



TITLE: CORPORATE CODE OF CONDUCT FOR BUSINESS RELATIONSHIPS

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1.0 OBJECTIVE

To provide a Corporate Code of Conduct for employees and their representatives, as well as for bidders, proponents, contractors, subcontractors, suppliers, and their employees (known collectively as "vendors"), to guide business relationships between the Ottawa-Carleton District School Board and industry.

2.0 RESPONSIBILITY

2.1 Director of Education, Supervisory Officers, Principals, Managers, Supervisors.

3.0 PROCEDURES

3.1 All employees and their representatives will behave honestly, ethically and with integrity in all business dealings. The specific requirements and expectations of the Board with respect to the conduct of its employees and their representatives when dealing with vendors are outlined in Attachment 1, Corporate Code of Conduct.

3.2 The OCDSB expects that those conducting, or wishing to conduct, business with the Board will maintain relationships with OCDSB personnel that are based on mutual trust, and which will stand up to public scrutiny and preserve public trust. The Board's expectations of its vendors are also outlined in Attachment 1, Corporate Code of Conduct.

3.3 All principals/managers/supervisors will review the Corporate Code of Conduct with their staff on an annual basis.

3.4 All employees and their representatives, bidders, proponents, contractors, subcontractors, suppliers, and their employees, will be required to read and agree to abide by the OCDSB Corporate Code of Conduct.

3.5 The appropriate principal/manager/supervisor will respond to any questions or disputes from their staff about the Corporate Code of Conduct.

4.0 APPENDICES

Attachment 1: OCDSB Corporate Code of Conduct

5.0 REFERENCE DOCUMENTS

Education Act, 1998, Section 217

Income Tax Act

Policy of the Ontario Teachers' Federation, Section III, Professional Ethics

Board Policy P.024.HR: Employee Conflict of Interest

Board Policy P.057.FIN: Acquisition of Major Services

Board Policy P.069.FIN: Tendering, Purchasing and Acquisition of Supplies and Services

Board Policy P.075.FIN: Low Value Purchase Program

Board Procedure PR.557.FIN: Acquisition of Major Services

Board Procedure PR.558.FIN: Tendering, Purchasing and Acquisition of Supplies and Services

Board Procedure PR.566.FIN: Low Value Purchase Program

Board Procedure PR.577.FIN: Acquisition of Consulting and Professional Services

Board Policy P.025.GOV: Board Member Conflict of Interest

Board Policy P.073.GOV: Board Member Code of Ethics



Corporate Code of Conduct

Shared Values

Productive and honest relationships between the Ottawa-Carleton District School Board ("OCDSB" or "Board") and vendors are important in sustaining the operational effectiveness of the OCDSB. Equally important, is the ability of the OCDSB to get best value for money from allocated public funds. These objectives require an open and ethical business relationship.

This code aims to build a trustful relationship between the OCDSB and individuals and organizations that supply the Board with goods and services. A trustful relationship requires a solid commitment from both sides as embodied in this code which provides clear guidelines for ethical behaviour appropriate to business dealings. It is built on personal and professional values that will permit informed judgments integral to meeting the OCDSB mission and provides vendors with what to expect when doing business with the Board. This code is complementary to existing professional codes and codes of professional associations.

We believe honest dealings are the only acceptable basis for business activity. Our commitment to core values such as integrity, honesty, responsibility, accountability, compassion, fairness, trust and respect form the basis of all our actions.

The Corporate Code of Conduct ("Code") set out below provides a framework for relationships between the OCDSB and vendors.

The OCDSB expects that its employees, and their representatives, bidders, proponents, contractors, suppliers and their employees and subcontractors will all be guided by the Code. The OCDSB expects that those conducting, or wishing to conduct, business with the Board will maintain relationships with OCDSB personnel that are based on mutual trust, and which will stand up to public scrutiny and preserve public trust. Vendors can expect relationships with the OCDSB to be friendly, and conducive to the prompt and proper handling of any business issues that may arise.

OCDSB Mission Statement

The Ottawa-Carleton District School Board challenges all students to achieve personal excellence in learning and responsible citizenship within a safe, equitable, diverse and caring environment.

Based on this mission statement, all OCDSB employees and their representatives will, in their business relationships:

- behave honestly and with integrity;
- act with care and diligence;

- treat everyone with respect and courtesy, and without coercion or harassment of any kind;
- comply with all applicable Canadian laws;
- provide no false or misleading information in response to a request for information that is made for official purposes;
- comply with any lawful and reasonable direction given by someone who has the authority to give direction;
- maintain appropriate confidentiality of supplier information;
- disclose, and take reasonable steps to avoid, any conflict of interest (real or apparent) in connection with their employment with the OCDSB;
- use OCDSB resources in a proper manner;
- make no improper use of inside information, or their duties, status, power or authority, in order to gain, or seek to gain, a benefit or advantage for themselves or any other person;
- at all times behave in a way that upholds the values and the integrity and good reputation of the OCDSB;
- respect the environment;
- account for their decisions and actions;
- respect privacy and confidentiality of student and Board information;
- act equitably and promptly;
- comply with any other conduct requirement that is prescribed by regulations and directions.

More specifically, the OCDSB requires its employees to:

- seek value for money for the taxpayer;
- be open in business dealings, subject to commercial-in-confidence, security, and privacy considerations;
- respond promptly to reasonable requests for advice and information;
- be equal in their treatment of all vendors;
- deal honestly with vendors and be timely in paying accounts;
- avoid and declare situations where private interests conflict with public duty;
- neither solicit nor accept remuneration or other benefit from organizations seeking or having an official relationship with the OCDSB.

In return, the OCDSB expects that its vendors will:

- deliver value for money;
- avoid collusive practices;
- prevent the unauthorized release of privileged or confidential information;
- respond promptly to reasonable requests for advice and information;
- accept no solicitations from or make offers to OCDSB employees of financial or other benefits;
- uphold policies which prohibit discrimination and which protect the right to be free of hate activity based on race, ancestry, place of origin, colour, ethnic origin, disability, citizenship, creed, sex, sexual orientation, gender identity, age, marital status, family status, receipt of public assistance, political affiliation, religious affiliation, level of literacy or any other personal characteristics;
- meet their obligations as an employer under the employment standards legislation within their jurisdiction, i.e., Ontario Employment Standards Act, 2000.
- refuse to use products manufactured in factories where children are used in exploitive circumstances which impede child development.

Our Expectations

We expect vendors to adhere to the same high performance standards that our stakeholders expect from us, which include:

- meet the optimal quality standards acceptable within the specified industry, e.g., ISO 9004;
- establish demonstrable quality systems to ensure processes and procedures are always followed;
- meet all delivery commitments with a goal of 100 per cent on time, all the time;
- contact the OCDSB immediately regarding any potential delivery delays;
- offer the OCDSB the most competitive pricing equal to or better than what is offered to other customers, for similar supplies, services, quantities and conditions;
- implement continuous improvement programs to constantly drive costs down, reduce cycle times, improve quality, and eliminate waste;
- offer the OCDSB the same or better product warranties as commercially available;
- have the flexibility to respond to normal swings in demand;
- guarantee continued supply for essential products and services in situations where no alternate source of supply is available;

- demonstrate financial health and inform the OCDSB of significant business changes;
- where cost-effective and appropriate, provide and make use of goods and services in a manner that provides for the expanded use of environmentally preferred products such as: durable products, reusable products, energy efficient products, low pollution products, products that contain the maximum level of post-consumer waste and/or recyclable content, and products that provide minimal impact to the environment.

Vendors must be aware that OCDSB employees will not:

- own a financial interest in any vendor's organization that might cause the appearance of divided loyalty (holding shares in major corporations as part of a normal investment portfolio is acceptable);
- award OCDSB business to a family member or close friend;
- hide the fact that a personal or social relationship that goes beyond the business relationship may exist.

We also expect that vendors will not:

- offer preferential pricing or terms to OCDSB employees for their personal benefit, unless the same pricing and terms are offered to all OCDSB employees.

Guidelines in Applying the Code of Conduct

Particular situations in which OCDSB and vendors should exercise care include:

Gifts

There will be no expectation of any gift giving. If a vendor wishes to provide a personal gift, it should be of nominal value only (e.g., coffee mug, calendar, etc.) and should be offered only on occasions that have no connection with the bid process or bid evaluation of quotations, tenders, proposals or negotiation of contracts. If a vendor wishes to provide a charitable gift of more than nominal value, such gift will be made to the OCDSB rather than to an individual (e.g., donations to raise funds for the annual United Way campaign).

Under no circumstance will the OCDSB or its employees accept any gifts or favors that could compromise the image or integrity of the vendor or the Board, or be construed as a bribe. Any gifts must be received with the understanding that they involve no obligation of any kind.

Hospitality and Entertainment

Extension of modest hospitality by the OCDSB or vendors can be an appropriate means of facilitating business. Cost sharing can also be appropriate. The hospitality should not be lavish, nor should it generally include travel and accommodation. Appropriate kinds of hospitality would include lunch, invitation to trade show or company parties. Any offer must be made and accepted with the understanding that it involves no obligation of any kind.

It is not appropriate for OCDSB personnel to accept any offer of free entertainment from vendors where it could be regarded as substantial or could give rise to either the reality or the perception of a conflict of interest.

The frequency and nature of gifts or hospitality accepted should not be allowed whereby the recipient might be or might be deemed by others to have been influenced in making a business decision as a consequence of accepting such hospitality or gifts.

During the bid process, bid evaluation or contract negotiations there shall not be any offer or acceptance of hospitality and social contact should be avoided.

Should an OCDSB employee or vendor to the Board have any doubt or misgivings about the nature, value or appropriateness of any gift or offer of hospitality, he or she should contact the appropriate OCDSB Superintendent, or the Director of Education.

Travel and Accommodation

The OCDSB provides for the business travel and accommodation requirements of its personnel. Any offer that a vendor might wish to make for OCDSB employees to visit and view its facilities or products or to provide training at its facilities (over and above training that is already specifically provided for in that format as part of a contract) should be made to the appropriate OCDSB Superintendent or the Director of Education who will make the determination as to appropriateness of the offer.

Conflict of Interest

At times, processes will need to be established between the OCDSB and industry to identify and quickly resolve real or perceived conflicts of interest. OCDSB employees should ensure that in all dealings with vendors, their actions are capable of withstanding critical public scrutiny without the need for elaborate justification. In dealings with vendors, a real or perceived conflict of interest may arise between an employee's private interests and that employee's duty to the OCDSB. If the conflict cannot be avoided, the employee should declare it promptly in writing to an appropriate supervisor with the expectation of being excused from direct involvement in the situation.

Confidentiality

Product, business and industry information, know-how, trade secrets, technology and other such information are vital assets that must be protected. Information supplied by and to vendors is frequently given "in confidence" and on the strict understanding that it will not be revealed to other than those with a genuine need to know. The OCDSB understands the importance of this precept and will enforce it to the maximum extent practicable.

During the bid process, competing companies are never to be given another company's information in regard to performance specifications nor any aspects of pricing, quotation, tender, bid, advance details of future product releases, nor any other commercial or proprietary information.

On-site Vendors

Vendors who spend a considerable amount of time at the OCDSB become part of our campus community. We trust them the same way we trust our employees. We expect them to adhere to our values. Violations such as making false statements or theft will result in contract termination and involvement of the appropriate authorities. Equally important is compliance with our workplace policies

including harassment, access to our schools, environmental, health and safety, smoking, and parking. In some instances, we may require that vendors be bonded and provide evidence of liability, workers' compensation, vehicle insurance and other regulatory licenses. Vendors must also obtain and supply the OCDSB with all permits and certification required for the contracted work.

Vendors and their employees who will have regular and direct contact with students will also be required to provide criminal background checks, in accordance with Regulation 521/01 Collection of Personal Information. Vendors and their employees may also be requested to provide criminal background checks in other circumstances based on the nature of the contract being performed.

Regulatory Compliance

The OCDSB conducts its affairs in strict compliance with federal, provincial, and municipal laws and regulations. Likewise, we expect suppliers/contractors to obey all laws and regulations, pertaining to the work they are engaged in.

Breaches of the Code

The Ottawa-Carleton District School Board takes this Code seriously as it impacts directly on performance, sustainability, and trust. To enforce and uphold the Code and standards of appropriate behaviour, correction discussions, administrative sanctions, and even contract termination or discharge may be deemed appropriate reactions to breaches of the Code.

Vendors who have been found guilty of breaches of the Code may not be allowed access to future contract opportunities with the OCDSB.