

THE AGENCY FOR CO-OPERATIVE HOUSING

POLICY MANUAL

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CROSS REFERENCE:

1.4.2: Ethical Conduct

REVIEW CYCLE:

3 Years

AUTHORITY:

Board of Directors

DUE FOR NEXT REVIEW:

June 2027

SUBJECT:

Ethical Conduct Agreement

All members of the Board of Directors will be required to sign an ethical conduct agreement, in the form attached, when first appointed and annually thereafter.

ETHICAL CONDUCT AGREEMENT

I, _____, serve the Agency for Co-operative Housing as a member of the Board of Directors.

A. I agree that, as I carry out my duties,

1. I will act honestly, in good faith and in the best interests of the Agency;
2. I will use the care, skill and diligence that any reasonably prudent person would use in a similar situation;
3. I owe a duty of loyalty to the Agency, and I will always put the interests of the Agency before my personal interests;
4. I will declare a conflict of interest and abstain from participating in the discussion or vote on any decision before the Board of Directors or its committees directly concerning an Agency client with which I am connected in any of the following ways:
 - I am a member
 - I, or an organization that employs me, am providing management or other services
 - I, or an organization that employs me, am advising the client's management or board of directors;
5. I will declare any other conflict of interest right away;
6. I will comply with the policies adopted by the Board of Directors of the Agency;
7. I will keep secret any confidential or private information about the Agency's business and employees or other individuals that I become aware of through my position. If I am not sure whether certain information should be kept confidential, I will ask the Board of Directors for advice.

B. I also agree that

1. the Agency will consider that I have resigned from the Board on the date that
 - I declare bankruptcy, or
 - I am refused a bond;

2. if a situation occurs where my presence on the Board would place the Agency in contravention of its agreements with CMHC or damage CMHC's confidence in the Agency or embarrass the Agency or bring its name into disrepute, I will
 - resign right away; or
 - ask the Board to decide on the issue and resign if asked; or
 - resign right away if the Board raises the issue itself and asks for my resignation;

3. I understand that
 - the decision to ask me to resign must be adopted by a vote of a majority of the members of the Board present at the meeting;
 - I will be given a chance to speak at any meeting at which a request for my resignation will be considered;

4. Matters that could damage CMHC's confidence in the organization or embarrass the Agency include
 - charges against me under the Criminal Code relating to theft or misappropriation of funds;
 - a violation on my part of the Ethical Conduct Policy provisions respecting harassment, violence, discrimination and abuse of authority;
 - any other matter that, in the Board's opinion alone, could damage the reputation of the Agency;
 - my owing money to any housing co-operative other than scheduled future payments to purchase shares or to pay my member deposit or loan.

C. I hereby certify that

1. I have read the Ethical Conduct Policy of the Agency and understand it as it applies to me;
2. if I have given a similar disclosure to the Agency in the past, I have re-read the policy since making my last disclosure;
3. to the best of my knowledge and belief, at all times since starting my service as a director of the Agency and to the date of this statement, I have conducted myself in accordance with the policy;
4. without limiting the generality of the foregoing, since my last disclosure, I have not accepted any gifts, benefits or contracts from any government officials or the Agency's employees, co-operative housing clients, suppliers or contractors, other than the following token gifts or benefits:

D. I commit to remaining in compliance with the Ethical Conduct Policy in the future.

Name (PLEASE PRINT)

Signature

Date

Witness