

**MINISTER'S ADVISORY COUNCIL ON ABORIGINAL WOMEN
- STANDARDS OF ETHICAL CONDUCT -**

Council members are committed to serving British Columbians with honesty, integrity, excellence, and in the best interest of the public. This ethical conduct creates certain obligations. To assist with realizing these goals, the Council hereby establishes Standards of Ethical Conduct expected of all members appointed by the Province of British Columbia to public sector organizations.

1. COMPLIANCE WITH THE LAW

- 1.1 Members should act, at all times, in full compliance with both the letter and the spirit of all applicable laws.
- 1.2 In her relationship with the organization, no member should commit or condone an unethical or illegal act or instruct another director, employee or supplier to do so.
- 1.3 Members are expected to be sufficiently familiar with any legislation that applies to their work to recognize potential liabilities and to know when to seek legal advice. If in doubt, directors are expected to ask for clarification.
- 1.4 Falsifying any record of transactions is unacceptable.
- 1.5 Members should not only comply fully with the law, but should also avoid any situation which could be perceived as improper or indicate a casual attitude towards compliance.

2. CONFLICTS OF INTEREST

- 2.1 In general, a *conflict of interest*^{*} exists for members who use their position at the organization to benefit themselves, friends or families.
- 2.2 A member should not use her position with the organization to pursue or advance the member's personal interests, the interests of a *related person*, the member's business associate, corporation, union or partnership, or the interests of a person to whom the member owes an obligation.
- 2.3 A member should not directly or indirectly benefit from a transaction with the organization over which a member can influence decisions made by the organization.
- 2.4 A member should not take personal advantage of an opportunity available to the organization unless the organization has clearly and irrevocably decided against pursuing the opportunity, and the opportunity is also available to the public.

* Italicized words are defined at the end of this document

- 2.5 A member should not use her position with the organization to solicit clients for the member's business, or a business operated by a close friend, family member, business associate, corporation, union or partnership of the member, or a person to whom the member owes an obligation.
- 2.6 Every member should avoid any situation in which there is potential *conflict*, or *apparent conflict*, which could appear to interfere with the member's judgment in making decisions in the organization's best interest.
- 2.7 There are several situations that may give rise to a conflict of interest. The most common are accepting gifts, favours or kickbacks from suppliers, close or family relationships with outside suppliers, passing confidential information to competitors or other interested parties, or using privileged information inappropriately. The following are examples of the types of conduct and situations that can lead to a conflict of interest:
- Influencing the organization to lease equipment from a business owned by the member's spouse
 - Influencing the organization to allocate funds to an institution where the member or her relative works or is involved
 - Participating in a decision by the organization to hire or promote a relative of the member
 - Influencing the organization to make all its travel arrangements through a travel agency owned by a relative of the member
 - Influencing or participating in a decision of the organization that will directly or indirectly result in the member's own financial gain.
- 2.8 A member should fully disclose all circumstances that could conceivably be construed as conflict of interest.

3. DISCLOSURE

- 3.1 Full disclosure enables members to resolve unclear situations and gives an opportunity to dispose of conflicting interests before any difficulty can arise.
- 3.2 A member should, immediately upon becoming aware of a potential conflict of interest situation, disclose the conflict (preferably in writing) to the Council Chair. This requirement exists even if the member does not become aware of the conflict until after a transaction is complete.
- 3.3 If a member is in doubt whether a situation involves a conflict, the member should immediately seek the advice of the Council Chair. If appropriate, the council may wish to seek advice from the department's ethics advisor or legal advice.
- 3.4 Unless a member is otherwise directed, a member should immediately take steps to resolve the conflict or remove the suspicion that it exists.

- 3.5 If a member is concerned that another member is in a conflict of interest situation, the member should immediately bring her concern to the other member's attention and request that the conflict be declared. If the other member refuses to declare the conflict, the member should immediately bring her concern to the attention of the Council Chair. If there is a concern with the Council Chair, the issue should be referred to the Co-Chair or to the governance committee of the Council (or equivalent) that deals with Council governance issues.
- 3.6 A member must disclose the nature and extent of any conflict at the first meeting of the Council after which the facts leading to the conflict have come to that member's attention. After disclosing the conflict, the member:
- Should not take part in the discussion of the matter or vote on any questions in respect of the matter (although the member may be counted in the quorum present at the committee meeting)
 - If the meeting is open to the public, may remain in the room, but shall not take part in that portion of the meeting during which the matter giving rise to the conflict is under discussion, and shall leave the room prior to any vote on the matter giving rise to the conflict
 - Should, if the meeting is not open to the public, immediately leave the meeting and not return until all discussion and voting with respect to the matter giving rise to the conflict is completed
 - Should not attempt, in any way or at any time, to influence the discussion or the voting of the Council on any question relating to the matter giving rise to the conflict.

4. OUTSIDE BUSINESS INTERESTS

- 4.1 Members should declare potential conflicting outside business activities at the time of appointment. Notwithstanding any outside activities, members are required to act in the best interest of the organization.
- 4.2 No member should hold a *significant financial interest*, either directly or through a relative or associate, or hold or accept a position as an officer or director in an organization in a material relationship with the council, where by virtue of her position on the Council, the member could in any way benefit the other organization by influencing the purchasing, selling or other decisions of the organization, unless that interest has been fully disclosed in writing to the Council.
- 4.3 These restrictions apply equally to interests in companies that may compete with the Council in all of its areas of activity.

4.4 Members who have been selected to the Council as a representative of a stakeholder group or region owe the same duties and loyalty to the Council, and when their duties conflict with the wishes of the stakeholder or constituent, their primary duty remains to act in the best interests of the Council.

5. CONFIDENTIAL INFORMATION

5.1 Confidential information includes proprietary technical, business, financial, legal, or any other information which the Council treats as confidential.

5.2 Members should not, either during or following the termination of an appointment, disclose such information to any outside person unless authorized.

5.3 Similarly, members should never disclose or use confidential information gained by virtue of their association with the organization for personal gain, or to benefit friends, relatives or associates.

5.4 If in doubt about what is considered confidential, a member should seek guidance from the Council Chair or the department.

6. INVESTMENT ACTIVITY

6.1 Members should not, either directly or through relatives or associates, acquire or dispose of any interest, including publicly traded shares, in any company while having undisclosed confidential information obtained in the course of work at the Council which could reasonably affect the value of such securities.

7. OUTSIDE EMPLOYMENT OR ASSOCIATION

7.1 A member who accepts a position with any organization that could lead to a conflict of interest or situation prejudicial to Council interests, should discuss the implications of accepting such a position with the Council Chair, recognizing that acceptance of such a position might require the member's resignation from the Council.

8. ENTERTAINMENT, GIFTS AND FAVOURS

8.1 It is essential to fair business practices that all those who associate with the Council, as suppliers, contractors or members, have access to the Council on equal terms.

8.2 Members, and members of their immediate families, should not accept entertainment, gifts or favours that create or appear to create a favoured position for doing business with the Council. Any firm offering such inducement must be asked to stop.

- 8.3 Similarly, no member should offer or solicit gifts or favours in order to secure preferential treatment for herself or the Council.
- 8.4 Under no circumstances should members offer or receive cash, preferred loans, securities, or secret commissions in exchange for preferential treatment. Any member experiencing or witnessing such an offer should report the incident to the Council Chair immediately.
- 8.5 Gifts and entertainment should only be accepted or offered by a member in the normal exchanges common to established business relationships for the Council. An exchange of such gifts should create no sense of obligation on the part of the member.
- 8.6 Inappropriate gifts received by a member should be returned to the donor.
- 8.7 Full and immediate disclosure to the Council Chair of borderline cases will always be taken as good-faith compliance with these standards.

9. USE OF THE COUNCIL'S PROPERTY

- 9.1 A member should require the Council's approval to use property owned by the Council for personal purposes, or to purchase property from the Council unless the purchase is made through the usual channels also available to the public.
- 9.2 Even then, a member should not purchase property owned by the Council if that member is involved in an official capacity in some aspect of the sale or purchase.

10. RESPONSIBILITY

- 10.1 The Council should behave, and be perceived, as an ethical organization.
- 10.2 Each member must adhere to the minimum standards described herein, and to the standards set out in applicable policies, guidelines or legislation.
- 10.3 Integrity, honesty, and trust are essential elements of the Council's success. Any member who knows or suspects a breach of the Council's Standards of Ethical Conduct has a responsibility to report it to the Council Chair.
- 10.4 To demonstrate determination and commitment, each member should annually review and declare compliance with the Council's Standards of Ethical Conduct.

11. BREACH

- 11.1 A member found to have breached her duty by violating the minimum standards set out in this document may be liable to censure or a recommendation for dismissal to the Minister of Aboriginal Relations and Reconciliation.

12. WHERE TO SEEK CLARIFICATION

12.1 The Council Chair is responsible to provide guidance on any item concerning standards of ethical behaviour. In her absence, or if she is in conflict, the matter shall be referred to the Vice-Chair.

13. FORM OF DECLARATION

I ACKNOWLEDGE that I have read and considered the Standards of Ethical Conduct for Members of Minister’s Advisory Council on Aboriginal Women and agree to conduct myself in accordance with the standards described herein.

Signature

Print Name

Date

DEFINITIONS

Apparent conflict of interest	any situation where it would appear to a reasonable person that the member is in a conflict of interest situation
Conflict	a conflict of interest or apparent conflict of interest
Conflict of interest	generally exists for members who use their position at the organization to benefit themselves, friends or families
Related person	a spouse, child, parent, family member or sibling of a member who resides with that member
Significant financial interest	any financial interest substantial enough that decisions of the Council could result in a personal gain for the member