



**BOARD MEMBER/STAFF MEMBER/CONTRACTED POSITION  
CONFIDENTIALITY AGREEMENT**

**WITH: Acknowledgement of Code of Ethics  
Code of Conduct and Conflict of Interest**

In consideration of my appointment to the Board of Directors or as a staff member or contract position of the (Community Futures Meridian Region, hereinafter called the Corporation),

I, \_\_\_\_\_,  
(print name)

representing the membership entity of \_\_\_\_\_ (state Community Representation, Employee or Name of Business) or myself, do hereby agree as follows:

1. That to enable the Corporation to fulfill its mandate, the Corporation necessarily requires all clients requesting Community Futures Meridian Region staff counselling assistance or applicants for financial assistance to provide information of a confidential nature about their affairs.
2. That the confidential information acquired aforesaid may then be passed on/shared with members of the Community Futures Meridian Region Board of Directors so that appropriate decisions may be made.
3. That I agree to keep forever secret, confidential, and inviolate, and never disclose, either during or after my term as a Director of the Corporation or staff, or contracted party; any and all such information relating to the confidential dealings of the Corporation or of any of its clients.
4. I acknowledge also that I have read the Code of Ethics for individuals and the organization, the Code of Conduct for the Board of Directors and/or staff/contract positions of the Corporation and the Conflict-of-Interest Guidelines and agree to abide by same.

Signed at the Town of \_\_\_\_\_ in the Province of \_\_\_\_\_

This \_\_\_\_\_ of \_\_\_\_\_, A.D., 20 \_\_\_\_

\_\_\_\_\_  
Board Member Signature/Employee/Contracted Party

\_\_\_\_\_  
Witness

**CODE OF ETHICS  
CODE OF CONDUCT  
CONFLICT OF INTEREST**

**Organization Code of Ethics**

1. **Quality Service:** Our clients deserve a quality of service that is courteous, timely, equitable, efficient, and effective.
2. **Pursuit of Excellence:** It is the responsibility of every board member and staff person to perform to the best of their ability, both as an individual and as a member of the organization.
3. **Integrity:** In order to maintain the community's trust, it is the responsibility of the board and staff to resolve conflicts between their personal and private interests and their official duties in favour of the community's interest.
4. **Impartiality:** Policies and programs will be implemented equitably and objectively with all clients and stakeholders receiving fair treatment.
5. **Accountability:** The Community Futures Board and staff are answerable for their performance of assigned duties.
6. **Individual Responsibility:** All board and staff have a personal duty to consider the information relevant to, and the consequences of, their decisions before acting.

**Individual Director's Code of Ethics**

The following ethics are considered essential for individuals participating as board members:

1. Believe in, support and speak well of the organization.
2. Attend and take part in all meetings.
3. Know enough about the organization to make helpful decisions.
4. Be able to work with the other directors as a team.
5. Not take any special favours for one's self, family or friends which are offered because of being in the position of board member.
6. Keep confidential all matters of the organization.
7. Participate with suggestions that will assist the organization in reaching its goals.
8. Know the operational, financial management, planning and organizational practices of the organization.
9. Develop leadership qualities by speaking to community members and bringing community needs to the attention of the board.

### **Code of Conduct**

1. The staff Code of Conduct reflects the philosophy and mandate of CF Meridian Region. Staff is expected to:
  - 1.1. Follow all CF Meridian Region policies and procedures
  - 1.2. Perform duties in an efficient, thorough and timely manner
  - 1.3. Keep confidential all information acquired as a result of working for CF Meridian Region and observe the confidentiality guidelines established in these policies, including when no longer employed by CF Meridian Region
  - 1.4. Dress in a manner appropriate to their duties and to situations as they may arise; conduct themselves in a professional, courteous and businesslike manner within the organization and when representing CF Meridian Region
  - 1.5. Continue to learn the skills required for the fulfillment of their jobs and see learning and development as a part of their job performance

### **Drug and Alcohol Policy**

1. Staff is not allowed to report to work under the influence of alcohol or illegal drugs or to use alcoholic beverages or illegal drugs while on duty (i.e. during office hours, while traveling to or from clients, while driving a CF MERIDIAN REGION leased vehicle or during working hours of training sessions, workshops, conferences, meetings or any other function where an employee's attendance is required).
2. Contraventions of the Drug and Alcohol Policy are grounds for immediate dismissal.
3. Every CF MERIDIAN REGION employee has an obligation to maintain an awareness of the content of any bylaw regarding the use of intoxicants. Staff is encouraged to let their supervisor know if they are experiencing problems related to alcohol and/or illegal drugs. To the extent resources allow, CF MERIDIAN REGION will assist employees who disclose that they have a problem of this nature.

### **Conflict of Interest**

1. Each director, officer and employee must act in the best interest of the Corporation and disclose the material facts regarding his or her interest in a proposed transaction should it potentially give rise to a conflict of interest.
2. No director, officer or employee of the Corporation shall enter into any transaction, including acceptance of a loan, loan guarantee or share capital and granting of a loan, loan guarantee or share capital to an Immediately Related Party, either directly or indirectly, except as specifically provided for in this Agreement.
3. Transactions for the purpose of granting loans, loan guarantees or share capital to Other Related Parties may be permitted provided that:

- 3.1. The decision is made by the Board to approve such loans, irrespective of the existing delegation of lending authority.
  - 3.2. The conflict of interest is declared by the director, officer, employee of the Corporation or any Immediately Related Party and recorded in the minutes of the Board; and
  - 3.3. The director, officer, employee of the Corporation or any Immediately Related Party does not participate in the decision and refrains from attempting to influence, lobby or persuade the Board.
4. Notwithstanding the provisions of section 2 goods and services contracts between the Corporation and a director, officer or employee of the Corporation, or an Immediately Related Party are permitted provided that:
- 4.1. The decision is made by the Board to approve such contracts, irrespective of the existing contracting authorities.
  - 4.2. The conflict of interest is declared by the director, officer, employee of the Corporation or any Immediately Related Party and recorded in the minutes of the Board;
  - 4.3. The director, officer, employee of the Corporation or any Immediately Related Party does not participate in the decision and refrains from attempting to influence, lobby or persuade the Board;
  - 4.4. A minimum of three competitive bids are obtained where possible; and
- 4.5. The contract offering the lowest cost or best value is selected.

## 5. Core Values

*Our Core Values are:*

- *Innovation and Resourcefulness*
- *Adaptability and Resilience*
- *Integrity*
- *Respect*

*We operate under the following Guiding Principles:*

- Sustainability – for both our operations and the economic region
- A strong, Client-Centered Focus
- Community-Minded Engagement and Collaboration for Economic Development
- Constant Pursuit of added Business Productivity and Growth

6. No employee of the CF MERIDIAN REGION shall use his or her office for personal gain or advantage. Any instance where there may appear to be a conflict of interest will be referred to the Executive Committee. If the issue is not resolved then the Board of Directors will give a ruling on the situation.
7. Conflict of interest is any action or decision of an employee that may result or be perceived to result in harm to the quality of services provided by CF MERIDIAN REGION or the reputation of the organization.

8. Each employee is responsible for notifying the Executive Committee of any personal, business and/or volunteer service activity that might be in conflict with the interests and goals of CF MERIDIAN REGION. Failure to notify the Executive Committee of conflicts of interest is grounds for disciplinary procedures.

### Procedures

1. Any employee in a potential conflict of interest situation will meet with the Executive Committee to discuss it.
2. The CHIEF EXECUTIVE OFFICER (CHIEF EXECUTIVE OFFICER (CEO) ) will consult with the Chairperson of the Board of Directors.
3. If it is determined that a conflict exists, the employee may
  - 3.1. Be asked to relinquish involvement in the activity; and/or
  - 3.2. Make the conflict public

### Political Activity

1. Any employee may stand for nomination and/or be a candidate for election to municipal, provincial, or federal government with prior written information being provided to the CHIEF EXECUTIVE OFFICER (CEO) and Board of Directors and following guidelines they set down, e.g., a leave of absence may be required.

### Definitions:

For the purposes of this policy, **Significant Interest** means owning, whether directly, indirectly or beneficially, more than 10% of the capital stock of a corporation or holding shares or debentures to which are attached more than 10% of the voting shares of that corporation. It may also mean holding more than a 10% interest in a business partnership.

For the purposes of this policy, an **Immediately Related Party** means the spouse or child of any director, officer, Investment Review Sub-Committee member, or employee of the Recipient and any legal entity or organization in which such person has a Significant Interest, substantial investment, or some degree of control.

For the purpose of this policy, an **Other Related Party** means the grandchild, parent, sibling, or other relative, by blood or through marriage, of any director, officer, Investment Review Sub-Committee member, or employee of the Recipient and any legal entity or organization in which such person has a Significant Interest. Substantial investment, or some degree of control.