



## SARCEE MEADOWS HOUSING CO-OPERATIVE LTD.

### Housing Policy

**Subject:** Code of Business Conduct and Ethics  
**Original Date of Approval:** April 30, 2022 (Replacing Ethical Conduct Policy originally approved on October 27, 2004.)  
**Approved By:** Membership  
**Date of Amendment or Replacement:** \_\_\_\_\_

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#### 1. Introduction

Sarcee Meadows Housing Co-operative Ltd (SMHC) is committed to conducting business in accordance with the highest standards of business conduct and ethics, ensuring that honesty, respect, care, and consideration underlie all of our actions and activities. Only through the ethical conduct of our directors, volunteers, employees, and other organization representatives (collectively Individuals) will we ensure members' trust and achieve goals and outcomes in the best interest of the Co-operative.

This Code applies to all Individuals acting in SMHC's name or on SMHC's behalf. It addresses behaviors that are particularly important to proper dealings with the people, clients, organizations, and the community at large with whom we interact but reflects only a part of our obligation. The following additional policies and agreements supplement or add to the Code and should be consulted in conjunction with the Code:

- Sarcee Meadows Housing Cooperative Ltd Policies including but not limited to:
  - a. Cooperative Act
  - b. By-laws
  - c. Health and Safety Policies
  - d. Human Resources Policies
  - e. SMHC Employee Guidelines
  - f. Employee Agreement as executed by each employee as a requirement of employment.

It is the responsibility of all Individuals to become familiar with and conduct SMHC business in compliance with the Code. The Code cannot, within reason, address every practice or every potential form of unacceptable conduct. Individuals must apply common sense, together with their own highest personal ethical standards in making decisions for or on behalf of SMHC. Individuals employed by or representing SMHC, when acting in that capacity, will at all times also comply with the laws and regulations governing SMHC and the activities performed on its behalf.

In case of dispute or uncertainty, the Board of Directors is vested with the authority of interpreting this policy and ruling on any issues it may give rise to.

#### 2. Conflict of Interest

SMHC is committed to creating and promoting an environment which is free of perceived, potential, or actual conflicts of interest. It is the expectation of the Cooperative that all Individuals will demonstrate

a high standard of ethical, moral, and legal conduct in all business practices during and outside of business hours. Failure to uphold these duties has the effect of eroding stakeholder trust and confidence in the integrity of SMHC and will not be tolerated.

Individuals must ensure that their own private, personal, and financial interests do not interfere with or influence their decision-making processes.

### Disclosure of Conflict

All Individuals employed by or acting on SMHC's behalf, are expected to avoid ethical conflict.

Where there is any doubt about a circumstance, Individuals are expected to discuss the situation with their Supervisor/Manager or the Personnel Liaison as the case may be, and to disclose such conflict.

When a conflict is unavoidable, as soon as they become aware of it, employees and independent contractors with a conflict must disclose it to the General Manager, the General Manager, and volunteers to the Board of Directors. They shall not be present, take part in discussion, nor vote on any matter in which they have an ethical conflict.

A written record of all potential conflicts of interest as well as the Cooperative's decision and plan to address them will be maintained using the **Code of Conduct and Conflict Acknowledgement and Declaration Form at the end of the Code** and stored in the employee's file or in the volunteer's membership file.

Full disclosure does not remove a conflict of interest. It will be at the sole discretion of the General Manager (or the Board where the conflict involves the General Manager and volunteers) to determine if a conflict of interest exists.

### Examples of Conflict of Interest

Conflict of interest is often, but not always, associated with improper financial gain, whether deliberately sought or innocently arrived at. Under the Cooperatives Act, a director or officer of SMHC has a conflict of interest if he or she has an interest in a material contract or transaction with SMHC. Interest is defined as:

- i. being a party to the contract or transaction.
- ii. being a director or officer of a party, or an individual acting in a similar capacity, to the contract or transaction; or
- iii. having a material interest in a party to the contract or transaction. Under the Act, conflict
- iv. is not present if a similar contract or transaction is routinely available to any like member of SMHC on the same terms.

Under this policy, conflict of interest is also present when any of the following takes place or is attempted:

- v. Self-dealing: using one's position with SMHC to obtain a monetary benefit for oneself or for one's intimates.
- vi. Being on the take: accepting valuable gifts or favours in exchange for delivering benefits from SMHC.
- vii. Influence-peddling: advancing someone else's business or financial interests in exchange for benefits for oneself.
- viii. Making unauthorized private use of SMHC's property.

- ix. Using confidential information for one's personal financial benefit.
- x. Using one's recent close connection as a volunteer or staff member to influence SMHC for personal gain.
- xi. Benefiting from the acceptance from members, suppliers, officials, or associates anything but a token gift or benefit nor any benefit that, if made public, could appear intended to buy their good will.

### Political Conflict

A political conflict arises when a person's fundamental duty to act in the best interests of SMHC clashes with his or her wish to advance the legitimate interests of a specific constituency within the organization or the wider movement.

### 3. Privacy

SMHC is committed to the safeguarding of the personal information entrusted to us in accordance with Alberta's Personal Information Protection Act (PIPA).

"Personal Information" refers to information about an identifiable Individual, (e.g., name, age, date of birth, home address, e-mail address, phone number, social insurance number, marital status, ethnicity, income, medical and health information, education, employment information, banking information, credit card information, and emergency contact information). Personal information does not include business contact information (described below).

"Business Contact Information" means information that would enable an individual to be contacted at a place of business and includes name, position name or title, business telephone number, address, email, or fax number. Contact information is not covered by this policy or PIPA.

The right to privacy applies to all individuals working and receiving services or products from SMHC, including all employees, volunteers, clients, and Board members.

SMHC collects only the personal information that is needed for the purposes of providing services, employment, or volunteer opportunities. Unless the purposes for collecting personal information are obvious and the individual voluntarily provides their personal information for those purposes, SMHC will communicate the purposes for which personal information is being collected, either orally or in writing, before or at the time of collection.

For employment and volunteer opportunities to:

- Determine eligibility for employment or volunteer work, including verifying qualifications and references
- Issue tax receipts
- Contact and thank volunteers and supporters
- Establish training and development requirements
- Assess performance and manage performance issues if they arise
- Administer payroll and benefits
- Elect Board Members
- Join Committees
- Keep members informed and up to date on activities, special events and opportunities
- Meet regulatory requirements (for example the Canadian Income Tax Act or the Alberta Employment Standards Code)

Individual consent will be obtained to collect, use, or disclose personal information, except in specific circumstances where collection, use or disclosure without consent is authorized or required by law.

Consent can be provided orally, in writing, electronically, through an authorized representative or it can be implied where the purpose for collecting, using, or disclosing the personal information would be considered obvious and the individual voluntarily provides personal information for that purpose. SMHC's *Consent to the Release and Disclosure of Personal Information Form* may be used.

Consent for the use and disclosure of personal information may be withdrawn at any time, in writing, unless the personal information is necessary for SMHC to fulfill legal obligations.

SMHC makes every reasonable effort to ensure that personal information is accurate and complete. We rely on Individuals to notify us if there is a change to their personal information that may affect their relationship with the Cooperative. If an Individual is aware of an error in information about them, it is their responsibility to update SMHC. In some cases, written request for correction may be required.

Individuals should direct any complaints, concerns or questions regarding SMHC's compliance in writing to the Privacy Officer. If the Privacy Officer is unable to resolve the concern, the individual may also write to the Information and Privacy Commissioner of Alberta.

#### **4. Confidentiality**

Without limitation, all Individuals agree that they will not disclose any information identified as confidential. Circumstances in which information is shared, in good faith and in good conscience, ought to be treated as confidential. This includes information obtained during confidential processes and discussions as well as any information which could damage the reputation of the Co-operative, its activities, its members, its prospective members, or its employees.

"Confidential Information" is information which is not available to the public. If disclosed, it could result in harm to SMHC or an individual.

SMHC requires the utmost confidentiality with respect to all members, prospective members, and employee files. Employees agree as part of their employment contract that they will not disclose any information to any person other than for Cooperative purposes, relating to the private and confidential affairs of the Cooperative.

Members, Committee Members and Directors agree as part of their activities they may become aware of or knowledgeable of confidential information. Members, Committee Members and Directors agree as part of their being involved in Co-operative activities that they will not disclose any information to any person other than for Cooperative purposes, relating to the private and confidential affairs of the Co-operative.

Confidential information must not be disclosed without the written permission of SMHC. If an Individual feels there may be a situation where disclosure would be practical, they must consult their Supervisor/Manager or Personnel Liaison beforehand when the sensitivity of confidential information is unclear. Individuals must abide by the decisions made by their Supervisor/Managers or the Personnel Liaison.

This policy is binding even after separation of employment or termination of membership.

## **5. Reporting Ethical Concerns**

SMHC is committed to sustaining a culture in which ethical conduct is recognized, valued, and exemplified by all Individuals. This commitment is supported through the provision of clear direction with respect to reporting, managing, and investigating ethical concerns and by protecting Individuals who, acting in good faith, report ethical concerns.

We take our commitment to promoting an ethical culture seriously. Building the Co-operative's ethics capacity, providing support to those making decisions when faced with challenging ethics issues, and ensuring that we deliver our services with the highest ethical standards, is essential.

Reported ethical concerns will be investigated, and appropriate action will be taken by the Supervisor/Manager or the Board Liaison. Where appropriate the issue may be escalated to the General Manager or the Board of Directors. They will be charged with the responsibility to conduct a formal, confidential investigation of any suspected violations to ascertain the facts and formally interview the Individual(s) concerned. In circumstances where the concern involves the General Manager the complaint will be escalated or presented to the Board of Directors.

SMHC will not tolerate:

- Acts of retaliation, reprisal, or harassment against Individuals and their families or contractors, who in good faith report and/or cooperate in an investigation. Good faith is exercised when an ethical concern is reported with a good and honest intention.
- Baseless, false, or malicious allegations.

When appropriate, an ethics committee will be convened by the General Manager and Personnel Liaison to address any moral or Ethical Concerns brought forward.

## **6. Employee and Member Relations Principles**

SMHC believes that the Individuals in our community are our greatest resource. The strength and effectiveness of the Co-operative depends directly upon the contribution of every Individual in the Co-operative. We also believe that productivity and efficiency results from Individual satisfaction.

Our policy is to always be frank, fair, and honest with Individuals and respect their rights. We shall strive to achieve mutual respect in a working or volunteering relationship to promote wellness, healthy morale and commit to the following:

- Provide equitable treatment of Individuals which is free from discrimination on the basis of, race, religious belief, colour, gender, physical or mental disability, marital status, ancestry, age, place of origin, family status, source of income, sexual orientation, gender identity, gender expression or any other prohibited ground of discrimination under Human Rights legislation.
- Recognize the value of diversity and ensure inclusion in all aspects of our Co-operative.
- Provide safe working conditions.
- Provide a respectful Co-operative.
- Provide fair compensation to employees, taking into consideration merit, responsibility, comparative wage, and benefit structures.
- Provide channels through which problems encountered by employees in connection with their employment or working conditions may be discussed and resolved.
- Keep employees informed on matters affecting them, their jobs, and the Co-operative.

## **7. Financial Assistance**

The General Manager at the direction of the and Board of Directors may award financial assistance to members, as allowed under the bylaws and policies of SMHC. Where no policy exists, they may give only such assistance as would be available to a like member within the membership in a comparable situation.

## **8. Procurement**

Ethical conflicts associated with procurement arise when a vendor or candidate for a staff position has a personal or immediate family relationship with a member of the Board of Directors or with a staff member. Such a person in authority may use, or may appear to use, his or her position to advance the interest of his or her friends or family. Failure to disclose a conflicting employment relationship may lead to disciplinary action up to and including termination of an employee or removal of a board member at a Members Meeting. Conflict issues in hiring for permanent or temporary positions are further addressed in our employee guidelines.

In order to avoid ethical conflicts involving vendors or independent contractors, SMHC will observe the following principles:

- Opportunities for vendors and independent contractors will be more or less widely advertised, or not advertised at all, in proportion to the importance and urgency of the task, the presence of qualified, known candidates and the length of time the task is expected to take.
- Close relationships that cross lines of authority will be made known to the General Manager or the Board of Directors before procurement decisions are made.
- No one intimately associated with a vendor or independent contractor may unilaterally decide to use that person's services.

In matters of procurement, the Board of Directors and the General Manager will each act in accordance with their fiduciary duty to SMHC in respect both to ethical conduct and to sound business judgement.

## **9. Appropriate and Encouraged Behaviour**

### **Political Support**

Individuals are encouraged to exercise their citizenship by voting and participating in such activities as lobbying, political campaigns or running for public office, provided they do not use SMHC's premises for these purposes or in any other way compromise SMHC's tradition of non-partisan political advocacy.

### **SMHC's Property**

Individuals may make reasonable personal use of SMHC's property, provided they pay for any goods and services they use where such use involves any expense to SMHC, and they have obtained permission to do so either from the General Manager in the case of employees, or the General Manager or Board of Directors, in the case of Directors and Committee Members, to ensure that the property use does not open SMHC to any liability claims, and that there is no conflict with the needs of the co-operative.

While they may send personal messages by means of SMHC's system of electronic communications, they must do so in the understanding that SMHC cannot guarantee their privacy and may have no option but to review such messages in order to enforce this or another of its policies.

## Sector Activity

All Individuals are encouraged to participate in the co-operative housing movement at all levels but must reserve their higher loyalty and good faith for SMHC, if a conflict of loyalties should arise.

Directors may support a candidate running for election to a volunteer position within SMHC, if they can do so without partisan excess.

Employees of SMHC may not play any role in the election campaign of any candidate for elected office with SMHC.

SMHC's media will not offer any candidate an opportunity not available to all candidates in a similar position.

**10. Definitions:** For purposes of this policy the following definitions of terms used apply.

***Breach of Information*** - Any unauthorized access, disclosure or misplacement of information/records identified within this policy; where data is used or accessed for purposes that it was not originally collected for or authorized. Breach of information can occur for either physical or electronic data formats.

***Conflict of Interest*** - A conflict of interest exists where the private interests or responsibilities of a SMHC employee are in conflict with the employee's responsibilities to the Cooperative and/or its clients, the Cooperative's mandate, with respect to services provided.

***Perceived Conflict of Interest*** - A perceived conflict of interest refers to a situation(s) in which well-informed persons could reasonably believe that a SMHC employee has a conflict of interest, even where there is no actual conflict.

***Potential Conflict of Interest*** - A potential conflict of interest refers to a situation(s) in which a private interest of a SMHC employee could influence the performance of duties and responsibilities, but the employee has not yet exercised that duty or responsibility.

***Contractor*** - Means an individual, corporation, or other entity independent of SMHC who agrees to furnish materials to, or provide services for, SMHC in exchange for payment or other consideration.

***Employee*** - Any person who works for SMHC on an employee / employer relationship and who appears on any payroll records of SMHC.

***Individual(s)*** - directors, volunteers, employees, contractors, and other organization representatives acting for or on behalf of SMHC

***Fiduciary*** - A fiduciary is a person who must put someone else's interests ahead of their own.

***Immediate family*** - Includes spouse/partner, child, grandchild, brother, sister, parent, grandparent, aunt, uncle, niece, nephew, and corresponding in-laws.

***Independent Contractor*** - A self-employed individual who agrees to provide SMHC with a specific service.

***Personal Identifiable Information (PII)*** - Any information that can be used on its own or with other information to identify, contact, or locate a single person, or to identify an individual from context.

***Personal relationship*** - A personal relationship outside the workplace that might affect the decisions or the ability of an individual to perform his or her duties.

**Procurement** - The process whereby SMHC purchases equipment, materials, supplies, and repairs, or contracts for services.

**Transaction** - Any business deal or contract or event that requires the exchange of money from SMHC to the other party.

**Vendor** - Any person or company hired by SMHC to perform work and/or supply products to SMHC. Includes sellers, traders, retailers, wholesalers, dealers etc.

**Volunteer** – a member of SMHC that serves in a voluntary capacity, including but not limited to serving on a committee or Board of Directors.

## **10. SMHC Code of Conduct and Conflict Acknowledgement & Declaration**

### **Acknowledgement**

SMHC's Code, policies, and guidelines are the foundation for keeping you informed on matters that involve you and your job.

By signing below, you indicate your acknowledgement of the statements and understanding of and agreement to adhere to:

- Code of Business Conduct and Ethics;
- SMHC Human Resources Policies;
- SMHC Human Resources Guidelines.
- Any other policies that constitute a condition of employment or membership with SMHC

### **Consequences**

The Cooperatives Act makes various sanctions and remedies available if a conflict of interest on the part of a director or officer is not managed according to its requirements. These remedies are available to SMHC and to any of its members. In light of its broad concern for ethical conduct, SMHC has established the following further measures. Failure to comply with the guidelines and policies of the Cooperative may result in disciplinary actions or sanctions up to and including termination of employment or involuntary resignation of Board responsibilities or volunteer responsibilities.

Each year the individual directors and members of committees of SMHC, employees, independent contractors representing SMHC, and any other volunteers acting on behalf of SMHC, will read the Ethical Conduct Policy, acknowledge themselves to be in compliance with it and commit themselves to remaining so over the course of the next year by signing an ethical conduct agreement.

### **Declaration**

I have read SMHC's Code of Business Conduct and Ethics and agree to comply fully with its terms and conditions at all times during my service with SMHC. If at any time following the submission of this form, I become aware of any actual or potential conflict of interest, engage in, or am contemplating engaging in, outside employment or if the information provided below becomes inaccurate or incomplete, I will promptly notify my Supervisor/Manager and/or the General Manager and/or board of directors in writing.



Disclosure of actual or potential conflicts of interest:

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- I have read the SMHC Confidentiality and Privacy sections of the Code and agree to comply fully with its terms and conditions at all times during my service with SMHC.
  - I have read the Code, bylaws, policies, and guidelines outlined above and I understand the content as well as the consequences of contravening them.
  - I am aware that it is my responsibility to review, understand and comply with these provisions.
  - I am aware that I should direct questions re: any aspect of the Code to my Supervisor/Manager or Board Liaison.
  - I understand that no statement contained in this Code, bylaws, policies, and guidelines creates any guarantee of continued employment or membership, or creates any obligation, contractual or otherwise, on the part of the Co-operative.
  - I understand and acknowledge that the Co-operative, through its Membership has the right, without prior notice, to modify, amend or terminate the Code, policies and guidelines within limits/requirements imposed by law.
  - I am aware that no individual Supervisor/Manager or Director has the authority to change these policies.

I understand that my signature below indicates that I have read and have understood the above statements. I hereby certify that the information set forth above is true and complete to the best of my knowledge.

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Signature

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Date

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Printed Name