

BC CHICKEN MARKETING BOARD

CODE OF CONDUCT

1. Purpose of Code

This Code outlines the legal and ethical responsibilities of members of the BC Chicken Marketing Board to assist them in exercising their powers and duties with integrity, independence and expertise.

The BC Chicken Marketing Board is comprised of members who are elected or appointed, and who may be selected because of their active participation in the industry. The Board, and the industry as a whole, benefit from this richness and diversity of experience of its members.

Recognizing that members may have multiple interests, this Code guides members in fulfilling their responsibilities in a way that reasonably accommodates any personal interests they may have as industry participants.

In this way, the Code fosters public confidence in the Board's mandate to direct the industry for the benefit of the public as a whole.

2. Definitions

(1) In this Code,

“Board” means BC Chicken Marketing Board.

“Chair” means the Chair of the Board.

“Industry” means the BC chicken industry.

“Member” includes all Board members, whether appointed or elected, and whether full or part-time, and also includes the Chair.

“Personal interest” is a financial or non-financial interest of:

- (a) member,
- (b) corporation or partnership in which a member has a significant interest,
- (c) spouse, parent or child of a member, or
- (d) business associate of a member.

“Sector of the industry” includes geographic regions, such as the Island, Lower Mainland or Interior, sectors of activity, such as mainstream or specialty growers, processors, hatcheries, or suppliers of goods and services to the industry.

3. Role of the Board

- (1) The role of the Board is
 - (a) to develop orders, policies and programs to achieve its economic policy framework objectives,
 - (b) to achieve a fair balance between the conflicting economic interests of industry stakeholders,
 - (c) to respect obligations arising under the BC Chicken Marketing Scheme (1961), Federal-Provincial Agreements, the *Natural Products Marketing (BC) Act*, the “*British Columbia Chicken Marketing Scheme 1961*”, and from provincial membership in the Chicken Farmers of Canada, and
 - (d) to foster constructive working relationships among all sectors of the industry and support open and ongoing dialogue among them.

4. Responsibilities of Members

- (1) Members have both legal and ethical responsibilities. They serve a stewardship role with respect to the industry.
- (2) Members have an overriding obligation to serve the interests of the industry as a whole, in a forward-looking, knowledgeable and open-minded way. This obligation is not affected by how the Member was appointed, the term of appointment, or whether the Member also represents the interests of a particular sector of the industry.
- (3) Every Member is expected to:
 - (a) show vision and leadership in the development of the industry, by
 - (i) staying informed on issues that may affect the industry,
 - (ii) demonstrating respect for the differing opinions of other Members,
 - (iii) acting fairly towards those affected by the Board’s actions, and

- (iv) working to build strong positive relationships between the Board and industry stakeholders.
- (b) exercise the care, diligence and skill a reasonably prudent person would exercise in comparable circumstances when making decisions or taking positions on issues, by:
 - (i) being reasonably available for meetings, consultations and other Board activities,
 - (ii) being prepared for Board activities, for example, by reading material in advance and soliciting the opinions of others, as appropriate,
 - (iii) listening with an open mind to opposing points of view on matters relevant to the Board,
 - (iv) participating actively in Board meetings, and
 - (v) taking into account only relevant, not improper or irrelevant, considerations when making decisions.
- (c) maintain the integrity, competence and effectiveness of the Board, by
 - (i) being aware of the conflict of interest policy and complying fully with all disclosure and other requirements,
 - (ii) in the case of a Member who is active in a sector of the industry, informing himself or herself fully of the perspectives of that sector in relation to any matter before the Board, and representing those perspectives to the Board so as to contribute to informed and fair outcomes,
 - (iii) ensuring that familiarity with a sector of the industry does not detrimentally affect the Member's ability to consider and make decisions that promote the interests of the industry as a whole,
 - (iv) presenting a positive image of the Board to the industry and to industry outsiders,
 - (v) refraining from publicly commenting on or criticizing the views of other Members, and
 - (vi) acting to promote collegiality and respect among Members and with Board staff.

5. Conflict of Interest

- (1) Every Member must avoid any real or perceived conflicts of interest, and must take all reasonable steps to arrange his or her affairs so as to avoid any real or perceived conflict of interest.
- (2) A conflict of interest may be financial or non-financial.
 - (a) A financial conflict of interest exists where a member has a personal interest of a financial nature in the resolution or treatment of a matter that is, or is likely to come, before the Board.
 - (b) A non-financial conflict of interest exists where a member has a personal interest of a non-financial nature that is, or is likely to be, incompatible with his or her responsibilities as a member.
- (3) A conflict of interest will not arise where a Member who is active in a sector of the industry is or will be affected in the same way as other participants in that sector of the industry by a matter before the Board.
- (4) In considering whether there is a conflict of interest, Members should ask themselves, “Is this personal interest likely to create perception among others, within or outside the industry, that my ability to fulfill my responsibilities as a Member, either generally or with respect to a particular matter, will be influenced by my personal interest rather than by the interests of the industry as a whole?”

6. Conflict of Interest Guidelines

- (1) Without limiting the generality of the foregoing, all Members must follow these guidelines to avoid any appearance of a conflict of interest.
- (2) A Member must not:
 - (a) Seek to appeal a decision of the Board that adversely affects a Member’s personal interest, unless the Member steps down from the Board until the matter is resolved,
 - (b) Disclose confidential information learned through participation on the Board to others, or use such information directly or indirectly for personal gain, or

- (c) Use his or her position, office, or affiliation with the Board to advance a personal interest, including soliciting clients of the Board for personal gain.
 - (d) Accept, without prior authorization of the Board, any gift that does or may relate to membership on the Board unless it is less than \$100 in value, is part of a normal exchange of business hospitality or is otherwise customary, and the gift would not be seen by a reasonable person as a bribe or other improper payment, or
 - (e) Use Board property to make a gift, charitable donation, or political contribution to anyone on behalf of the Board. A gift that is part of a normal exchange of business hospitality or is otherwise customary may be given, but must not exceed \$100 in value, without prior authorization of the Board.
- (3) A Member should not
- (a) Publicly oppose existing Board policies or any position that has been publicly taken by the Board,
 - (b) Engage in activities, or accept appointments or elections to office in any organization or association the activities of which are, or are likely to, be in conflict with the activities of the Board or to reflect poorly on the Board, or
 - (c) Use Board property for personal purposes.

7. Resolving Real or Perceived Conflicts of Interest Raised by a Member

- (1) Upon assuming office, every Member must disclose any existing conflicts of interest to the Board. Thereafter, every Member must complete an annual disclosure statement, and any supplemental disclosure statement, as necessary. Disclosure statements shall be retained by the Board, in the Member's file.
- (2) Every Member who suspects that he or she is or may be in a conflict of interest that has not been previously disclosed, must disclose his or her concern to the Chair. The Chair must disclose any such concern to the Vice-Chair of the Board. The Chair, or the Vice-Chair, acting on behalf of the Chair, shall determine whether or not a real or perceived conflict of interest exists. If no conflict is found to exist, a record of that determination shall be put in the Member's file. If a conflict is found, it must be referred to the Board for consideration, as set out in (5) below.

- (3) If a Member becomes aware of an existing real or perceived conflict of interest or a conflict of interest that existed previously, but was not previously disclosed, he or she must immediately disclose the conflict to the Board by writing to the Chair or, in the case of a conflict involving the Chair, to the Vice-Chair.
- (4) Where a conflict of interest is brought to the Board, the Board, without the participation of the affected Member, shall confirm whether or not there is a real or perceived conflict of interest:
 - (a) If there is no conflict of interest, a record of that determination shall be put in the Member's file.
 - (b) If there is a real or perceived conflict of interest, but the Board determines that, as a practical matter, it will not have any significant impact on the Board, a record of that finding shall be put in the Member's file and the conflict will be permitted to continue.
- (5) If there is a real or perceived conflict of interest that cannot be resolved as set out above, the Board shall determine how to resolve the conflict of interest in a manner that best promotes the integrity, competence and effectiveness of the Board in the particular circumstances.
- (6) In resolving the conflict of interest, the Board may:
 - (a) require that the Member excuse himself or herself from any discussion of or voting on a matter or matters,
 - (b) require that the Member take no part in the Board's activities for a period of time,
 - (c) issue a warning or reprimand to the Member,
 - (d) in the case of an appointed Member recommend to the Minister that the Member's appointment be revoked, or, in the case of elected Member, ask for the Member's resignation, or
 - (e) make any other direction that is appropriate and fair in the circumstances.

8. Contraventions of the Code

- (1) No member shall contravene this Code.
- (2) For greater certainty, a breach of a General Order of the Board by a Member is not itself a contravention of this Code. A Member who breaches a General Order shall be subject to the usual procedure and sanctions set out in the General Orders

- in respect of that breach. If the Member's actions also contravene this Code, the Board may consider the member's breach of the General Orders and any sanction imposed in respect of that breach, when considering the Member's contravention of this Code.
- (3) Any person who believes a Member has contravened a provision of this Code may report that alleged contravention to the Chair, by setting out the details of the alleged contravention in writing.
 - (4) The Board shall provide a copy of the allegation to the affected Member and give him or her an opportunity to respond in writing. The Board may require the affected Member to refrain from participating in some or all Board activities until the matter is resolved.
 - (5) At any time during the process, the Board may delegate a Member or retain an independent expert to assist in informally resolving the complaint. Where such resolution is successful, no further steps are required.
 - (6) The Board must delegate one or more of its Members or, where appropriate, retain an independent investigator, to investigate the allegation. The investigation report shall be made in writing, and may or may not include recommendations, as the Board directs.
 - (7) Upon receipt of the investigation report, the Board shall determine whether an informal or a formal remedy is appropriate in the circumstances, and shall determine the terms of the remedy. Where a formal remedy is under consideration, the Board must give the affected Member an opportunity to make written submissions to the Board as to remedy.
 - (a) An informal remedy is one whose terms are not publicly disclosed. The purposes of an informal remedy are to make the Member aware that his or her conduct was inappropriate, to rectify any injury that the contravention may have caused, and to prevent it from occurring again.
 - (b) A formal remedy is one whose terms are publicly disclosed. A formal remedy should only be imposed where the Board determines that such a remedy is necessary to preserve the integrity, competence or expertise of the Board or to avoid injury to the interests of the industry as a whole. In addition to any other terms, a formal remedy may include:
 - (i) a written reprimand or warning to the Member,
 - (ii) in the case of an appointed member, a recommendation to the Minister that the Member's appointment be revoked, or

- (iii) in the case of an elected member, a request that the member tender his or her resignation.
- (8) The Board shall notify in writing a person who made an allegation as set out in subsection (3), above, when the matter has been resolved.
- (9) Any person who believes that the Chair has contravened a provision of this Code may report that alleged contravention to the Chair of the Farm Industry Review Board, by setting out the details of the alleged contravention in writing. Upon receipt of the complaint, the Chair of the Farm Industry Review Board shall determine whether to refer the matter to the Board to review under paragraphs (4) through (8) above, or to follow such another process that is appropriate in the circumstances.

Adopted by motion of the BCCMB on April 15, 2005.

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