

Chapter:	GOVERNANCE	Policy No.	B.07
Subject:	CODE OF CONDUCT	Page:	2 of 2
Issued by:	Board of Directors	Approved:	December 17, 2014
Replaces:	B1.07	Last revised/ reaffirmed:	November 14, 2023
Review timing:	Triennial	Subject to Review:	November 2026

1 PURPOSE

- 1.01 The purpose of this policy is to demonstrate the organization's obligation to model high standards of accountability. A Code of Conduct is a statement of essential principles intended to govern the conduct of the Board of organizations.

2 SCOPE

- 2.01 The Statement of Policies will be applicable to all employees, contractors and volunteers including members of the Board.

3 RESPONSIBILITY

- 3.01 The Board has the responsibility for ensuring this policy is made known to and understood by any person who is assigned to revise this Statement of Policies.

4 DEFINITIONS

None

5 POLICY

- 5.01 The Foundation's Code of Conduct encourages the development of a spirit of collective decision-making, shared objectives and shared ownership of and respect for Board decisions.
- 5.02 The Code of Conduct will be declared and signed by each board member as a commitment to conduct oneself in a manner that models the high standards of accountability incumbent upon the governors of a Public Foundation in Canada:
- Acts with competence, honest, integrity and fairness while carrying out their obligations for the Foundation.
 - Supports the objectives of the organization
 - Serves the overall best interest of the Foundation rather than any particular constituency
 - Brings credibility and goodwill to the Foundation
 - Respects principles of fair play and due process
 - Seek diversity and inclusiveness in order to reflect our community. Demonstrates respect for individuals in all areas related to cultural, diversity, linguistic and life circumstances
 - Gives respect and fair consideration to opposing views
 - Demonstrates due diligence and dedication in preparation for and attendance at meetings, special events and in all activities on behalf of the Foundation
 - Ensures that the financial affairs of the Foundation are conducted in a responsible and transparent manner with due regard for their fiduciary responsibilities and public trusteeship
 - Avoids real and perceived conflict of interest by ensuring that all conflicts are declared, and appropriate actions are taken within the policies and guidelines established by the Board.

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5.03	- The directors shall serve without remuneration for their services. No director shall directly or indirectly receive any profit from their position. - No employee, volunteer or director shall accept personal gifts/services without any return of payment - Keep confidential all information learned about donors, grantees, personnel, and any other matters specifically determined by board motion to be matters of confidence including matters dealt with during in-camera meetings of the Board - Conforms with the bylaws and policies approved by the Board - Publicly demonstrates acceptance, respect and support for decisions legitimately taken in transaction of the Foundation's business. A board member may be asked to resign from the board if they have breached the Code of Conduct.
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Date	Revision	Effective
October 2023	- Minor amendments made to 5.02 and 5.03 - Added requirement for directors to sign this policy annually	November 14, 2023

6 PROCEDURES

6.01 This policy will be reviewed every five years.

6.02 Individuals will be required to indicate their understanding of the Code of Conduct by signing and dating Form B2 – Board of Director – Oath of Office and Code of Conduct upon membership to the Board of Directors. Each director shall sign this policy annually thereafter until retirement from the Board.

7 RELATED STATEMENTS of POLICY and PROCEDURE

B.05 – Conflict of Interest

B.06 – Confidentiality

8 REFERENCES

- CFC – Key Governance and Administration Policies Template Guide for Canadian Community Foundations (2021)

9 ATTACHMENTS

9.01 Form B2 - Board of Director – Oath of Office and Code of Conduct (v. November 2023)