



COLLEGE OF THE NORTH ATLANTIC

GOVERNANCE POLICY

TOPIC: BOARD OPERATIONS

TITLE: CODE OF BUSINESS CONDUCT

Policy No.	GP-BO-202	Supersedes	BP-PO-003-B
Related Policy	N/A	Effective Date:	October 28, 2011

202.1 The Board members and the President shall not fail to adhere to the values of quality, honesty, innovation, and teamwork and the following code of business conduct by:

- 1) Following the conflict of interest policy;
- 2) Adhering to the Standards of Behavior in their dealings with the Board and other stakeholders;
- 3) Administering the terms of this Code of Business Conduct in a fair and equitable manner but any breach of the Code will be cause for appropriate disciplinary action;
- 4) At all times, thinking about how decisions will affect each stakeholder and only make decisions after all relevant facts and research has been presented and discussed;
- 5) Complying at all times with the spirit, intent and letter of applicable laws;
- 6) Complying with all applicable governmental requirements regarding protection of the environment and to comply with this commitment, the College's policy is to meet all requirements;
- 7) Conducting affairs in accordance with its vision and mission of the College;

- 8) Considering the College's reputation for integrity and fairness in all undertakings and obligations;
- 9) Ensuring that all official correspondence complies with the Standards of Behavior and this Code of Business Conduct;
- 10) Governing (Board) and managing (President) risks to ensure the organization is well managed and operated;
- 11) Immediately reporting any knowledge of a breach of the code of business conduct of the Board chair;
- 12) Making no disparaging remarks in or out of the Board meetings about other members or about their opinions, and graciously supporting a decision once it has been made by the majority of the Board;
- 13) Not criticizing staff publicly but referring such matters to the President for investigation and action, if necessary, and referring all management concerns to the President and discussing same only at a regular meeting on referral by the President;
- 14) Protecting confidential information against theft, loss, misuse or inadvertent disclosure;
- 15) Recognizing that gifts of cash or cash equivalents of any amount will be strictly prohibited;
- 16) Recognizing that the receipt of common courtesies, standard promotion items of small value, occasional meals and reasonable entertainment appropriate to a business relationship and associated with business discussions are regarded as consistent with sound business practice;
- 17) Refraining from representing the Board, except when the Board authorizes such representations;
- 18) Refraining from using his/her position as a Board member to benefit materially either the Board member or any other individual or group;
- 19) Refraining from any form of discrimination for any reason;
- 20) Refraining from authorizing any use of funds or assets for a payment which is directly or indirectly for the benefit of any individual (including any government office), company or organization and which is designed to secure favored treatment for the College;

- 21) Refraining from making any payment or transfer of the College's funds or assets without authorization and proper accounting;
- 22) Refusing to seek or accept, either directly or indirectly, any payments, fees, services or other gratuities (irrespective of size or amount) outside the normal course of the employee's business duties from any other person, company or organization which does or seeks to do business with the College;
- 23) Refusing to tolerate any forms of personal harassment;
- 24) Relaying to other Board members information needed to make responsible decisions;
- 25) Remembering that as an individual the Board member has no legal authority the meetings of the Board and refrain from making promises as to how the member will vote on a matter that should properly come before the Board as a whole;
- 26) Seeking to provide programs and services based on the needs of the learners and the province within the Board's mandate, and the Board's mission and goals;
- 27) Seeking the input of the Board where, the Board member is uncertain as to whether something is prohibited or required to be disclosed;
- 28) Supporting the democratic process and encouraging participation in federal, provincial, and/or local government affairs in accordance with established College policy relating to leave for political activity; and
- 29) Using generally accepted accounting principles.

202.2 Where a Board member has been absent for more than 50% of the regularly scheduled meetings or where any breach of confidentiality outlined in this Code of Business Conduct has been noted the Board upon investigation, may submit a request to permanently remove the offending Board member, or may take appropriate disciplinary action.

Approved By: BM-04-97-13
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