

POLICY TITLE:	Code of Conduct Policy
CATEGORY:	Employment
POLICY NUMBER:	HR-001
POLICY OWNERS:	CEO

PURPOSE

To set minimum expectations for the behaviour of Vancouver Economic Commission (VEC) Board of Directors, staff, contractors and Advisory Board members in carrying out their functions.

SCOPE

All VEC staff, including Board of Directors and Advisory Board Members.

DEFINITIONS

Advisory Board Member: a person sitting on an advisory committee, task force, commission, board, or other VEC-established body.

Confidential Information: Confidential Information is information that could reasonably harm the interests of individuals or organizations, including the VEC, if disclosed to persons who are not authorized to access the information.

Staff: an employee, student or volunteer of the VEC and includes staff that support Advisory Board.

POLICY STATEMENTS

1.0 Key Principles

The VEC is committed to providing a safe, healthy, diverse and respectful workplace that promotes a high level of professionalism, personal accountability and integrity in all that we do. To preserve our core values and the business principles that VEC prides itself upon, we abide by the following key values:

1.1 Impact

- 1.1.1** VEC aims to effect positive economic, social and environmental outcomes through all that we do.
- 1.1.2** VEC staff, VEC Board of Directors, and Advisory Board members must demonstrate and promote the key principles of this VEC Code of Conduct through their decisions, actions and behaviour. This includes leading by example in our professional practices and in promoting equity, diversity, resilience and sustainability in all that we do.

1.2 Accountability

- 1.2.1** We ensure our efforts remain accountable to our Board, our key stakeholders and strategic partners and operate with transparency in all our actions. We are responsible for the actions, recommendations and decisions that we make. This responsibility includes acts of commission and acts of omission.
- 1.2.2** VEC staff, VEC Board of Directors, and Advisory Board members are keepers of the public trust, all must uphold the highest standards of ethical behaviour and are expected to:
 - 1.2.2.1** make recommendations and decisions that benefit the Vancouver business community and are data or intelligence driven wherever feasible;
 - 1.2.2.2** act lawfully and within the authorities of the Vancouver Charter, VEC's Bylaws and this Code of Conduct; and
 - 1.2.2.3** be free from undue influence and not act, or appear to act, in order to gain financial or other benefits for themselves, family, friends or business interests. This means disclosing actual or potential or perceived conflict of interest relating to their duties and taking steps to resolve the conflict for the protection of VEC's interest;
 - 1.2.2.4** In turn, decision-making processes must be transparent and subject to public scrutiny; and proper records are to be kept, and audit trails in place.

1.3 Collaboration

- 1.3.1** We work collaboratively with peers, government, NGOs, academia and private business to sustain and grow the outcomes of our work.

1.4 Respect

- 1.4.1** We respect our people and others' time, expertise, and values in all our interactions.
- 1.4.2** VEC staff, VEC Board of Directors, and Advisory Board members must conduct VEC business efficiently, with decorum and with proper attention to VEC's diversity. They must treat each other and others with respect at all times. This means not using derogatory language or actions towards others, respecting the rights and perspectives of other people, treating people with courtesy and professionalism, lifting each other's voices and recognizing the different roles others play in decision making.

1.5 Inclusion

- 1.5.1** We ensure our initiatives and business tools are welcoming for stakeholders with varied backgrounds and interests and embrace Vancouver's diversity.
- 1.5.2** VEC has zero tolerance for any form of discrimination.

1.6 Equity

- 1.6.1** We aim to address rather than exacerbate income inequality through our work and increase economic prosperity for all.

2.0 General Conduct

- 2.1** VEC Board of Directors, staff and advisory board members must adhere to the key principles and provisions of the Code of Conduct.
- 2.2** VEC Board of Directors, staff and advisory board members must act lawfully and within the authorities of the Vancouver Charter, the Societies Act, VEC bylaws and exercise a reasonable degree of care and diligence in carrying out their functions. Whenever there is a difference between any standard of behaviour in the Vancouver Charter and the Societies Act, the higher standard will apply.
- 2.3** VEC Board of Directors, staff and advisory board members have an obligation to consider issues consistently and fairly.
- 2.4** VEC Board of Directors, staff and advisory board members must avoid behaviour that could constitute an act of disorder or misbehaviour. Specifically, VEC Board of Directors, staff and advisory board members must avoid conduct that:
 - 2.4.1** Contravenes the law, including the BC Human Rights Code, the Vancouver Charter, the Societies Act any City of Vancouver By-laws and associated regulations Whenever there is a difference between any standard of behaviour in the Vancouver Charter and the Societies Act, the higher standard will apply;
 - 2.4.2** Is an abuse of power or otherwise amounts to discrimination, intimidation, harassment, verbal abuse, or the adverse treatment of others;
 - 2.4.3** Prejudices the provision of a service or services to the community.
- 2.5** When making decisions, VEC Board of Directors, staff and advisory board members must consider all relevant facts, opinions and analyses of which they should be reasonably aware.
- 2.6** VEC Board of Directors, staff and advisory board members are obliged to question any request to act or make a decision that they think may be unethical or unlawful.
- 2.7** Staff and advisory board members must carry out duties in a manner that allows the business community to remain informed about VEC activity and practices.
- 2.8** Should there be uncertainty about the ethical issues around a conduct or decision, VEC Board of Directors, staff, and Advisory Board members should consider the following:
 - 2.8.1** Is the conduct or decision lawful?
 - 2.8.2** Is the conduct or decision consistent with VEC policy and the Code of Conduct?
 - 2.8.3** Will the outcome of the decision or conduct provide a private benefit for the individual, family, friends or business interests?

3.0 Handling of Information

- 3.1** VEC Board of Directors, staff and advisory board members must:
- 3.1.1** Protect information that is specifically marked confidential and other material understood to be confidential in nature;
 - 3.1.2** Refrain from discussing/disclosing any Confidential Information with/to other staff, or with persons outside the organization except as authorized;
 - 3.1.3** Take reasonable care to prevent the examination of confidential material by unauthorized individuals;
 - 3.1.4** Not use Confidential Information with the intention to cause harm or detriment to the VEC or any other person or body;
 - 3.1.5** Only access information needed for VEC business;
 - 3.1.6** Only use Confidential Information for the purpose it is intended to be used;
 - 3.1.7** Only release information in accordance with established VEC policies and procedures and in compliance with the Freedom of Information and Protection of Privacy Act;
 - 3.1.8** Not disclose decisions, resolutions or report contents from any in-camera meeting of Council or the VEC until a corporate decision has been made for the information to become public; and
- 3.2** Except in the normal course of duties, VEC Board of Directors, staff and advisory board members must not in any way change or alter VEC records or documents.
- 3.3** When dealing with personal information, VEC Board of Directors, staff and advisory board members must comply fully with the provisions of the Freedom of Information and Protection of Privacy Act. All reasonable and necessary measures must be taken to ensure that the personal or private business information of individuals is protected. Personal information is information or an opinion about a person whose identity is apparent or can be determined from the information or opinion.

4.0 Conflict of Interest

- 4.1** VEC Board of Directors, staff and advisory board members are expected to make recommendations/decisions that benefit the business community. They are to be free from undue influence and not act or appear to act in order to gain financial or other benefits for themselves, family, friends, or business interests.
- 4.2** A conflict exists when an individual is, or could be, influenced, or appear to be influenced, by a personal interest, financial (pecuniary) or otherwise, when carrying out their duties. Personal interest can include direct or indirect pecuniary interest, bias, pre-judgment, close mindedness or undue influence.
- 4.3** VEC Board of Directors, staff and advisory board members must appropriately resolve any conflict or incompatibility between their personal interests and the impartial performance of their professional duties in accordance with statutory requirements. When considering whether or not a conflict of interest exists, it is important to consider whether there are any grounds for a reasonable person to think that a conflict exists.

- 4.4 Section 145.2 of the Vancouver Charter and section 56 of the Societies Act set out requirements with respect to conflict of interest, including procedures mandated for disclosure of such interests and matters relating to the acceptance of gifts, the use of insider information and disclosure of contracts. The common law interprets and applies the law in respect of conflict of interest. Whenever there is a difference between any standard of behaviour in the Vancouver Charter and the Societies Act, the higher standard will apply;
- 4.5 Staff must fully disclose to the Chief Executive Officer (CEO) any direct or indirect pecuniary interest or any bias or undue influence with respect to any VEC matter they are dealing with as soon as practicable.
- 4.6 Advisory board members must fully disclose to the Senior Manager Finance and Operations or CEO any direct or indirect pecuniary interest, any bias or undue influence with respect to any matter they are dealing with immediately.
- 4.7 When staff or advisory board members are uncertain whether a conflict exists, the situation must be immediately presented to the Senior Manager Finance and Operations or CEO for guidance.
- 4.8 Staff and advisory board members must not use Confidential Information gained through their official position for the purpose of securing a private benefit for themselves or for any other person.
- 4.9 Examples of conflicts that may be encountered by staff or advisory board members include but are not limited to:
- a. **Obligation to others:** Staff and advisory board members must not place themselves in a situation where they may be under obligation to someone who has business dealings with the VEC, and who would benefit from special consideration or treatment.
 - b. **Special advantage/disadvantage:** When staff or advisory board members can gain special advantage because of their position or when the VEC is disadvantaged as a result of the other interests of staff or advisory board members.
 - c. **Provision of special consideration/ treatment:** In the performance of their duties, staff and advisory board members may only grant special consideration/treatment as specifically authorized by the VEC Board of Directors or CEO.
 - d. **Litigation involving the VEC:** Staff and advisory board members must not be party to any litigation against or involving the VEC.
 - e. **Discounts/Rebates:** Staff may not take advantage of discounts/rebates on personal purchases from suppliers having an existing business relationship with

the VEC, unless those suppliers offer the same discounts/rebates to staff of other large employers (public and private) on a no-strings-attached basis to the employer.

- 4.10** VEC Board of Directors, staff and advisory board members must not expect or request preferential treatment for themselves or their family because of their position.
- 4.11** Staff who are considering outside employment, contract work or any business or undertaking that relates in any way to the business of the VEC or that might conflict or appear to conflict with their duties to the VEC must notify and seek the approval of the CEO in writing.
- a. In dealing with such requests the CEO must not unreasonably withhold approval except where such employment is deemed to be inappropriate or present a high probability of the existence of a conflict.
 - b. Before staff engage in outside employment or business, they must ensure that it will not:
 - Conflict or appear to conflict with official duties;
 - Interfere with VEC work;
 - Involve the use of Confidential Information or VEC resources obtained through their work for the VEC;
 - Require work during VEC work hours;
 - Discredit or disadvantage the VEC; or
 - Result in their holding any property or interest which may be in conflict with the employee's duties to the VEC.

5.0 Political Activity

- 5.1** Staff members enjoy broad political freedoms and should be able to engage in democratic politics with few restrictions. However, such broad freedoms must be exercised so as not to call into question their ability to perform their employment duties in a professional and impartial manner.
- 5.2** "Political Activity" is applicable to the civic, regional, provincial, and national elections and includes:
- carrying on any activity in support of, within, or in opposition to a political party;
 - carrying on any activity in support of or in opposition to a candidate before or during an election period; or
 - seeking nomination as or being a candidate in an election before or during the election period.
- 5.3** The Vancouver Charter, section 39 allows staff of the VEC to seek nomination as candidates for City Council and for the Park Board, provided they meet certain requirements.

It requires the employee to:

- a. Notify the VEC in writing, of the employee's intention to consent to nomination, before being nominated.
- b. After advising the VEC in writing, the employee is entitled to and must take an unpaid leave of absence, as follows:
 - (i) Commencing on the first day of the nomination period or the date of notification, whichever is later, and;
 - (ii) Ending:
 - *if not nominated*: on the day after the end of the nomination period;
 - *if employee withdraws as a candidate*: on the day after the withdrawal;
 - *if elected*: on the day the employee resigns from the position;
 - *if not elected and no application for judicial recount has been made*: on the last day on which an application for a judicial recount may be made; and
 - *if not elected and an application for a judicial recount has been made*: on the date when the results of the judicial recount are determined.
 - (iii) If elected, resign from the position before swearing the oath of office.

5.4 Staff may seek nomination and hold office on the Vancouver School Board provided they do not violate the standards outlined in this Code of Conduct.

5.5 The purpose of this section of the Code of Conduct is to recognize the right of employees to engage in Political Activity while maintaining the principle of political impartiality in the public service.

5.6 An employee may engage in any Political Activity so long as it does not impair, or is not perceived as impairing, the employee's ability to perform his or her duties in a politically impartial manner. This precludes employees from displaying slogans or symbols supporting a particular party or candidate while at work where their duties may reasonably require them to interact in person with the public or where their duties require them to supervise, schedule or assign work to others. An employee must avoid representing themselves as a VEC employee when expressing their political opinion and must not use information they have access to as a VEC employee to advance their concerns.

5.7 An employee may only seek candidacy as set out in Sections 5.2 and 5.3 above.

5.8 The VEC Board of Directors, advisory board members and their equivalents shall not engage in any public Political Activity other than voting in an election.

6.0 Gifts and Personal Benefits

- a. Gifts and personal benefits are items or services of value that are received by VEC Board of Directors, staff or advisory board members for their personal use. Gifts and personal benefits include, but are not limited to, cash, gift cards, tickets to

events, items of clothing, jewelry, pens, food or beverages, discounts/rebates on personal purchases, free or subsidized drinks or meals, entertainment, and invitations to social functions organized by groups or community organizations.

- b. The following are not considered to be gifts or personal benefits for the purposes of this policy:
- compensation authorized by law,
 - reimbursement for out-of-pocket costs incurred for authorized travel, living and accommodation expenses associated with attendance at an event, and
 - a lawful contribution made to a Council member who is a candidate for election conducted under Part I or II of the Vancouver Charter.

6.1 What gifts and personal benefits may and may not be accepted?

- a. VEC Board of Directors, staff or advisory board members must not, directly or indirectly, accept a gift or personal benefit that is intended to influence the member's performance of their respective official duties related to the VEC.
- b. Staff, or advisory board members may accept a gift or personal benefit that meets both of the following criteria:
- it has a value of \$50 or less, AND
 - is received as a VEC representative on activities such as speaking engagements, technical presentations, business meetings and social obligations reasonably related to their role with the VEC.
- c. Notwithstanding section 6.2a and 6.2b, VEC Board of Directors, staff or advisory board members must never accept a gift of cash (for the purpose of this policy, gift cards constitute cash).
- d. Notwithstanding section 6.2a and 6.2b, VEC Board of Directors, staff or advisory board members must never accept a gift or personal benefit that could reasonably be expected to result in a real or perceived conflict of interest as set out in sections 4.1 and 6.1 of this Code.
- e. Staff may not take advantage of discounts/rebates on personal purchases from suppliers having an existing business relationship with the VEC, unless those suppliers offer the same discounts/rebates to the general public or those discounts/rebates are offered to staff of other large employers (public and private) on a no-strings-attached basis to the employer.
- f. VEC Board of Directors, staff or advisory board members must take all reasonable steps to ensure that their immediate family members do not receive gifts or personal benefits that could appear to an impartial observer to be an attempt to subvert this policy or to influence or secure a favour from the VEC Board of Directors, staff or advisory board member. Immediate family members include parents, spouses, children and siblings.

6.2 How must gifts and personal benefits be reported?

- a. VEC Board of Directors or advisory board members must disclose any gift or personal benefit they have accepted that is valued at more than \$50.
- b. If a VEC Board of Director, staff or advisory board member receives multiple gifts or personal benefits valued under \$50 from a single individual or source in one calendar year, the gifts must be disclosed if the combined value of these gifts for the year is more than \$50.
 - (i) VEC Board of Directors, staff or advisory board members in receipt of gifts or personal benefits that they do not wish to accept have the option of immediately relinquishing the gift or personal benefit to the COV Clerk without filing a disclosure form. If not relinquished immediately, a disclosure form will be required.
- c. Where a disclosure is required, it must be filed with the Senior Manager, Finance and Operations as soon as practicable, using the form designated (“Statement of Gift Disclosure Form”) for this purpose. The disclosure must include:
 - the name of the individual in receipt of the gift or personal benefit
 - a description of the gift or personal benefit, estimated value, and date that it was received
 - the source of the gift or personal benefit (if from a corporation, the full names and addresses of the CEO/Executive Director and at least 2 individuals who are directors)
 - the circumstances under which the gift or personal benefit was given and accepted
- d. Responsibility for filing of the disclosure form in accordance with 6.3c, lies solely with the recipient of the gift.

6.3 How are gifts and personal benefits valued?

- a. For the purposes of this Code, the value of each gift or personal benefit shall be determined by its replacement cost, i.e. how much it would cost to replace the item.
- b. Where the value for a gift or personal benefit is unclear, the Senior Manager, Finance and Operations shall determine this value.

Quick reference guide on gift acceptance and disclosure policy:

	What can be accepted	What must be disclosed
VEC Board of Directors, staff or advisory board members	May accept gift or personal benefit if related to an event or such activities such as speaking engagements and	Must disclose multiple items from one source where the total value exceeds \$50 in a calendar year

	business meetings and valued at less than \$50	
<p>Gifts and personal benefits may never be accepted by VEC Board of Directors, staff or advisory board members when:</p> <ul style="list-style-type: none"> • In the form of cash or gift card • Acceptance of the item could reasonably be expected to result in a real or perceived conflict of interest • The fit or benefit is intended to influence the member’s performance of their official duties 		

7.0 Breaches, Complaint Handling and Disciplinary Action

General

7.1 VEC Board of Directors, staff or advisory board members are to abide by the requirements of the Vancouver Charter, the Societies Act and this Code of Conduct, and shall endeavour to resolve any interpersonal disputes in good faith.

VEC Advisory Board Members

7.2 Alleged breaches of this Code of Conduct by VEC Advisory Board members shall be submitted in a written complaint addressed to the CEO as soon as is practicable and within six (6) months of the conduct. In the event that the CEO is the subject of, or is implicated in a complaint, the complaint shall be addressed to the Chair of the VEC Board of Directors or the HR and Compensation Committee should one be established.

7.3 Upon receipt of a complaint under Section 7.2, the CEO shall, within thirty (30) days, appoint an independent and unbiased third party identified and agreed between the Complainant(s) and Respondent(s) as having the necessary professional skills, knowledge and experience to investigate the complaint (the “Third Party Investigator”). The Third-Party Investigator:

- a. May conduct a preliminary assessment of the complaint, at the conclusion of which the Investigator may determine to continue the investigation or make a written recommendation that the complaint be unfounded, beyond jurisdiction

If the Third-Party Investigator determines to continue the complaint, the Third Party Investigator shall:

- b. Conduct an independent and impartial investigation of the complaint in a manner that is fair, timely, confidential and otherwise accords with the principles of due process and natural justice;
- c. Provide an investigation update within ninety (90) days of his or her appointment

to the CEO, as applicable, and to the Complainant and the Respondent;

- d. Provide a written, confidential report (the “Report”) of the findings of the investigation, including findings as to whether there has been a breach of this Code of Conduct, to the CEO, as applicable, and to the Complainant and the Respondent; and
- e. Provide recommendations in the Report as to the appropriate resolution of the complaint, which recommendations may include:
 - (i) That the complaint was unfounded; or
 - (ii) a requirement that a VEC or Advisory Board member apologize to any person adversely affected by a breach of this Code of Conduct;
 - (iii) counselling of a VEC or Advisory Board member, and/or
 - (iv) such other recommendations as are deemed appropriate in the professional judgment of the Third-Party Investigator.

VEC Staff

- 7.4** Alleged breaches of this Code of Conduct by Staff shall be reported in writing to the Senior Manager, Finance and Operations.
- 7.5** Alleged breaches of the Code of Conduct by the Chief Executive Officer shall be reported in writing to the Chair of the VEC Board of Directors.
- 7.6** Breaches of this Code of Conduct by staff will be handled through existing processes and in accordance with current employment law. The Senior Manager, Finance and Operations and/or the CEO shall review alleged breaches, make any necessary inquiries and determine appropriate next steps.

REFERENCES / OTHER RELATED POLICIES

VEC Whistleblower Policy
VEC Human Rights and Harassment Policy
VEC Respectful Workplace Policy

VEC Statement of Gift Disclosure Form

APPROVAL HISTORY

ISSUED BY: VEC CEO	REVIEWED AND RECOMMENDED BY: COV Legal HR, COV HR	DATE: August 21, 2020
	APPROVED BY: VEC Board of Directors	DATE: September 22, 2020

Next Review Date: October 2021

CODE OF CONDUCT ACKNOWLEDGEMENT

I acknowledge that I have received and read the Vancouver Economic Commission (“VEC”) Code of Conduct Policy. I understand this policy as well as my responsibilities as an employee. I agree that if there is any portion of this policy that I do not understand, I will seek clarification from my manager or the Senior Manager, Finance and Operations.

I understand that the VEC may revise, modify, delete or add to any and all policies, procedures, work rules, or benefits described in this policy. All such changes will be communicated generally through official notices. I understand that it is my responsibility to comply with the policies contained and any revisions made to it, and failure to comply with the policies may result in disciplinary action, up to and including termination.

You will be provided with a separate copy of this acknowledgment. Please sign and return it to Human Resources for placement in your personnel file.

Employee’s Printed Name

Position

Employee’s Signature

Date