

# Code of Conduct Policy (Sample Policy)

## 1. OBJECTIVE

The objective of this policy is to ensure that all members of the First Nation Health Corporation, in the conduct of public business related to the Nation, act in a manner that promotes the best interests of the Nation. This policy follows from the Nation's mission to enhance the Nation's cultural values through respect, equality and harmony for all.

## 2. DEFINITIONS

**Corporation** refers to the First Nation Health Corporation

**Board** refers to the Board of Directors of the First Nation Health Corporation

**Staff** refers to the staff of the Corporation, whether full or part time

**Members** refers to all members of the Nation, including Councillors, Board members and staff, who are members of the Nation

**Corporate Members** refers to the members of the Corporation as set out in the by-laws of the Corporation

**Nation** refers to the First Nation

**Immediate Family** refers to husband and wife (including common-law relationships), children (including adoptees), brothers, sisters, parents, grandparents, brothers-in-law, sisters-in-law, aunts, uncles, nieces and nephews

**Corporation Resources and Facilities** refers to such things as office supplies and equipment, phone and e-mail access and Corporation-owned buildings

**Indictable Offense** is a serious criminal offense, the punishment for which can be from two years to life imprisonment

## 3. POLICY STATEMENT

### 3.1 General Standards of Conduct

All members in the conduct of public business affecting the Corporation will endeavour to follow the "Golden Rule" of "treating others as you would have them treat you". Another standard is provided by the mission of the Nation itself, which strives to enhance cultural values through respect, equality and harmony for all.

Specific ethical standards that will apply to all members include:

- Honesty
- Integrity
- Fairness
- Respect

The remaining sections in this Code apply to Board members and staff, where specified, of the Corporation.

### 3.2 Loyalty

All Board members and staff must be loyal to the interests of the Corporation and all Nation members. This loyalty supersedes any personal interest or interests stemming from their immediate families or from membership in other groups or organizations.

### 3.3 Duty of Care

Members of the Board, in discharging their duties, shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

### 3.4 Conflict of Interest and Gifts

All Board members and staff must not be involved in any activity in which their duty to the Nation comes into conflict with their private or personal interests or those of their immediate family. When an individual is in a potential conflict of interest position he or she must declare the conflict of interest and withdraw from the discussion or activity.

This policy does not prevent a Board member or staff member from speaking on behalf of an immediate family member so long as he or she does not participate in the decision affecting the immediate family member.

Under no circumstances will a staff or Board member accept a gift or favour that is a bribe or reflects to a reasonable person an effort to improperly influence the Board member or staff.

Under no circumstances will a staff or Board member give a gift or favour that is a bribe or reflects to a reasonable person an effort to improperly influence another Board member, member of staff or member of the First Nation.

Staff cannot be Directors of the Corporation; and nor can they serve on the Board.

No member or members of a Director's immediate family may serve as a staff member of the corporation.

A member of the Board cannot benefit directly or indirectly from a person or organization contracting with the corporation.

### **3.5 Supervision**

The Board and staff will attempt to avoid a situation where an individual supervises, either directly or indirectly, a member of his or her immediate family. Should this not prove feasible, the supervisor will take appropriate steps approved by the Board to avoid potential situations of a conflict of interest.

### **3.6 Political Campaigning**

Except where the facilities are available to all candidates, members of the Nation, including staff and Board members, will not have access to Corporation resources or facilities for political campaigning. Staff cannot campaign during regular hours of work, unless on approved leave.

### **3.7 Use of the Corporation Resources or Facilities**

Members, staff and Board members will not make use of corporation resources or facilities in pursuit of private or personal interests or those of their immediate families.

### **3.8 Confidentiality**

Staff and Board members will not use confidential Nation information for their own direct benefit or advantage. Further, they will not disclose confidential information about any Nation member, unless specifically authorized by policy, law or regulation.

## **4. ROLES AND RESPONSIBILITIES**

### **4.1 The Board will:**

- Ensure that all new staff and Board members are aware of this policy and sign a declaration that they will honour it;
- Apply appropriate sanctions, if necessary, for Board members and staff who do not adhere to this policy as set out in Section 5 of this policy;
- Monitor the implementation of this policy.

### **4.2 The Executive Director will:**

- Bring to the attention of the Board, information pertaining to serious breaches of this policy;
- Ensure that the complaints process as set out in Section 5 is implemented with effectiveness and integrity.

## **5. PROCESS FOR ADDRESSING COMPLAINTS**

**5.1** Any member who believes that the Board or staff are not following this policy can direct his or her concerns to the Executive Director or to the Chair of the Board.

**5.2** If the complaint concerns the conduct of one or more staff other than the Executive Director, the Executive Director will ensure that the matter is dealt with according to procedures laid out in the Corporation's Personnel Policy. The Executive Director will ensure that the Board is informed of the complaint and how it was resolved.

**5.3** If the complaint concerns the conduct of the Executive Director or member(s) of the Board, either the Executive Director or the Chair will convene a committee of the Board of no less than three members to decide whether the complaint has merit and, if so, to recommend appropriate sanctions to the Board.

**5.4** The committee of the Board established pursuant to Section 5.3 may:

- Determine that the complaint is frivolous or without grounds and so inform the complainant;
- Investigate the complaint by gathering additional information;
- Consult Elders and other members of the community;
- Consult the Board's legal counsel ;
- Hear directly from the complainant;
- Request those individuals to whom the complaint is directed to appear before it;
- Undertake any other actions, which in its view, will help resolve the matter in a fair manner ;
- Recommend to the Board one or more of the following sanctions:
  - Oral or written reprimand
  - Suspension of the member(s) of the Board for a specified time period, with conditions
  - Dismissal of the Board member(s)
  - Suspension of the Executive Director for a specified time period, with conditions
  - Dismissal of the Executive Director
  - Any other action which in its view will resolve the matter in a fair manner

**5.5** Grounds for suspending membership on the Board include:

- Being charged with an indictable offence
- Actions which cause serious embarrassment to the Board

**5.6** Grounds for removing a Director from the Board include:

- Being convicted of an indictable offence
- Actions which bring the Board under serious disrepute

**5.7** In considering the recommendation of the Board committee, the Board, less any member(s) of the Board involved in the complaint, will provide an opportunity to those individuals to whom the proposed sanctions will apply to address the Board.

**5.8** Should the Board, less any member(s) involved in the complaint, decide by majority vote to recommend dismissal of a Board member(s), then the Board will suspend the member(s) in question until a special meeting of the Board members is convened, to deal with the motion to dismiss.

## **6. COMMUNICATING THIS POLICY**

Due to the fundamental nature of this policy, the Chair of the Board will mail a copy to every Nation household on passage of the policy and will post a copy in all the Nation's administration offices.

## **7. REVIEW AND EVALUATION OF THIS POLICY**

The Board will review this policy within five years of its adoption and decide whether further evaluative work is necessary. A record of the review will be recorded in writing and attached to the policy.

## **8. DATE OF ENACTMENT AND SIGNATURES**

This policy was adopted by the Board at a duly constituted meeting on this \_\_\_\_ day of \_\_\_\_\_ 20xx.

Signed:

Chair

Executive Director

### **Source:**

*First Nations Health Managers – Governance, Strategy, Policy and Decision-Making Toolbox*  
First Nations Health Managers Association