

Strathroy Middlesex General Hospital Foundation

Code of Conduct and Ethics

1. Introduction

This Code of Conduct and Ethics ("Code") applies to all members of the Board of Directors, officers, employees, and volunteers of the Strathroy Middlesex General Hospital Foundation ("SMGHF or the Foundation"). The term "Director" includes ex-officio Directors, community representatives, and non-board members of board committees if any. This Code is framed to maintain high standards of governance, to induce and recognize the virtues of honesty and accountability, and to serve as a guideline for addressing situations involving ethical issues in all activities of the Foundation.

All the Directors, officers, employees, and volunteers of SMGHF are required to abide by this Code. This Code does not cover every issue that may arise but provides principal guidelines for exercising good judgment and ethical practices. Any questions about the Code of Conduct or the appropriate course of conduct in a particular situation should be directed to the Foundation's Chair, CEO, or Governance Specialist. This Code of Conduct shall form part of other integral policies and procedures and be interpreted in

consonance with other policies, guidelines, and procedures.

2. Purpose and Scope

The purpose of this Code is to provide a clear understanding of the standard of conduct expected when performing duties as a Director, officer, employee, and volunteer of SMGHF and to promote ethical behavior and deter wrongdoing. The Board believes that operating according to these standards is critical to protect the interests of SMGHF and its stakeholders. Accordingly, the Board adopts this Code to reflect its commitment to these standards.

3. Standard of Conduct

The Foundation expects all Directors, officers, employees, and volunteers to act with the highest standards of honesty, integrity, and loyalty. All Directors of the SMGHF stand in a fiduciary relationship with the SMGHF Foundation. As fiduciaries, Directors must act in good faith and in the best interests of the Foundation. A director shall not put personal interests ahead of the best interests of the Foundation.

4. Compliance with Laws, Rules, and Regulations

All applicable laws, rules, and regulations shall be complied including Foundation's by-laws, policies, and procedures. Each Director must acquire appropriate knowledge of the legal requirements relating to his or her duties sufficient to enable him or her to recognize potential problems and to know when to seek advice when they become aware of actions that are inconsistent with this Code. Violations of laws, rules, and regulations may subject the violator to individual criminal or civil liability, as well as to discipline in accordance with local law. Any questions as to the applicability of any law, rule, or regulation may be directed to the Foundation's Chair, CEO & Governance Specialist.

5. Managing Conflicts of Interest

A Conflict of Interest occurs when a person's private interest interferes in any way, or even appears to interfere with the Foundation's best interests as a whole. A conflict situation can arise when a Director, officer, employee, or volunteer takes action or has interests that may make it difficult to perform

their duties objectively and effectively. Conflicts of interest may also occur when aforesaid persons, or a member of their family, receive improper personal benefits as a result of their position with the Foundation.

Director, Officer, Employee, and Volunteer must avoid situations where their personal interests will conflict with their duties to the Foundation. They must also avoid situations where their duties to the Foundation may conflict with duties owed elsewhere. All Directors, officers, employees, and volunteers must respect the confidentiality of information about the Foundation. A Director, officer, employee, and volunteer who becomes aware of a conflict or a potential conflict should report it immediately to the Board as per the policy of Conflict of Interest.

Each Director, officer, employee, and volunteer of SMGHF shall also comply with all provisions of the SMGHF's Policy on Conflict of Interest.

6. Sound Decision Making

Directors must ensure that all business decisions must be made on

an informed basis, in good faith, and in the honest belief that the action taken is in the best interest of the Foundation. Directors should check and ensure that the decision to be made will satisfy at least the following preconditions:

- It will not violate any applicable law, regulation or internal rule, or policy.
- No personal interest or self-dealing is involved.
- It is made within individual authority levels given by the Foundation.
- It is made with due care following a reasonable effort to become familiar with the relevant and available facts; and
- It is made in good faith based upon a reasonable belief that the best interests of SMGHF are served by the decision.

7. Board Solidarity

Directors acknowledge that all Directors must support properly authorized board actions. The Board speaks with one voice. Those Directors who have abstained or voted against a motion must adhere to and support the decision of a majority of the Directors.

8. Protection and Proper Use of Foundation Assets

The Director, officer, employee, and volunteer should protect the Foundation's assets and ensure their efficient use. All Foundation assets should be used for legitimate business purposes. Foundation assets include, but are not limited to:

- financial assets and unpublished financial data and reports;
- physical assets, supplies, and other physical property;
- equipment and facilities;
- brand name and logo;
- intellectual property and confidential/proprietary information, such as ideas, concepts, inventions, trademarks, trade secrets, copyrights, business and marketing plans, fundraising ideas, designs, inventory;
- all computer equipment, communication systems, and technology;

Any unauthorized use or distribution of the Foundation's assets is a violation of this Code.

9. Setting Expectations for Attendance

Directors are advised to attend all Board and committee meetings and as many events as possible.

Directors shall prepare for the Board and committee meetings by reviewing the meeting agenda and supporting materials. All Directors must attend at least 75 percent of the meetings in each fiscal year. The Board may take appropriate actions for the Directors who will be unable to meet minimum attendance as deemed fit. The Directors shall also comply with SMGHF's Corporate Governance Policy.

10. Fundraising

SMGHF shall respect the privacy concerns of individual donors and shall follow donor intent in making expenditures. SMGHF shall disclose important and relevant information to potential donors and shall comply with its Fundraising Policy in raising funds from the public.

SMGHF recognizes its responsibility to generate philanthropic support ethically. SMGHF is a member of the Association of Fundraising Professionals (AFP) and the Association for Healthcare

Philanthropy (AHP). The Foundation endorses the Code of Ethical Standards of [AFP](#), [AHP](#), [CAGP](#) and Imagine Canada for its fundraising activities and business conduct. SMGHF has also adopted [International Statements of Ethical Principal in Fundraising Practice](#) issued by Certified Fund Raising Executive (CFRE). SMGHF also endorses the [Donor Bill of Rights](#) and adheres to the rights of the donor provided thereunder.

Each Director, officer, employee, and volunteer shall comply with the Code and ethical standards of AFP, AHP, and CFRE, respectively.

11. Government Transaction

Directors should understand that special care is required when contracting with any governmental body (including national, provincial, municipal, or other similar governmental divisions in local jurisdictions).

Some key requirements for doing a transaction with the government are as follows:

- Accurately representing which Foundation programs or projects

are covered under government contracts.

- Confirming that all submissions to the government are accurate and complete.
- Not improperly soliciting or obtaining confidential information, such as sealed competitors' bids, from Government Officials prior to the award of a contract.

12. Use of Software

All software used by Director, officer, employee, and volunteer to conduct Foundation's business must be appropriately licensed. Director, officer, employee, and volunteer should never make or use illegal or unauthorized copies of any software, whether in the office or otherwise; doing so may constitute copyright infringement and may expose the Directors and the Foundation to potential civil and criminal liability.

13. Business Expenses

Reimbursement of the business expenses shall be made in accordance with the Foundation's Finance Policy or any other applicable policies in force.

14. Use of Electronic Communications

The Director, officer, employee, and volunteer must use electronic communication devices in a legal, ethical, and appropriate manner. Electronic communications devices include computers, e-mail, connections to the internet, intranet and extranet, and any other public or private networks accessed from Foundation-owned devices or personal devices accessing corporate resources, voice mail, video conferencing, facsimiles, telephones, or any other types of electronic communication. Any Director, officer, employee, or volunteer should not post or discuss confidential information concerning the Foundation program or business on the internet. Due diligence should be followed to protect devices from security breaches, ransomware and/or malware.

15. Inclusion and Diversity

The Foundation promotes and supports diversity on the Board. SMGHF can better achieve its missions by drawing on the skills, talents, and perspectives of a broader and more diverse range of leaders, and the diversity of

viewpoints that come from different life experiences and cultural backgrounds strengthens board deliberations and decision-making.

SMGHF's Board will work to build a culture of trust, candor, and respect. SMGHF's Board shall ensure that all Board members are encouraged to bring their perspectives, identity, and life experience to their board service. The Board shall ensure that all board members are equally engaged and invested, sharing power and responsibility for the organization's mission and the Board's work. Any harassment and discrimination based on gender, religion, age, sex, national origin, and other such characteristics shall be strictly prohibited.

Directors will not always agree with one another on all matters. All debates shall take place in an atmosphere of mutual respect and courtesy. All Directors must respect the authority of the Chair.

16. Best Interests of the Foundation

All Directors are held to the same duties and standard of care. Directors who are representing

other groups or body corporate must act solely in the best interest of the Foundation, even if this conflicts with the interests of nominating party.

17. Confidentiality

It is recognized that the role of the Director may include representing the SMGHF in the community. Such representations must be respectful of and consistent with the Director's duty of confidentiality. Unless otherwise designated or delegated, the Board chair is the only official spokesperson for the Board. Each Director of the Foundation shall respect the confidentiality of information about the SMGHF whether that information is received in a meeting of the Board or of a committee or is otherwise provided to or obtained by the Director.

18. External Communications

The Foundation has established specific policies regarding external communication to the public, the press, the media, and other communities. Only the Chair or designate may speak on behalf of the Board.

All Foundation related communications made on behalf of the Foundation to public audiences, including news, media contacts, responses, and public discussion of the Foundation's affairs, should only be made through the Board's authorized spokespersons.

19. Compliance with Code and Accountability

The Director, officer, employee, and volunteer must become familiar with, and abide by, this Code. They shall report suspected violations of the Code or any applicable law, rule, or regulation by any Director, officer, employee, or volunteer to SMGHF's Board if they believe a violation may have occurred.

In the event of a suspected breach of the Code, the Board, or a Governance Committee, shall investigate and determine appropriate actions to be taken.

Each Director shall consult with Board if there is any doubt as to whether a particular transaction or a course of conduct complies with or is subject to this Code.

20. Amendment and Modification

This Code of Conduct may be amended or modified by the Foundation's Board of Directors. The Board shall review this Code every three (3) years.

21. Affirmation Statement

SMGHF shall provide a copy of this Code to every Director, officer, employee, and volunteer. An Affirmation Statement, attached, shall be signed by each Director, officer, and employee, affirming that such person has received a copy of this Code of Ethics, has read and understands it, and agrees to comply with it. Volunteers are not required to sign and submit such a Statement.

ANNEXURE

CODE OF ETHICAL STANDARDS

ETHICAL STANDARDS (Adopted 1964; amended Oct 2014)

The Association of Fundraising Professionals believes that ethical behavior fosters the development and growth of fundraising professionals and the fundraising profession and enhances philanthropy and volunteerism. AFP Members recognize their responsibility to ethically generate or support ethical generation of philanthropic support. Violation of the standards may subject the member to disciplinary sanctions as provided in the AFP Ethics Enforcement Procedures. AFP members, both individual and business, agree to abide (and ensure, to the best of their ability, that all members of their staff abide) by the AFP standards.

PUBLIC TRUST, TRANSPARENCY & CONFLICTS OF INTEREST

Members shall:

- 1 not engage in activities that harm the members' organizations, clients or profession or knowingly bring the profession into disrepute.
- 2 not engage in activities that conflict with their fiduciary, ethical and legal obligations to their organizations, clients or profession.
- 3 effectively disclose all potential and actual conflicts of interest; such disclosure does not preclude or imply ethical impropriety.
- 4 not exploit any relationship with a donor, prospect, volunteer, client or employee for the benefit of the members or the members' organizations.
- 5 comply with all applicable local, state, provincial and federal civil and criminal laws.
- 6 recognize their individual boundaries of professional competence.
- 7 present and supply products and/or services honestly and without misrepresentation.
- 8 establish the nature and purpose of any contractual relationship at the outset and be responsive and available to parties before, during and after any sale of materials and/or services.
- 9 never knowingly infringe the intellectual property rights of other parties.
- 10 protect the confidentiality of all privileged information relating to the provider/client relationships.
- 11 never disparage competitors untruthfully.

SOLICITATION & STEWARDSHIP OF PHILANTHROPIC FUNDS

Members shall:

- 12 ensure that all solicitation and communication materials are accurate and correctly reflect their organization's mission and use of solicited funds.
- 13 ensure that donors receive informed, accurate and ethical advice about the value and tax implications of contributions.

- 14 ensure that contributions are used in accordance with donors' intentions.
- 15 ensure proper stewardship of all revenue sources, including timely reports on the use and management of such funds.
- 16 obtain explicit consent by donors before altering the conditions of financial transactions.

TREATMENT OF CONFIDENTIAL & PROPRIETARY INFORMATION

Members shall:

- 17 not disclose privileged or confidential information to unauthorized parties.
- 18 adhere to the principle that all donor and prospect information created by, or on behalf of, an organization or a client is the property of that organization or client.
- 19 give donors and clients the opportunity to have their names removed from lists that are sold to, rented to or exchanged with other organizations.
- 20 when stating fundraising results, use accurate and consistent accounting methods that conform to the relevant guidelines adopted by the appropriate authority.

COMPENSATION, BONUSES & FINDER'S FEES

Members shall:

- 21 not accept compensation or enter into a contract that is based on a percentage of contributions; nor shall members accept finder's fees or contingent fees.
- 22 be permitted to accept performance-based compensation, such as bonuses, only if such bonuses are in accord with prevailing practices within the members' own organizations and are not based on a percentage of contributions.
- 23 neither offer nor accept payments or special considerations for the purpose of influencing the selection of products or services.
- 24 not pay finder's fees, commissions or percentage compensation based on contributions.
- 25 meet the legal requirements for the disbursement of funds if they receive funds on behalf of a donor or client.



CODE OF ETHICS

This Code of Ethics shall apply to all members of CAGP.
Revised: September 2020

Objectives

This Code of Ethics expresses CAGP's recognition of the responsibilities of its members to the association, to fellow members, and to others in the gift planning sector, including donors or prospective donors.

All members of CAGP are committed to upholding this Code of Ethics and will declare this in writing on their acceptance as a member and annually upon their membership renewal.

1. The Integrity of Members

Members shall act with competence, honesty, integrity and fairness in their relations with donors or prospective donors.

2. The Role of Members

The primary role of members is to both help donors realize their philanthropic goals and to ensure that their contributions respect the objectives of the charitable organization in question.

3. Disclosure of Information

Members have a responsibility to provide donors with accurate and comprehensive information on all aspects of the gift, including the roles of all interested parties.

Members who work on behalf of a charitable organization have a responsibility to inform donors of the mission, the activities of the organization as well as its gift acceptance practices, its processing procedures and fund and endowment management policies.

4. Protection of Interested Parties

Members working for or on behalf of a charitable organization shall encourage donors to consult with their personal and professional advisors in the case of significant and complicated gift transactions. Members have a responsibility to cooperate with other professionals who promote their donor's interests as well as those of the organization they represent.

Members shall not act for nor claim to represent a charitable organization without its knowledge or express consent. Members shall not act as donors' representatives without the donors' consent.

5. Legal Compliance

Members shall comply with all local, provincial and federal civil and criminal laws.

6. Terms and conditions of Gift

Members shall respect the payment schedule and contribution method chosen by donors, insofar as the methods comply with the charitable organization gift acceptance policies or guidelines. The members shall allow donors time for reflection and shall respect their decision-making processes.

In the event that the conditions a gift need to be altered, members shall work in good faith with donors in doing so.

7. Confidentiality

Members shall respect the donor's request for anonymity. Donors' files and the personal and financial information therein contained are the charitable organization's property and shall be kept strictly confidential and in accordance with the privacy legislation in force for the particular jurisdiction.

8. Conflict of Interest

At all times, members shall avoid conflict of interest situations, potential conflict of interest situations or the appearance of conflict of interest. Members shall notify all interested parties of any situation that may present a potential conflict of interest. Unless circumstances are such that this becomes a requirement, members who work on behalf of a charitable organization shall not agree to act for donors on a personal basis (e.g. as liquidators or executors of wills) so as to avoid any conflict of interest.

9. Remuneration

Members who work on behalf of a charitable organization shall not accept commission-based remuneration, nor finder's fees nor shall they derive any monetary benefit from transactions concerning donations or from relationships established with donors as part of their duties.

10. Competence

Members shall be responsible for maintaining their professional skills and for upgrading their knowledge on an ongoing basis.

Members shall be obliged to be aware of and adhere to all guidelines and standards of conduct issued by the Association.

11. Complaints

Complaints should be addressed in writing to the Board of Directors of CAGP, who will review them in confidence and in accordance with the Code of Ethics Complaints Procedure.

International Statement of Ethical Principles in Fundraising

All over the globe, fundraisers work to make the world a better place. Our causes are diverse and distinct, but our passion and commitment are universal. The way that we go about raising money is different according to the culture, society, and laws of where we fundraise, but we share a commitment that wherever we fundraise, we do so to a high standard and follow an ethical approach.

This Statement of Ethical Principles in Fundraising sets out the values, beliefs, and principles that govern professional fundraisers across the world. It sets out what unites us in the way that we fundraise, and joins us together as a global fundraising community dedicated to achieving fundraising excellence for our causes, donors, and supporters.

The Statement does not replicate, replace, or supersede any laws or codes of conduct that are in place in any individual country, as it is expected that fundraisers will fully observe the law wherever they work. Instead, the Statement outlines the ethical approach and articulates the values that drive fundraising professionals and provides a framework of how we will work globally. Organisations who voluntarily endorse and support this Statement do so as a demonstration of their commitment to fundraising excellence and as a declaration of their shared interest in a global understanding of these principles.

Where fundraisers are working in areas with a developed code of conduct, this Statement should complement the standards that are set, and for others can form a basis for the development of fundraising practice or regulation. By following these principles, we believe that we will deliver the best experience for our donors and supporters, grow public trust and confidence in fundraising, and be best placed to achieve our mission.

Our shared principles for fundraising

As fundraisers, these principles set out how we work and define our ethical approach:

- | | |
|-------------------|--|
| Honesty: | Fundraisers will always be honest and truthful, upholding public trust and never misleading supporters or the public. |
| Respect: | Fundraisers will always be respectful of our beneficiaries and donors, following their choices and wishes, wherever possible. |
| Integrity: | Fundraisers will always act with integrity, following legislative and regulatory requirements, and will always work for the best interests of our causes and supporters. |

- Transparency:** Fundraisers will always be transparent, clear and accurate about the work of our causes, how donations will be managed and spent, and report on costs and impact accurately.
- Responsibility:** Fundraisers will always act responsibly, understanding that we share a common objective to promote fundraising excellence for the benefit of the common good. We value and encourage diversity in our practice and our fundraisers, and continually seek to develop our professional standards.

Standards of fundraising practice

Our standards are presented as being the benchmark for fundraising excellence and set out our shared framework for working to the highest level and in the best interests of our causes, while respecting our donors and being accountable in our work.

1. Responsibility to fully comply with relevant legislation and regulatory standards

- Fundraisers will work according to the national and international legal obligations that apply to their organisation's location, legal form, and activities.
- Fundraisers will follow any agreed upon regulatory systems for fundraising and specific codes of practice for fundraising that are set in their location.
- Fundraisers will not take action that could constitute professional misconduct or create a conflict of interest.

2. Responsibility to supporters

- Fundraisers will always respect the free choice of all individuals to give donations or not.
- Fundraisers will respect the rights of donors and follow their preferences on communications and privacy.
- Fundraisers will be open and transparent with donors on the use of their funds, providing clear information on how donations are spent and the impact of their work.
- Fundraisers will be truthful and honest in all of their fundraising communications, in any medium and by any means, using accurate information about their cause in their materials, communications and activities.
- Where a donor has expressed a view on the specific service or project that they would like their money to be applied, the donor's wishes will be followed wherever possible. In the event that the money cannot be used in line with the donor's wishes, the fundraiser will seek further agreement from the individual or organisation on the use of their donation.

3. Responsibility to their cause and beneficiaries

- Fundraisers will work together with their trustees or relevant governance structure to best achieve the overall goals and objectives of their cause, making decisions and working in accordance with the values of the organisation.
- Fundraisers will always be respectful of their beneficiaries and uphold their dignity and self-respect in the fundraising communications or materials that they use.
- Fundraisers will not accept donations where the acceptance of those gifts would not be in the best interests of the organisation or create a conflict of interest that would be detrimental to the organisation's reputation, mission, and relationship with existing supporters and beneficiaries.

4. Management reporting, finance and fundraising costs

- Fundraisers will be transparent and accurate in presenting fundraising costs, fees and expenses, without expressing or suggesting in communications and materials that fundraising lacks administration and fundraising costs.
- Fundraisers will ensure that all fundraising transactions, accounting, and reporting for which they are responsible are transparent and accurate.
- Fundraisers will work with their organisation to provide accurate reports on their organisation's income and expenditure according to their national regulatory framework and publish clear information on their activities for stakeholders, beneficiaries, donors and the public.

5. Pay and compensation

- Fundraisers will expect fair remuneration for their work and will not use their position to make any unauthorised or disproportionate personal gain.
- Fundraisers will not seek any personal benefits or gratuities in the course of their work. Any benefits or gratuities that are offered to a fundraiser will be declared to their organisation and/or any relevant authority and only accepted if in line with the set policy and with any necessary approval.
- When fundraisers work with suppliers, partners, or third-party agencies, they will take all reasonable steps to ensure that those external parties work to the same standards that they are held to, and that they do not receive unreasonable and disproportionate payment for their work.
- All payment and remuneration for fundraisers will be arranged before work is carried out, with any performance-related payments agreed in advance and set to ensure that payments will not be disproportionate or unreasonable.

Agreed by representatives of National Fundraising Associations and adopted at the International Fundraising Summit in London on 5 July 2018

A DONOR BILL OF RIGHTS

DEVELOPED BY:



Association of Fundraising
Professionals (AFP)



Association for Healthcare
Philanthropy (AHP)



Council for Advancement and
Support of Education (CASE)



Giving Institute: Leading
Consultants to Non-Profits

PHILANTHROPY is based on voluntary action for the common good. It is a tradition of giving and sharing that is primary to the quality of life. To assure that philanthropy merits the respect and trust of the general public, and that donors and prospective donors can have full confidence in the not-for-profit organizations and causes they are asked to support, we declare that all donors have these rights:

I

To be informed of the organization's mission, of the way the organization intends to use donated resources, and of its capacity to use donations effectively for their intended purposes.

II

To be informed of the identity of those serving on the organization's governing board, and to expect the board to exercise prudent judgment in its stewardship responsibilities.

III

To have access to the organization's most recent financial statements.

IV

To be assured their gifts will be used for the purposes for which they were given.

V

To receive appropriate acknowledgement and recognition.

VI

To be assured that information about their donations is handled with respect and with confidentiality to the extent provided by law.

VII

To expect that all relationships with individuals representing organizations of interest to the donor will be professional in nature.

VIII

To be informed whether those seeking donations are volunteers, employees of the organization or hired solicitors.

IX

To have the opportunity for their names to be deleted from mailing lists that an organization may intend to share.

X

To feel free to ask questions when making a donation and to receive prompt, truthful and forthright answers.