

Title of Policy	Code of Conduct, Standards of Service & Conflict of Interest
Policy No:	1
Approval Date:	March 30, 2016
Approved by:	OLTA Board of Governors
History of Review	Policy Continued - November 19, 2018 & Next Review - November 2021

Policy #1 - Code of Conduct, Standards of Service & Conflict of Interest

PURPOSE OF THE POLICY:

To provide the Ontario Land Trust Alliance (OLTA) Governors, Employees, Volunteers and Service Providers with policy, standards of service and principles for corporate behaviour that support and uphold generally accepted professional standards as follows:

1. Maintain a professional, effective, efficient and collaborative work environment.
2. Promote integrity and excellence of the OLTA and its member organizations in all daily work with the public and other stakeholders including clients, donors, member organizations, funders, partners, and governments at all working levels.
3. Uphold the guiding principles of the Canadian Land Trust Standards & Practices by consistent example in delivery of services, in guidance for OLTA member organizations and the continual development of best practices for Ontario land trusts.
4. Achieve the desired results for the OLTA vision, mission, programs and priorities.

POLICY STATEMENT:

The OLTA mission is to strengthen land conservation across Ontario by building and supporting a strong land trust movement under the guiding principles of the Canadian Land Trust (CLT) Standards and Practices (integrity, perpetual care, excellence and good governance). Standards of excellence include Board accountability, corporate direction, democratic voice, due diligence, governing policies, best practices, effective programs, managing risk, fair treatment, inclusive values, open transparency and fiduciary duties of Board oversight.

As a registered charity, the OLTA must also ensure standards of conduct and accounting are practiced in fulfilling its objects and responsibilities. The Code of Conduct, Standards of Service and Conflict of Interest guidance in this policy document are intended to promote and support the OLTA and its Board of Governors in the pursuit of excellence.

CODE OF CONDUCT:

The conduct of the OLTA Board of Governors, employees, associates and volunteers is expected to be generally consistent with this code for behaviour. To build and enhance quality in professionalism, all OLTA Governors, employees, associates and volunteers will strive to:

- Act in good faith, honestly and with professional integrity at all times.
- Communicate effectively using generally accepted business language.
- Conduct themselves truthfully and professionally at all times during their engagement with OLTA in accordance with their assigned duties and responsibilities.
- Engage in open and transparent business dealings and in communications that reflect general fairness, courtesy and respect for stakeholders and each other.

- Exercise due diligence in considering issues and questions for professional judgement in an unbiased manner independent of personal interests.
- Take personal responsibility for their actions and decisions and follow through on their commitments to contribute as part of the organization.
- Respect and understand the opinions and beliefs of others, even where such opinions and beliefs may be different from your own perspective.
- Treat colleagues in a courteous and professional manner, and exercise appropriate judgement in terms of personal behaviour and decorum.
- Maintain appropriate standards of confidentiality and avoid any real or perceived conflict of interest in accordance with applicable laws.
- Ensure that public confidence and professional respect in the OLTA are upheld and can bear close public scrutiny of corporate accountability.
- Ensure proper care and stewardship of financial assets and resources.
- Champion, support and implement majority decisions of the Board.

OLTA Governors are expected to exhibit behaviour and conduct that is consistent with the Board of Governors job description and with any Board protocol for respectful and professional communication with Trust staff, volunteers and other service providers.

ANTI - DISCRIMINATION AND ANTI - HARASSMENT:

OLTA supports the principles of diversity, equity and inclusion in the conduct of its business and adheres to provisions of the Ontario Human Rights Code in regard to anti-discrimination. Harassment is the improper conduct by an individual, that is directed at and offensive to another individual and that is known or should be reasonably known to cause offence or harm. The OLTA has a zero tolerance policy with respect to harassment as described below. Harassment in any form is prohibited.

Harassment comprises any objectionable act, comment or display that demeans, belittles, or causes personal humiliation or embarrassment, and any act of intimidation or threat. It includes harassment as defined in applicable legislation on human rights (e.g. based on race, national or ethnic origin, colour, religion, age, sex, sexual orientation, marital status, family status, disability or pardoned conviction). Harassment is the discriminatory behaviour, directed at an individual that is unwanted or unwelcome, causes substantial distress in that person and serves no legitimate purpose in the workplace.

CONFLICT OF INTEREST:

A conflict of interest arises when “insiders” such as OLTA Governors, employees, volunteers or service providers are in a position, or perceived to be in a position, to benefit financially (or create an improper benefit to a family member or other organization to which they are associated) by virtue of their position within the OLTA. “Insiders” are also parties related to the above, contributors with an ability to influence decisions of the corporation and those with access to information not available to the general public. Real and perceived conflicts of interest will be considered using the following guidelines:

- OLTA Governors shall exercise due diligence carefully to avoid any real, perceived or potential conflicts of interest to the very best of their capabilities.
- All parties covered by this policy shall disclose to the OLTA Chair and Board, the existence of any real, perceived or potential conflict of interest.

- The Chair will call for statements on the question of conflict at the beginning of each Board or Committee meeting. A Governor or Employee shall absent themselves from Board or Committee discussions where such person has a conflict of interest unless the Board or Committee requests specific information only from the Director.
- No Governor shall vote on any issue where he or she has a real or perceived conflict of interest. All declarations of conflicts of interest, and the subsequent treatment of such declarations, will be recorded in the minutes of the Board meetings.
- No Governor or other party covered by this policy shall otherwise attempt to inappropriately influence decisions of the OLTA where a conflict of interest or perceived conflict of interest has been declared or has been discovered to exist.
- If a Governor is uncertain regarding a potential conflict of interest they shall review the matter with the Board Chair. The Chair may consult the Executive Committee and provide advice in writing or otherwise as recorded to the Governor.

CONFLICT RESOLUTION:

- In the event that behaviour which is not consistent with this Code is observed, it is expected that the concerned party will raise the issue directly with the offending individual and be resolved in compliance with policy.
- In the event that direct conflict of interest resolution is not adequate or effective, then the behaviour of concern will be escalated to the Board Chair for Directors and the Executive Director for employees, contractors and volunteers who will bring the matter to the attention of the Executive Committee to consider and determine an appropriate decision and directed resolution action on the matter.
- At any time, an OLTA Employee, Governor, member, associate, volunteer or service provider may report suspected violations of this policy, to the Board Chair for resolution by the Executive Committee and where appropriate or necessary by the OLTA Board to ensure full compliance with bylaws, policies or law.

POLICY VIOLATION:

Failure to comply with this policy could result in disciplinary action up to and including possible revocation of appointment, direction for change or improvement in behaviour or possible termination of employment, subject to the applicable charity laws and approved OLTA bylaws, policies, principles, standards and related guidelines on addressing violations.

IMPLEMENTATION:

1. All Governors, employees, volunteers and contracted service providers must sign a statement affirming understanding of and requirement for compliance with the Code of Conduct as may be approved from time to time by the Board of Governors. Signed confirmations may be in a separate document or included as part of job agreements for the OLTA Board, Employees, volunteers or other contracted service providers.
2. Guidelines and procedures for administration and interpretation of this policy and for investigating and resolving issues may be determined as needed by the OLTA Board of Governors or delegated to Executive Committee for administrative process.