to BPS and/or its Specialty Councils shall not participate in the development or presentation of programs directly or indirectly related to the content of specialty certification examinations while they are serving on a Specialty Council or while they are assisting BPS and/or its Specialty Councils. Such programs include preparatory/review courses and professional development programs approved for BPS recertification. These same individuals are
also prohibited from such activities for the two years following the completion of their service on a Specialty Council or to BPS and/or its Specialty Councils. **NOTE:** This does not pertain to those who write and/or review examination items.

**Orientation of the Board of Directors and Specialty Council Members**

1. During formal orientation of every new member of the Board and of the Specialty Councils, at or prior to their first meeting, BPS Counsel and/or senior staff review the procedure and its importance and respond to questions. Annually, at or prior to the spring meeting of the Board and each Specialty Council, all members are provided a copy of the procedure and the annual disclosure form outlining any potential conflicts, for completion and submission to the BPS General Counsel. *See Appendix 1- BPS Disclosure Statement for Board and Specialty Council Members.*

2. At the beginning of each business meeting of the Board and Specialty Council, during the agenda review, the Chair will call for discussion of any apparent or perceived conflicts of interest on the part of any of the attendees. Identified material conflicts will be addressed and resolved prior to discussion of pertinent item(s).

3. It is at the sole discretion of the Chair of the Board of Directors or the Chair of any Specialty Council that any individual with an actual or potential conflict of interest may, in addition to being excluded from voting on the matter in question, also be excluded from any participation in the matter and/or may be excluded from the meeting during consideration and voting upon the matter in question.

**BPS Staff and Consultants/Contractors**

1. Individuals employed by BPS/APhA are held to high standards with respect to Conflict of Interest and Confidentiality of BPS business or candidate information. Each full or part time staff member and consultant/contractor is required to sign annually an agreement to abide by BPS’ Conflict of Interest/Confidentiality policies. A separate form is used for BPS staff for this purpose reflecting specific points of concern. *See Appendix 2- BPS Confidentiality/Non-Disclosure Agreement for BPS Certification Staff.*

2. Contracts for services with outside organizations or individuals shall include appropriate language related to conflict of interest and confidentiality of BPS and certificants information. *See Appendix 3- Sample Conflict of Interest/Non-disclosure agreement for a service contract with BPS.*

3. The BPS Executive Director is charged with orienting staff and consultant/contractors about this policy, collecting and reviewing the forms, and addressing any issues that arise. This may be done with assistance from the BPS General Counsel and/or APhA Human Resources Department. Forms completed by the Executive Director are reviewed by the Executive Committee and General Counsel.

4. The testing expert is responsible for obtaining and retaining each signed nondisclosure statement from all individuals who participate in Item Development Workshops and Bank Maintenance Meetings, or otherwise view BPS examination items or other proprietary materials. These records are subject to periodic review by BPS Director of Quality Assurance. *See Appendix 4- Security Agreement for Item Writers/Item Reviewers.*

**Violation of the Policy**

1. Certificants who violate BPS Conflict of Interest and Confidentiality policies will be subject to provisions of *Policy 11.3a, Certification Revocation*, in the BPS Policies and Procedures Manual.