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Natural Resources Conservation Board Code of Conduct: Acting Board Members

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Introduction

The Natural Resources Conservation Board's (NRCB) *Code of Conduct: Acting Board Members* is an expression of the NRCB's intent to uphold the highest ethical standards so that public trust and confidence in the integrity, objectivity, and impartiality of the NRCB and the regulatory system are preserved and enhanced.

The *Code of Conduct: Acting Board Members* is approved by the Board and the Office of the Ethics Commissioner and is effective 60 days after being made public. It will be reviewed at least every 36 months by the Code Administrator and an Ethics Committee established by the Code Administrator to ensure its ongoing effectiveness.

This document is provided to Acting Board Members upon their appointment and is available on the NRCB website. Updated versions of the document are provided to current Acting Board Members when the changes come into effect. This document does not apply to NRCB Employees, who are subject to the *Natural Resources Conservation Board Code of Conduct*. This document has been sent to Alberta's Ethics Commissioner to ensure it follows the requirements of the *Conflicts of Interest Act*, RSA 2000, C-23.

In addition to this code of conduct, Acting Board Members must know and adhere to the following NRCB policies. These policies are provided for ease of reference on the NRCB intranet site:

- Electronic System Use Policy
- Working With Pride and Dignity for the Natural Resources Conservation Board: A Guide to Understanding Our Respectful Workplace Policy
- Social Media Policy

Acting Board Members

Acting Board Members are appointed by order in council to a list that may be selected from when required for a Board panel under the *Natural Resources Conservation Board Act* (NRCBA) or the *Agricultural Operation Practices Act* (AOPA).

Acting Board Members are acting on behalf of the Board only when the Board Chair formally appoints them to a review or hearing panel. This code of conduct applies to Acting Board Members to ensure there is no conflict of interest related to their duties for the panel decision to which they have been appointed.

The Board Chair, in consultation with the chief executive officer and Ethics Committee, has the authority in exceptional circumstances to exempt an Acting Board Member from the application of all or any provisions of this code of conduct.

Definitions

- Acting Board Member – is a person who has been nominated by the Lieutenant Governor in Council and named by the Board Chair in accordance with section 16 of the *Natural Resources Conservation Board Act*.
- Adult Interdependent Partner – means a relationship outside of marriage in which two people share one another's lives, are emotionally committed to one another, and function as an economic and domestic unit. A person is the Adult Interdependent Partner of another person if they have entered into a written Adult Interdependent Partnership Agreement, or if they are not related by blood or adoption and (a) the person has lived with the other person in a relationship of interdependence (b) for a continuous period of not less than 3 years, or (c) of some permanence, if there is a child of the relationship by birth or adoption.
- Code Administrator – means the position that is responsible for providing information and guidance regarding administration of the Code of Conduct. This responsibility is assigned to the NRCB's human resources consultant. The Code Administrator is also responsible for initial fact

finding and investigation of complaints, maintaining the record, and initiating a review by the Ethics Committee.

- Employee – means all full and part-time Employees of the NRCB, including the Board Chair, the chief executive officer, Board members, Board staff, and all operations staff.
- Ethics Committee – for the purposes of Acting Board Members, means the committee comprised of the Code Administrator, general counsel, and the Board Chair, as described under “Receiving and investigating disclosures, complaints, and response to a breach,” below.
- Minor Child – a minor that the Acting Board Member has demonstrated a settled intention to treat as a child within their family.
- Private Interest—means a financial interest of the Acting Board Member that is more than trivial and that specifically applies to that individual. It does not include publicly-traded securities held in the Acting Board Member’s blind trust or in an investment arrangement.
- Spouse—means the Spouse of a married person. It does not include a Spouse who is separated from the Acting Board Member under a written separation agreement or whose support obligations and family property have been dealt with by a court order.

Basic principles

Albertans have a right to service that is conducted with impartiality and integrity. This obligation to Albertans demands that there not be, nor seem to be, any conflict between the private interests of Board panels appointed by the NRCB and their duty to the public. At the same time, Acting Board Members should enjoy the same rights in their private dealings as any other citizens, unless it can be demonstrated that a restriction is essential to the public interest.

The NRCB is committed to providing fairness, competency, and quality service, in accordance with the following principles:

- Acting Board Members will treat members of the public and one another fairly.
- Acting Board Members will perform their duties with integrity, impartiality, and objectivity.
- Acting Board Members will maintain confidentiality of information or documents.
- Acting Board Members will not use their public role for private gain.
- Acting Board Members that have financial interests in any agricultural operation shall provide a complete written disclosure of the nature of that interest to the Board Chair and the Code Administrator.

Application of the *Code of Conduct: Acting Board Members*

This code of conduct applies only to all NRCB Acting Board Members.

The Board Chair, in consultation with the chief executive officer and Ethics Committee, has the authority in exceptional circumstances to exempt an Acting Board Member from the application of a specific provision.

Administration

The Code Administrator:

- receives and ensures the confidentiality of all inquiries and disclosures,
- provides advice and manages concerns and complaints concerning potential breaches of the Code of Conduct, including conflicts of interest within the NRCB,

- assesses the need to initiate a review by the Ethics Committee, and
- ensures procedural fairness.

Changes to this code of conduct require approval by NRCB management and Board and must be submitted to and approved by Alberta's Ethics Commissioner. In accordance with this policy, the Code Administrator may convene an Ethics Committee to review an issue and consult with the management team and Board. The Code Administrator may also issue instructions as necessary for implementation of the code.

The Code Administrator may issue supplementary instructions that modify but do not detract from matters dealt with in this code, provided that the supplemental matters are not more permissible than the *Code of Conduct: Acting Board Members*.

The Ethics Committee may request monitoring of electronic communication if a breach of this code of conduct or an allegation of harassment has been made.

Acting Board Members who do not comply with provisions of this code of conduct may be subject to disciplinary action, consistent with the severity of the infraction, up to and including termination of their appointment.

Receiving and investigating disclosures, complaints, and response to a breach

Complaints

Complaints should be directed to the Board Chair and the Code Administrator and submitted in writing. The Code Administrator will initiate the investigation and where required will convene a review by the Ethics Committee.

Anonymous complaints

Anonymous complaints will not be considered.

Malicious complaints

An allegation of a breach of the code of conduct has the potential to cause significant personal harm to the individual who is alleged to have committed the breach. As such, malicious complaints will not be tolerated and may result in consequences for the Acting Board Member who made the complaint, including terminating their appointment to the list of Acting Board Members.

Responsibility for investigating breaches

For a disclosure, breach or allegation of a breach that involves an Acting Board Member, the Ethics Committee will comprise the Code Administrator, general counsel, and the Board Chair.

Disclosure, breach, or allegation of breach review process

- a. NRCB Employees must report any actual or suspected breaches of the *Code of Conduct* in writing to the Code Administrator.
- b. When reporting a potential breach of another Employee in good faith and with reasonable grounds, the reporting person will be protected from reprisal for such reporting.
- c. The identity of the person reporting the breach or potential breach will not be disclosed by the Code Administrator unless required by law or the individual consents to disclosure.
- d. Once an actual or potential breach of the *Code of Conduct*, or a self disclosure has been reported, the Code Administrator will review the circumstances and details of the actual or potential breach or self disclosure and determine if an Ethics Committee review is needed. If a

review is required, the Code Administrator will initiate the Ethics Committee as outlined in Responsibility for investigating breaches. The Ethics Committee may refer to the NRCB Investigation Procedures for guidance.

- e. Subject to section c., if a reported breach or potential breach relates to an Employee other than the person reporting it, the Employee in question must be made aware of the allegations and must be given the opportunity to respond to the allegations and provide any other relevant information before a decision is made.
- f. The Ethics Committee will issue a written decision with their findings in a timely manner and will provide the report to the Employee who was the subject of the report, their immediate supervisor, and other parties as necessary. The Code Administrator will also maintain a record of the complaint.
- g. Breaches of this *Code of Conduct* may result in disciplinary action, up to and including termination.

A disclosure, breach, or allegation of a breach that involves the Board Chair will be referred to the chief executive officer who will appoint a neutral party to review the matter.

Appeals

An Acting Board member may appeal a decision of the Ethics Committee to the chief executive officer. The chief executive officer may appoint a neutral party to review the appeal. Reference to appointing an external investigator, in the NRCB Investigation Procedures, may provide helpful guidance.

The appeal must be submitted in writing and copied to the Code Administrator.

Personal record

The Code Administrator will maintain in the Acting Board Member's file copies of all written complaints, findings, warnings, reprimands and or notices of disciplinary action regarding a breach of this code of conduct.

Obligations for all Acting Board Members

1. Impartiality

When appointed to a Board panel, Acting Board Members must carry out their duties with impartiality at all times.

2. Furthering Private Interests and using influence and insider information

Acting Board Members are in a conflict of interest and in violation of this code of conduct if they:

- take part or are perceived to take part in a Board decision, in the course of carrying out their office as an Acting Board Member appointed to a Board panel, knowing that the decision might further a private interest of themselves, their Spouse or Adult Interdependent Partner, their adult or Minor Child, or their business associate or business interest.
- use their appointment to a Board panel to influence or seek to influence a decision to be made by the NRCB to further a private interest of themselves, their Spouse or Adult Interdependent Partner, their Minor Child, or their business associate, or business interest, or to improperly further any other person's Private Interest.
- use or communicate information not available to the general public that was gained in the course of carrying out their appointment to a Board panel to further or seek to further a Private Interest of themselves or any other person's Private Interest.

3. Disclosure of real or potential breach

Upon appointment to a Board panel, it is the responsibility of the Acting Board Member to disclose in writing an actual or perceived conflict of interest that they think could be seen to have an influence on decisions that they may make on behalf of the NRCB. When there is a change in their appointment to a Board panel or in their personal circumstances, Acting Board Members shall disclose in writing any relevant new or additional information about those interests as soon as possible. Where an actual or perceived conflict of interest cannot be avoided, the Acting Board Member, the Board Chair, and the Code Administrator must take the appropriate steps to manage the conflict.

Acting Board Members who have a financial interest in any business that submits a project application to the NRCB for review under the *Natural Resources Conservation Board Act* must provide a complete written disclosure of the nature of that interest to Board Chair and the Code Administrator. All current and pending NRCBA projects are posted on the NRCB website.

Acting Board Members who have financial interests in an agricultural livestock operation as defined by the *Agricultural Operation Practices Act*, a business that provides services to agricultural livestock operations, or a contractual relationship with the owner or operator of a confined feeding operation must provide a written disclosure to the Board Chair and the Code Administrator.

This provision applies for the duration of the period from which an Acting Board Member is appointed to a Board panel until one calendar year following the release of the Board decision, subject to review if circumstances warrant an extension.

Acting Board Members understand that such information may be publicly disclosed by the NRCB, if the NRCB identifies a need to transparently disclose the nature of the potential conflict and the approach taken to avoid any allegation of impropriety.

Acting Board Members can manage a conflict by:

- Removing themselves from Board panels in which the conflict exists or is perceived to exist.
- Giving up the particular Private Interest causing the conflict.
- In rare circumstances, resigning their appointment to the list of available Acting Board Members.

In addition to these restrictions, Acting Board Members have a responsibility to consider whether or not their own, their Spouse's, or their Minor Child's investments—including directly owned stocks—create a real or perceived conflict of interest with their work and, if at all possible, to avoid conflict or remove themselves from the conflict.

The following types of assets and interests are not subject to disclosure:

- annuities and life insurance policies
- guaranteed investment certificates
- registered retirement savings plans, mutual funds, pension plans, registered savings plans under federal or provincial government programs, provided the Employee has no control over decisions of the plan, fund, or other vehicle to buy, sell, or hold those underlying securities
- security investments of fixed value issued or guaranteed by the federal or provincial government
- cash and deposits
- works of art, antiques, collectables, vehicles, household goods, personal effects

4. Requirement to report conflicts of interest and breaches of the code of conduct

Acting Board Members have a responsibility to report acts of fraud, misconduct, and situations of real or perceived conflicts of interest of NRCB Employees. These situations must be reported to the Board Chair and the Code Administrator so that appropriate steps can be taken to address the matter.

No action shall be taken against an Acting Board Member for reporting such a situation, unless the report is made maliciously or without reasonable grounds. Wherever possible, the name of the person reporting such information will be kept confidential.

5. Acceptance of gifts (restrictions and monetary limits)

Acting Board Members may not accept fees, gifts, or other benefits that are connected directly or indirectly with the performance of their NRCB duties from any individual, organization, or corporation, other than

- of small monetary value in the normal exchange of hospitality between persons doing business together,
- tokens exchanged as a part of protocol,
- or normal presentation of gifts in public functions, awards, presentations or seminars.

The above-mentioned gifts and hospitality should be of nominal or nil monetary value. Gifts must not include cash or cheques and should not exceed \$150 in value. The total value of the fees, gifts and benefits received within a year from the same third party cannot exceed \$150 in any calendar year, unless prior written permission is received from the Code Administrator. The Code Administrator shall only grant written permission reasonably, in accordance with the principles and provisions of the *Code of Conduct*, and where acceptance would not create or appear to create a conflict of interest.

Acting Board Members must not:

- accept invitations to events that may create a real or apparent conflict of interest, or
- solicit gifts, hospitality, or other benefits from employees of companies regulated by the NRCB.

6. Concurrent outside employment

Acting Board Members are not compensated by the NRCB unless they are appointed to a review or hearing panel. Acting Board Members are likely to have supplementary employment, including self-employment. This employment is allowable while listed as an Acting Board Member for the NRCB, unless such pursuits

- cause an actual or perceived conflict of interest,
- are performed in such a way as to appear to be an official act, or to represent an NRCB opinion or policy,
- interfere with regular duties, or
- involve the use of the NRCB premises and equipment except as stated under "Use of NRCB Premises and Equipment." Use of NRCB equipment must be consistent with the NRCB's *Electronic System Use Policy*.

Acting Board Members must notify the Code Administrator and Board Chair in writing if they hold supplementary employment. In addition, prior to accepting or holding supplementary employment, Acting Board Members must notify the Board Chair and the Code Administrator in writing about the nature of such supplementary employment. The Code Administrator and Board Chair must then review the employment for conflicts of interest, and if there is a conflict of interest must, in writing, deny the employment, allow the employment, or put procedures in place to manage the conflict.

Acting Board Members cannot accept additional compensation for duties performed in the course of their NRCB responsibilities.

7. Existing or anticipated offers of future employment or appointment

Acting Board Members must not allow the performance of their official duties to be influenced by offers of future employment or the anticipation of offers of employment nor may they use their position or NRCB premises or equipment to promote their services as a private consultant.

Acting Board Members considering a new offer of appointment or employment must be aware of and manage any potential conflicts of interest between their current position and future circumstances, and must remove themselves from any decisions affecting their appointment or employment.

8. Political activity

Acting Board Members may participate in political activities including holding membership in a political party, supporting a candidate for elected office, or seeking elected office. Any political activity must be clearly separated from activities related to the business of the NRCB, must not be done while carrying out the business of the NRCB, and must not make use of NRCB facilities, equipment or resources in support of these activities.

Acting Board Members who run as candidates in a municipal, provincial or federal election must advise the Board Chair and Code Administrator and excuse themselves from appointment to any Board panel commencing on the day after the writ for the election is issued or on the day that their candidacy is publicly announced, whichever is later. If elected, the Acting Board Member must resign their appointment to the Acting Board Member list for the NRCB. If not elected, the Acting Board Member is entitled to remain on the list of acting Board members.

Acting Board Members may run for school board office without taking a leave and may hold a school board office position without resigning their employment. Section 6, "Concurrent Outside Employment," applies.

9. Public statements

Acting Board Members are expected to comply with the NRCB's *Social Media Policy*.

Acting Board Members must be mindful of the impartiality that is expected to accompany their roles as representatives of an independent regulatory agency. Upholding that organizational responsibility carries with it individual responsibility as an Acting Board Member towards ensuring their conduct, in the course of their duties on a Board panel and related to their involvement with the industries the NRCB reviews and regulates, matches the interests of the organization.

In addition, the NRCB respects that it is the right of each of its Acting Board Members to hold individual views and opinions, and to share those views and opinions as a member of the public. However, it is important to recognize that personal views do not represent and may not necessarily reflect those of the organization, and that those views, if publicly advanced, may be contrary to the position of the NRCB.

An Acting Board Member's personal views and opinions toward the industries reviewed and regulated by the NRCB, and toward the way the NRCB conducts those responsibilities, must not be expressed to suggest that their views are those of the NRCB. This applies to all situations in which the Acting Board Member identifies themselves as a representative of the NRCB or where they are recognized as a representative of the NRCB.

10. Confidentiality

Acting Board Members must ensure that confidential information or documents are not directly or indirectly made available to unauthorized persons.

Acting Board Members who make statements on behalf of the NRCB through speech or written documents must ensure they maintain the confidentiality of information or documents.

Acting Board Members must adhere to the requirements of the *Freedom of Information and Protection of Privacy Act* or other equivalent successor legislation.

11. Compliance with applicable laws, policies, and procedures

Acting Board Members must not engage in any criminal activity and must comply with all relevant laws, regulations, policies, and procedures.

12. Disclosure of criminal charges

If an Acting Board Member is charged with an offence under the *Criminal Code of Canada* or the *Controlled Drugs and Substances Act* (Canada) arising from the Acting Board Member's conduct while on or off duty, the Acting Board Member shall immediately report the charge to the Board Chair and the Code Administrator.

In addition, an Acting Board Member must immediately report a charge for an offence under a statute of Canada or the Province of Alberta to the Board Chair and the Code Administrator if the charge has the potential to adversely affect

- the NRCB's reputation or the conduct of NRCB responsibilities, or
- their ability to perform their job.

13. Use of NRCB premises, equipment

Limited use of NRCB premises and equipment for non-NRCB purposes is permitted if minimal additional expense is incurred and such use does not support a personal private business.

Acting Board Members are required to use NRCB electronic devices in accordance with its *Electronic System Use Policy*.

Acting Board Members are responsible for ensuring that personal information and documents stored on NRCB equipment or kept in NRCB premises is appropriate for workplace standards. Acting Board Members must also be aware that the NRCB cannot guarantee the privacy of personal information and documents on NRCB equipment or in NRCB premises.

Acting Board Members who have permission to use NRCB equipment in their home are expected to delete all personal information and documents from the equipment before it is returned to the NRCB.

14. Trade knowledge and intellectual property

Any product, technology or intellectual property developed by Acting Board Members in the course of their services with the NRCB is the property of the NRCB.

Acting Board Members must respect property, knowledge and intellectual property rights.

Acting Board Members must respect copyright and license agreements.

At no time shall any current or former Acting Board Member use or give to others confidential information obtained while appointed to a Board panel of the NRCB.

15. Discrimination and harassment

The NRCB is committed to providing a work environment where all individuals are treated with dignity and respect. The NRCB will not tolerate any discriminatory, harassing, bullying, threatening, abusive, or violent behaviour by any Acting Board Member or against any employee or prospective employee of the NRCB, member of the public, or any other individual affiliated with the NRCB.

To that end, Acting Board Members must adhere to the NRCB policy *Working with Pride and Dignity for the Natural Resources Conservation Board: A Guide to the NRCB's Respectful Workplace Policy*.

Acting Board Members must not discriminate against any NRCB Employee or member of the public, as stated in the *Alberta Human Rights Act*.

16. Monitored compliance

New Acting Board Members are provided during their orientation with the *Code of Conduct: Acting Board Members* and the policies listed on page 1 of this document. They are asked to sign a declaration of agreement to abide by the code. On an annual basis the Acting Board Members are sent the declaration and asked to sign it and to state any potential conflicts of interest.

17. Competence and integrity

Acting Board Members are required to serve the public, the NRCB, and others in a conscientious, diligent, and efficient manner. Acting Board Members are required to discharge their responsibilities with integrity and trustworthiness.