

Code of Conduct Policy

Questions regarding this policy should be directed to the Policy Administrator.

Effective Date:	May 20, 2019	Cross Reference:	<ul style="list-style-type: none"> • Board and other subsidiary bylaws • Collective Agreements • Safe Disclosure Policy • Student Code of Conduct
Policy Owner:	President and CEO	Appendices:	
Policy Administrator:	Executive Director Human Resources		
Approver:	Executive Committee		
Review Schedule:	Every 4 Years		

1. Policy Statement

- 1.1 Keyano College requires all Employees, Board Members and Students to uphold high ethical standards of personal and professional conduct.
- 1.2 All Employees and Board Members have a duty to share in preserving and enhancing the College's image and reputation of integrity, credibility, professionalism and honesty.
- 1.3 Through its mandate, Keyano College recognizes that it has a responsibility for maintaining public trust and confidence within its internal and external communities. In carrying out the Keyano College mandate, persons interact with many individuals and organizations. This may create the possibility of a real Conflict of Interest or apparent conflict of interest from time to time.
- 1.4 Keyano College is committed to accountable and transparent operations in the best interest of the College as a whole. To maintain public trust and confidence, Keyano College will deal with Conflicts of Interest and apparent conflicts of interest in a fair, consistent and pragmatic manner, while complying with institutional policies, professional standards and applicable laws.
- 1.5 All Employees, Board Members and Students share in the responsibility to both pro-actively and appropriately address and resolve Conflicts of Interest, Conflicts of Commitment and apparent conflicts of interests.

2. Background

- 2.1 Keyano College values accountability, integrity, transparency and ethical conduct in all of its operations, including academia, administration, with faculty, staff and students, and its relationship with the community at large. In advancement of its mission and values, the College has developed this policy to identify and address Conflicts of Interests in the College community.
- 2.2 Awareness of ethical obligations is fundamental to ensuring appropriate behaviours in all College affairs and relationships.
- 2.3 This Code has been developed pursuant to section 81 of the *Post-Secondary Learning Act* which states that the President has delegated authority to govern and manage the direction of

the College. It is expected that all Employees, Board Members and Students comply with this policy, as deemed applicable.

- 2.4 Further, this Code has been developed pursuant to the *Conflict of Interest Act*, which applies to all public agencies under the *Alberta Public Agencies Governance Act*, as well as any additional public agencies as may be designated by Order in Council.

3. Policy Objective

- 3.1 The College considers its reputation important and will take steps to protect it. It is committed to being ethical and credible in its relationships with its stakeholders.
- 3.2 The objective of this Code is to define and explain conflicts of interest and provide specific guidance on how to correctly recognize, disclose, and manage them at the Keyano College.

4. Application

- 4.1 This Code applies to all Employees, including the President, Students, and Board Members, except where the Board Members are expressly not included or are exempted. Part 7 only applies to the President.
- 4.2 This Code applies at all times while the individual is an Employee, Board Member, or Student and whether the individual is conducting college-related, student-related activities or conducting personal activities.
- 4.3 As with all Keyano College policy and associated procedures, non-compliance may constitute misconduct and reviews may be pursued under the applicable collective agreement, Keyano College policy or applicable legislation.
- 4.4 All provisions of the Code come into effect on May 20, 2019 unless otherwise expressly set out at the beginning of a particular provision of the Code.

5. Definitions

- (a) “**Act**” means the *Conflicts of Interest Act* (Alberta), as amended by the *Conflicts of Interest Amendment Act, 2017* (Alberta), and thereafter as amended from time to time, and all related regulations;
- (b) an “**Apparent Conflict of Interest**” exists if there is a reasonable perception, which a reasonably well informed person could properly have, that the Employee’s or Board Member’s ability to exercise that Employee’s or Board Member’s duties may have been affected by their private interest;
- (c) “**Applicable Privacy Legislation**” means the *Freedom of Information and Protection of Privacy Act* (Alberta), as amended from time to time and all other privacy-related legislation, regulations, orders in council, rules and guidelines to which the College is subject;
- (d) “**Benefit**” means a financial or private benefit to an individual Employee or Board Member, other than a benefit that is applicable to a group of individuals within the College or is inconsequential;
- (e) “**Board Chair**” means the Chair of the Board of Governors as selected by the members of the Board of Governors of Keyano or as appointed Chair of the Board of Governors of Keyano College by the Government of Alberta (as the case may be);
- (f) “**Chief Financial Officer**” means the chief financial officer of the College;

- (g) “**Code**” means this Code of Conduct Policy for the College, as amended from time to time;
- (h) “**Board Members**” means anyone appointed by the Government of Alberta to the Keyano College Board of Governors or a committee of the Board of Governors;
- (i) “**College**” means Keyano College;
- (j) “**College Resources**” means the tangible and intangible assets of the College, including Intellectual Property (as defined in section 6.7);
- (k) “**Compliance Officer**” means, as appointed by the President, the Executive Director Human Resources;
- (l) “**Concurrent Employment**” means any outside appointments, business undertakings, concurrent employment, including self-employment;
- (m) “**Conflict of Commitment**” exists when an Employee or Board Member participates in Outside Interest or Activities or secondary employment which interferes with his/her employment, commitment or responsibilities to the College;
- (n) “**Conflict of Interest**” exists when:
 - (i) an individual takes part in a decision in the course of carrying out their College responsibilities, where they know or ought to know that the decision may result in a real or perceived Benefit to them, a Family Member or a Related Entity of the individual;
 - (ii) an individual uses their position with the College to influence or seek to influence a College decision which they know or ought to know may result in a real or perceived Benefit to them, a Family Member or a Related Entity of the individual, or
 - (iii) an individual communicates Confidential information that they know or ought to know is not available to the general public and is obtained by the individual in the course of carrying out their College responsibilities or as a result of their College position to obtain or seek a Benefit for them, a Family Member or a Related Entity of the individual;
- (o) “**Confidential Information**” Information received or accessed through the course of executing job duties that either has commercial value, is not in the public domain, is reasonably protected or is communicated to others in confidence.
- (p) “**Employee**” includes individuals engaged to perform a service at Keyano College in accordance with existing terms and conditions of employment, employment contracts or collective agreements and includes the President.
- (q) “**Ethics Commissioner**” means the individual appointed by the Government of Alberta to serve as the Ethics Commissioner;
- (r) “**Family Member**” means a parent, sibling and child of the individual and a spouse of the individual;
- (s) “**Human Resources & Governance Committee**” means the human resources & Governance committee of the Board of Governors;
- (t) “**Intellectual Property**” has the meaning set out in subsection 6.7(e);

- (u) “**Minor Children**” mean the children of any individual to whom Part 7 of this Code applies who are under the age of 18 years;
- (v) “**Outside Interest or Activities**” means business interests or activities, with other organizations or government offices, or participation in professional associations, charitable or community organizations, and/or political parties, paid or unpaid;
- (w) “**Post-employment Restrictions**” means restrictions on lobbying public office-holders, making representations in connection with matters that the former President directly worked on, soliciting or benefiting from a contract with their former public agency, and accepting employment with an organization or an appointment to the board of an organization with which the former President had direct and significant official dealings as a President.
- (x) “**President**” means the president and chief executive officer of the College;
- (y) “**Private Interest**” of an Employee or Board Member (as the context requires) means a financial or personal interest of the Employee, or Board Member but does not include an interest:
 - (i) in a matter that is of general application; or
 - (ii) that affects the Employee, or Board Member as one of a broad class of the public; or
 - (iii) that affects the compensation or benefits of an Employee, or Board Member, or
 - (iv) an interest that is trivial;
- (z) “**Related Entity**” means (i) a public corporation of which the individual is a director or officer of the beneficial owner of more than 10% of the outstanding shares of any class; (ii) a ‘for-profit’ corporation of which the individual is the beneficial owner of shares of the corporation, except an association defined in the *Co-operatives Associations Act*, a credit union incorporated under the *Credit Union Act*, a co-operative credit society incorporated by or under an Act of the Parliament of Canada or the United Farmers of Alberta Cooperative Limited, (iii) a not-for-profit corporation or an association of which the individual is a director or officer, and (iv) a partnership of which the individual is a partner or of which one of the partners of is a Related Entity to (i), (ii) or (iii);
- (aa) “**Reprisal**” means retaliatory measures that are taken against an individual because they have sought advice about making a disclosure or have filed a report of a potential breach of this Code in good faith, cooperated with the investigation of the potential breach, or declined to participate in a situation which formed the basis for the potential breach of this Code;
- (bb) “**Safe Disclosure Procedure**” means the protected disclosure procedure adopted by the College on April 3, 2018, as amended from time to time;
- (cc) “**Spouse**” includes a party to a relationship who is living together with another person on a bona fide domestic basis but does not include a spouse who is living apart from the employee if the employee and spouse have separated pursuant to a written separation agreement or if their support obligations and family property have been dealt with by a court order;
- (dd) “**Student**” means a person registered in a course or courses of study provided by the College;] and
- (ee) “**Student Code of Conduct**” means the procedures set out in the Student Code of Conduct Policy adopted by the College as amended from time to time.

6. Guiding Principles

6.1 Disclosure:

The College requires all Employees, Board Members and Students to uphold fundamental principles of responsibility, honesty, transparency, and accountability. Employees, Board Members and Students have a duty to appropriately and adequately **disclose** Conflicts of Interest, Conflicts of Commitment, and apparent conflicts of interest.

6.2 Impartiality:

Employees and Board Members have important responsibilities toward the College. Their conduct should not bring Keyano College into disrepute. Employees and Board Members must conduct themselves impartially in carrying out their duties to the College. They should always act in the best interest of the College.

6.3 Confidentiality:

- (a) Any Employee or Board Member privy to confidential information, personal information or proprietary information is prohibited from communicating such information to someone else, unless they have been authorized to do so and such communication is necessary to do so in the course of their duty. Efforts must be made to limit access to confidential information, personal information or proprietary information to only those who need to know the information and those persons are to be advised that the information is to be kept confidential.
- (b) Outside persons privy to Confidential Information are to be informed, preferably in writing, that they must not divulge this information to anyone else, other than is necessary for them to carry on their work or association with the College.
- (c) Confidential Information, personal information and proprietary information received, collected by or which an Employee or Board Member has accessed in the course of their duty shall be protected and treated in accordance with applicable privacy legislation and shall not be used for personal gain.

6.4 Private Interests of Self:

Employees and Board Members must exercise care to avoid Conflicts of Interest, Conflicts of Commitment, or apparent conflicts of interest and manage situations that involve Conflicts of Interest, Conflicts of Commitment, or apparent conflicts of interest and are prohibited from acting in self-interest or furthering private interests, by virtue of one's role/position.

6.5 Private Interests of Others:

Employees and Board Members must not use their office or powers to influence or try to influence a decision of the College to further their private interests, the interest of a Family Member or to improperly further any other Related Entity's interest.

6.6 Acceptance of Gifts:

- (a) Neither Employees nor Board Members shall accept fees, gifts, perks or other benefits that are connected directly or indirectly with the performance of their College responsibilities or their College position from any individual, organization or corporation (except the College), other than:
 - (i) the normal exchange of gifts between friends;

- (ii) tokens of appreciation;
 - (iii) gifts exchanged as part of a protocol (including international and cultural protocols); or
 - (iv) the normal presentation of gifts to persons participating in public functions.
- (b) Neither Employees nor Board Members shall accept cash or cash equivalents as a gift in any circumstance.
- (c) Subject to sections 6.6(e) & 6.6(g) below, the value of any single tangible gift permitted by this section shall not exceed \$100. The cumulative value of all permitted tangible gifts received from a single source in a calendar year shall not exceed \$200.
- (d) Subject to sections 6.6(e), 6.6(f) & 6.6(g) below, the value of any single event invitation, inclusive of food, beverages and admission fees, permitted by this section shall not exceed \$200. The cumulative value of all permitted event invitations received from a single source in a calendar year shall not exceed \$400. Examples of such event invitations include, without limitation:
- (i) Attendance by Employees and/or Board Members at industry, civic, or community events as guests of external parties.
 - (ii) Attendance by Employees and/or Board Members at events where a large cross-section of people have been invited.
- (e) For the Board Chair, the Deans/Directors, and the President and CEO, the value of any single tangible gift or event invitation received from a donor or friend of the institution shall not exceed \$1,000. The combined total value of all gifts (tangible and event invitations) received from a single donor or friend of the institution shall not exceed \$1,500.
- (f) Separate limits apply for invitations to a conference or symposium where travel, admission, and/or accommodation expenses are gifted to the Employee or Board Member:
- (i) For an invitation to a conference or symposium where the Employee or Board Member is only attending, the value of the airfare, conference fees, and accommodation which may be accepted together shall not exceed \$1,000. The total value of all such invitations to conferences or symposiums accepted from a single source in a calendar year shall not exceed \$1,500.
 - (ii) For an invitation to a conference or symposium where the Employee or Board Member is speaking or presenting, the value of the airfare, conference fees, and accommodation which may be accepted together shall not exceed \$3,000. An Employee or Board Member shall not accept more than two such invitations from a single source in a calendar year, without special approval (as set out in section 6.6(h) below).
- (g) Provided no apparent or real conflicts of interest exist, and notwithstanding sections 6.6(a) above, the following situations are not considered as gifts and are not subject to monetary limits:
- (i) **Acceptance by certain Employees** and/or Board Members designated by the College and/or Board of Governors (as the case may be) of donations and gifts from donors, for and on behalf of the College and not for any Benefit;
 - (ii) Acceptance by certain Employees and/or Board Members designated by the College and/or Board of Governors (as the case may be) of value-added services offered by

vendors and suppliers of the College at no cost pursuant to contractual agreements (for example professional development sessions for IT or insurance education by brokers and insurers); and

- (iii) The acceptance of any honorarium or remuneration received by an Employee or a Board Member while representing the College at an external function provided such monies are disclosed to the Vice President (in the case of employees) and the Board Chair (in the case of the President and Chief Executive Officer, or Board Members) and the monies submitted to the College.
- (h) If the Employee or Board Member is unclear as to whether a gift may be accepted, the Employee and Board Member shall seek approval from the appropriate party as to whether the Employee shall accept the gift, perk, or benefit.
- (i) If an Employee or Board Member receives a gift with the value in excess of any of the above monetary limits, the Employee and Board Member shall seek special approval from the appropriate party for determination as to whether the Employee or Board Member may retain the gift. The appropriate party shall grant special approval in writing and only reasonably, in accordance with the principles and provisions of the Code, and where acceptance would not create a real or apparent conflict of interest.
- (j) If the value of a gift is in dispute, the appropriate party shall make the final determination of the gift's value.
- (k) For sections 6.6(h), 6.6(i) & 6.6(j) the appropriate party:
 - (i) For Employees (including any deans and directors) is the Vice President or President of the College;
 - (ii) For Board Members is the Board Chair; and
 - (iii) For the Board Chair, the President & CEO, and the Vice President is the Human Resources and Governance Committee for the Board of Governors.

6.7 Use of College Resources:

- (a) Employees and Board Members may only use College Resources for activities on behalf of the College and within their scope of responsibility as per College policy.
- (b) College Resources may not be used for personal purposes.
- (c) Employees and Board Members are required to treat College Resources with care and to adhere to laws and College policies regarding the acquisition, use, maintenance, documentation, and disposal of College resources.
- (d) Employees or Board Members shall not sell, trade, market, or distribute any such product, technology or Intellectual Property (as defined below) unless otherwise authorized by the President and Chief Executive Officer or designate. Unauthorized distribution of Intellectual Property or other proprietary information or technology could also be illegal and result in civil or criminal penalties.
- (e) As users of information produced outside of the College, Employees shall strive to ensure that all of the College's Intellectual Property is respected. Intellectual Property means confidential information, copyright works, trademarks, industrial designs, design rights,

inventions (whether patentable or not), unpublished patent applications, inventive ideas, discoveries, innovations, developments, or improvements thereto, or any other intellectual property rights relating to any of the foregoing, whether registered or non-registered, whether or not reduced to written form or practice, within the scope of the College's business activities. Issues relating to Intellectual Property and licensing agreements should be directed to the Vice President, Academic, of the College.

- (f) Employees who produce Intellectual Property or make improvements to Intellectual Property during employee work hours or with College Resources must cooperate with the College to ensure:
 - (i) the Intellectual Property becomes or remains the exclusive property of the College and its creation or any modifications are disclosed to the College; and
 - (ii) an unconditional waiver of all moral rights is made.
- (g) Employees wishing to see material or Intellectual Property produced by the College or material or Intellectual Property that they have produced themselves in their employment with the College must receive permission from the President and Chief Executive Officer, or designate, prior to using or disseminating those materials externally.
- (h) Economic rights relating to the development of any materials or Intellectual Property for the College shall be the property of the College.
- (i) Using College Resources for the benefit of the Employee's or Board Member's private business, or that of a Family Member or Related Entity is prohibited.

6.8 Dealings with Others:

- (a) Participation in the recruitment, hiring, promotion, or evaluation of someone who is a Family Member of the Employee or Board Member, as the case may be, is prohibited.
- (b) Candidates for employment must declare any Family Members already employed with the College, before being hired. Family Members of an Employee may work in the College within the same school or department, provided an Employee does not supervise a Family Member and no Conflict of Interest or apparent conflict of interest exists for the Employees involved. Should a Dean, Director, or Vice-President wish to hire a Family Member of a current Employee into the same department, prior approval from the President is required. In the case of the President, approval from the Chair of the Human Resource and Governance Committee is required.

6.9 Appointments and Secondary Employment:

- (a) When an individual joins as an Employee or Board Member, he/she accepts the responsibility to manage personal activities and interests in a manner which does not conflict with the time and attention which should be given to the responsibilities of his/her position.
- (b) Employees (other than the President and Chief Executive Officer) may accept appointments and participate in secondary employment, except where the secondary employment:
 - (i) interferes with the Employee's duties, availability or performance to the College's requirements and would constitute a Conflict of Commitment;
 - (ii) involves business relations, or other outside employment duties during any portion of the employee's regular working hours with the College, except in pre-approved circumstances;

- (iii) the Employee gains any Benefit or acts in any capacity for a supplier, contractor, customer, or any other entity with which the College does business;
- (iv) might reasonably expect them to disclose Confidential Information or proprietary information to which they have access by virtue of their College appointments;
- (v) holds a position as a member of a board of governors or an officer of a competitor of the College unless approved by the President, or in the case of the President, the Human Resources and Governance Committee; or
- (vi) creates or appears to create ethical or legal conflict of interests.

6.10 Process for Approval of Appointments, Secondary Employment:

- (a) For Employees (other than the President and Chief Executive Officer) to pursue secondary employment or accept appointments which involve any of these exceptions, Employees are required to declare and obtain approval from the Compliance Officer and from the specific individuals they report to. Approval will be documented and placed in the Employee's file. Where approval is given, the College may request the use of unpaid leave or vacation time to pursue these opportunities. The Employee may choose to donate their proceeds or honorarium back to the College.
- (b) Employees and Board Members considering a new offer of appointment or employment must be aware of and manage any potential Conflicts of Interest, Conflicts of Commitment, and apparent conflicts of interest between their current position and future circumstances, and must remove themselves from any decisions affecting their appointment or employment.

6.11 Process for Approval of Appointments, Secondary Employment of President:

- (a) The President may not participate in any outside appointment, business, undertaking or concurrent employment, including self-employment, unless they apply for and receive approval in writing from the Board of Governors and from the Ethics Commissioner. Approval will be documented and placed in the President's file.

6.12 Compliance with Applicable Laws and Policies:

- (a) Individuals must agree to execute ethically, conscientiously, with due diligence and according to law, the duties required of them as an Employee or a Board Member of the College, as the case may be.
- (b) Employees and Board Members shall act at all times in compliance with both the letter and the spirit of all applicable law and applicable College procedures and guidelines and in accordance with contractual commitments. Employees and Board Members should not only comply fully with the law, but should also avoid any situation that could be perceived as improper or indicate a casual attitude towards compliance.
- (c) Employees and Board Members are expected to be sufficiently familiar with any legislation (including applicable privacy legislation) that applies to their work to recognize potential liabilities and to know when to seek advice or assistance.
- (d) For greater certainty, Employees and Board Members who have access to Confidential Information, personal information or proprietary information are required to be familiar and to comply with laws and College policies and procedures pertaining to access, use, modification, protection, and disclosure of such information.

- (e) In some cases Employees and Board Members are governed by ethical codes or standards of their professions or disciplines. Employees and Board Members are required to conduct their professional activities and their activities related to their discipline in compliance with all applicable codes and standards of their profession or discipline.

7. Requirements Specific to the Board Chair and the President and CEO of Keyano College

7.1 Decisions Furthering Private Interests

- (a) Subject to s. 23.925 of the *Conflicts of Interest Act* the Board Chair and the President and CEO are subject to additional requirements:
 - (i) The Board Chair and the President and CEO must not take part in a decision in the course of carrying out his/her office or powers knowing that the decision might further a private interest of the Board Chair or the President and CEO, a person directly associated with the Board Chair or the President and CEO, or the Board Chair or the President and CEO's minor or adult child;
 - (ii) The Board Chair and the President and CEO must not use his/her office or powers of influence or seek to influence a decision made by or on behalf of the Crown or a public agency to further a private interest of the Board Chair or the President and CEO, a person directly associated with the Board Chair or the President and CEO, or to improperly further any other person's private interests;
 - (iii) The Board Chair and the President and CEO must not use or communicate information not available to the general public that was gained by the Board Chair or the President and CEO in the course of carrying out his/her office or powers to further or seek to further a private interest of the Board Chair or the President and CEO or any other person's private interests; and
 - (iv) The Board Chair and the President and CEO must appropriately and adequately disclose a real or apparent conflict of interest.

7.2 Requirements Specific to the President and CEO of Keyano College

- (a) The following provision comes into effect for the current President and CEO on the earlier of: (i) April 4, 2020, or (ii) upon renewal or extension of their contract or appointment. For new hires or appointments, these obligations will apply immediately.
 - (i) Restrictions on Concurrent Employment - The President and CEO shall not be involving any appointment, business, undertaking or employment, including self-employment, other than the President and CEO's appointment, business, undertaking or employment with Keyano College, unless the President and CEO applies for and receives approval in writing from the Ethics Commissioner, and the President and CEO complies with any conditions that the Ethics Commissioner places on that approval.
 - (ii) Restrictions on Holdings - As set out in s. 23.93 of the *Conflicts of Interest Act*, the President and CEO must not own or hold a beneficial interest in publicly-traded securities unless held in a blind trust or investment arrangement approved by the Ethics Commissioner or the Ethics Commissioner grants prior approval of the retention of the ownership or beneficial interest. Approvals must be granted in writing by the Ethics Commissioner.

Publicly-traded securities must be managed within 60 days of a person becoming the President and CEO, s. 23.93 becoming applicable to the President and CEO, or the acquisition of publicly-traded securities by gift or inheritance. The Ethics Commissioner may set out a longer period.

- (iii) Disclosure Requirements - Each year at a time specified by the Ethics Commissioner, the President and CEO must provide to the Ethics Commissioner a disclosure statement of the assets, liabilities, and financial interests of the President and CEO, the President and CEO's spouse or adult interdependent partner, the President and CEO's minor children, and any private corporation controlled by the President and CEO, the President and CEO's spouse or adult interdependent partner, the President and CEO's minor children, or any combination thereof.

The President and CEO also must provide a return relating to persons directly associated to the Ethics Commissioner within 60 days of becoming the President and CEO or of section 23.932 of the Conflict of Interest Act becoming applicable to the President and CEO.

The President and CEO must file an updated disclosure statement or return relating to persons directly associated within 30 days of any material changes to a previous disclosure statement or return relating to persons directly associated. The President and CEO also must file an updated return relating to persons directly associated within 30 days of ceasing to be President and CEO.

- (iv) Post-Employment Restrictions on the President and CEO - As required by s. 23.937 of the *Conflicts of Interest Act*, for 12 months after the last day they hold their position as President and CEO, the President and CEO:
- a. Must not lobby any public office holder, as defined in the Lobbyist Act;
 - b. Must not act on a commercial basis or make representations on behalf of any party in connection with any ongoing matter in connection with which the President and CEO directly acted for or advised a department or public agency;
 - c. Must not make representations with respect to or solicit or accept on his/her own behalf a contract or benefit from a department or public agency with which the President and CEO had a direct and significant official dealing; and
 - d. Must not accept employment with an individual, organization, board of directors, or equivalent body of an organization with which the President and CEO had direct and significant official dealing.

The President and CEO may apply to the Ethics Commissioner for a waiver or reduction of a time period to these restrictions

8. Disclosures

8.1 Disclosing Employee and Board Member Conflicts of Interest

The onus is upon each Employee and Board Member to disclose all Conflicts of Interest, Conflicts of Commitment, and apparent conflicts of interest. Such disclosure should be in writing and directed to the College official to whom the Employee ordinarily reports, with a copy to the appropriate Dean/Director and responsible Vice-President or President as may be appropriate. Where the Conflict of Interest, Conflict of Commitment, or apparent conflict of interest involves the President or the Board Chair, the Chair of the Human Resources Committee shall be

notified. In the event the Conflict of Interest involves a Board Member, the Board Chair shall be notified. In all cases, such disclosure should be in writing.

8.3 Disclosing Student Conflicts of Interest

Conflicts of Interest or apparent conflicts of interest relating to Students should be disclosed to the appropriate Dean, with subsequent notification to the Vice-President, Academic and shall be dealt with in accordance with the Student Code of Conduct Policy.

8.4 Maintaining Disclosure Records

A copy of the written disclosure of a Conflict of Interest, Conflict of Commitment, or apparent conflicts of interest shall be included in the appropriate files for record keeping purposes. Examples would include personnel files or Board files, as applicable.

9. Resolution

9.1 Assessment and Management of Conflict of Interest

If a Conflict of Interest, Conflict of Commitment, or apparent conflict of interest is identified following disclosure as set out in Section 8, the Employee or Board Member, as applicable, in consultation with the College official to whom he or she discloses reports, shall assesses the Conflict of Interest to determine how to manage the conflict in a fair, open and practical manner when appropriate. The College official will render a determination in writing. A copy of the determination will be forwarded to the Executive Director, Human Resources and the next level of reporting. All records of determinations will be stored in the appropriate personnel files and shall constitute the below information:

- details on the Conflicts of Interest, Conflict of Commitment, or apparent conflict of interest;
- factors attributing to the determination (considerations of the case);
- rationale for determination; and
- confirmation that such determination has been communicated to appropriate parties.

9.2 Appeal of Assessment or Management Plan

In the event that an Employee or Board Member, as applicable, is dissatisfied with the position taken by the College with respect to the proposed arrangements for management of the Conflict of Interest, Conflict of Commitment, or apparent conflict of interest, the matter will be adjudicated by the responsible Vice-President in consultation with the President, in the case of Employees (except for the President) by the President in the case of the Vice-Presidents, by the Chair of the Board in the case of the President or a Board Member, and by the Human Resources Committee in the case of the Board Chair. In such instances, where the Vice-President, President or Board Chair are in a Conflict of Interest, or apparent conflict of interest, they will recuse themselves and assign a designate in their place.

9.3 Compliance with Applicable Law

In the course of Conflict of Interest, Conflict of Commitment, and apparent conflict of interest resolution, applicable laws will be respected.

10. Reporting, Investigating Breaches

10.1 Reporting Suspected Breaches

An Employee or Board Member who has knowledge of or suspects probable contravention of the Code of Conduct Policy must raise concerns in one of the following ways. These include:

- raising the concern with an immediate supervisor;
- notifying the Executive Director, Human Resources or the responsible Vice-President or President directly; and/or
- following the procedures for reporting wrongdoing in the Safe Disclosure Procedures. For purposes of the Safe Disclosure Procedures, a breach of this Code will be considered wrong doing as contemplated by the Safe Disclosure Policy and Safe Disclosure Procedures.

10.2 Assessment of Potential Breach

Once the concern or potential breach is reported, the matter will be assessed and a determination made in accordance with the Safe Disclosure Procedure.

10.3 Corrective Measures

Any person who contravenes this Policy and knowingly fails to disclose a Conflict of Interest, a Conflict of Commitment, or an apparent conflict of interest and to manage these Conflicts of Interest, Conflicts of Commitment, or apparent conflicts of interests appropriately will be subject to a range of corrective measures, up to and including dismissal from the College, in accordance with relevant Collective Agreements, contractual agreements and other College policies or applicable legislation.

10.4 Reprisals

Employees and Board Members will not take any action in reprisal against another individual. Anyone who believes they may be the subject of a Reprisal shall report it in accordance with relevant procedures set out in the Safe Disclosure Policy.

10.5 Referral to regulatory agencies

Decisions to prosecute or refer investigative results to the appropriate law enforcement and/or regulatory agencies will be made in conjunction with external legal counsel and senior management, as will final decisions on disposition of the case.

11. Administrative Matters

11.1 Supersedes Other Policies

This Code replaces and supersedes the Conflict of Interest Policy 603, the Conflict of Interest Procedure 603.1, the Ethics and Accountability Policy and the Conflicts of Interest Policy.

11.2 Regular Review of the Code

This Code shall be reviewed on a regular basis under the direction of the President and any material amendments shall be approved by the Board of Governors. The President or designate shall have the authority to make any housekeeping changes or changes required to reflect

legislative or regulatory changes, including Orders in Council, as issued from time to time, without further Board of Governors' approval.

11.3 Annual Confirmation

Each Employee and Board Member shall be required to confirm on an annual basis that they have read and understand the Code and are not aware of any breach of the Code in the preceding year that has not been fully disclosed.

12 Roles & Responsibilities

STAKEHOLDER	RESPONSIBILITIES
Employees, Students and Board of Governors Members	<input type="checkbox"/> Be knowledgeable of and complicit with this Code. <input type="checkbox"/> Declare Conflicts of Interest, Conflicts of Commitment or apparent conflicts of interest upon discovery of them, including your own <input type="checkbox"/> Act with integrity, transparency, and accountability in adherence to this Code and to protect the College's interest at all times. <input type="checkbox"/> Comply with all policies, procedures and applicable laws in conducting their work.
President	<input type="checkbox"/> All of the above <input type="checkbox"/> Managing, reporting and publicly-traded securities <input type="checkbox"/> Financial disclosure and reporting to the Ethics Commissioner <input type="checkbox"/> Post-employment obligations <input type="checkbox"/> Approval for appointments, secondary employment

13 Policy Management

Policy Title:	Code of Conduct Policy
Approval Date:	May 15, 2019
Effective Date:	May 20, 2019
Historical Review Dates:	N/A
Next Review Date:	May 20, 2023
Related Legislation:	<input type="checkbox"/> Conflict of Interest Act <input type="checkbox"/> Public Interest Disclosure (Whistleblower Protection) Act
Replaces Policies:	<input type="checkbox"/> 603 Conflict of Interest Policy <input type="checkbox"/> 603.1 Conflict of Interest Procedure <input type="checkbox"/> Ethics and Accountability Policy
Monitoring/Frequency:	<input type="checkbox"/> Monitoring/ Frequency – Annually
Policy Owner:	President & CEO
Policy Administrator:	Executive Director Human Resources
Policy Custodian:	