

Iranian Canadian Congress (ICC)

Code of Conduct and Ethics

For

Volunteers, Employees, Directors and Advisors

Note:

- The initial version of this code of conduct was approved by the ICC Board of Directors in July 2008.
 - A revised version was approved and adopted by a unanimous vote of the ICC Board of Directors in June 2017.
 - This current version outlined here is proposed by the ICC Board of Directors 2017-2018. This proposed Code of Conduct will be presented for approval at the AGM 2018.
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Purpose

As a responsible community organization and corporate citizen, Iranian Canadian Congress (ICC) is committed to conducting its affairs to the highest standards of ethics, integrity, honesty, fairness and professionalism - in every respect, without exception, and at all times.

All Directors, volunteers and employees of ICC, herein referred as individuals, are expected, as a matter of principles, to comply with this Code of Ethics and Professional Conduct Policy. This policy also deals with the Conflict of Interest aspect that is an integral part of the ICC practices.

The objective of this Policy is to protect ICC against inadvertent breaches of these requirements and, in the event of a breach, to enable ICC as an organization to demonstrate that all reasonable and fair precautions had been taken.

The Policy also protects Directors, Executive Board Members, Volunteers, Mentors, officers and staff of ICC, individually and collectively, by minimizing as much as possible the risk of inadvertent breaches and from the appearance of profiting from knowledge or presumed knowledge gained at ICC. Accordingly the Policy sets a high standard to be implemented.

The Code is intended to help everyone to meet these expectations and make such assessments. Where necessary, reference will be made to formal ICC policies in specific areas. In addition, certain businesses or roles in ICC will have supplementary codes of conduct and policies, compliance manuals, operational procedures, regulatory rules, etc. that must also be complied with. In addition, some employees owe professional responsibilities to professional associations, self-regulatory organizations or regulators.

Within this framework, volunteers, employees, directors and advisors are expected to exercise good judgment and be accountable for their actions. For board members and employees, compliance with this Code will be a prerequisite for employment and membership in the ICC board of directors. All employees and directors are required to review and attest to compliance with this Code on an annual basis. In any situation where the appropriate conduct is unclear or ambiguous, one must seek advice and direction of the ICC board of directors. Furthermore, employees and directors are obliged to report, on a timely fashion, *any* violations of the Code they may witness or reasonably suspect.

1) Respect for the Law

All directors, employees, volunteers and advisors shall comply with all applicable laws in the conduct of their work, duties and responsibilities for the ICC.

2) Personal Integrity

A. Loyalty, Honesty, Integrity, and Professionalism

Individuals are expected to exercise proper behavior in all their dealings and express ICC core values.

B. Priority of Duties

Outside activity should not hinder an individual's performance of his/her duties to ICC.

Individuals working at the ICC (as directors, advisors, employees or volunteers) shall have time commitments to the work of the organization and accept responsibility towards tasks they are assigned to complete.

3) Conflicts of Interest

A. Ethical Conduct

Individuals should consider their voluntary duty above their personal interests. Individuals should evaluate decisions and proposed courses of action against the following checklist and be able to answer "Yes" to each question.

Is it Legal?

Individuals should consider seeking legal advice, if in doubt.

Is it Prudent?

Individuals should act in a prudent and balanced manner. All actions should hold to a test of public interest and not be perceived as bringing ICC into disrepute.

A. *Is it in keeping with ICC constitution and Bylaws, Policies and other governing Acts?*

ICC mandate is to implement policies as approved by the Board. Individuals should not behave contrary to the Board's resolutions.

B. Conflicts Arising from Personal Benefit

Individuals are expected to comply with established policy on Conflict of Interest as stated herewith.

- Any real, apparent, potential or contingent situation or decision in which an affected individual might be inclined to favor one party (including him/herself or a related party) to the detriment of another because such affected individual has a direct or indirect interest in one of these persons, or parties, to which this person is directly or indirectly related. This definition also covers any situations that could affect a person's loyalty, integrity or judgment.
 - Board members, volunteers, employees and advisors must avoid real or perceived conflict of interest situations. Where a conflict of interest exists, ICC interests must always be considered paramount.
 - No individuals may have an interest, financial or otherwise, direct or indirect, or engage in a business or transaction or professional activity, or incur an obligation of any nature, that conflicts with the proper discharge of their duties.
 - In determining whether or not there exists a real or perceived conflict of interest, individuals should consider whether a reasonably well-informed person would conclude that the interest might affect the exercise of those powers or duties.
 - Individuals must avoid situations in which they, a related person or organization, a dependent or a member of their immediate family could directly or indirectly benefit from a transaction or contract concluded within the organization. Similarly, they must avoid situations in which they, a related person or organization, a dependent or a member of their immediate family could directly or indirectly benefit from their influence or decision-making powers at ICC due to their position.
 - Where a real or perceived conflict of interest exists, employees are required to declare it to their manager or, in the case of Board members, to the Board.
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- A Board member, volunteers, employee or advisor may not participate in discussions or take part in deliberations where a decision is being considered if he/she has a conflict of interest regarding the issue.
- Individuals may not use the personnel or facilities of ICC for the purposes of personal gain, advantage or benefit, or for any purpose unrelated to the services of the ICC.
- Individuals shall be prudent in giving or receiving any gift, entertainment, donation, benefit, service or other favor that might materially affect, or be seen to potentially affect, the performance of their roles and responsibilities, or which might prejudice the credibility of ICC.
- Board members, volunteers and employees may not solicit such gifts, donations, benefits, services or other favors under any circumstances, except for approved ICC objectives, BOD approved programs and charitable causes.
- Collectively support board's decisions even though it might be against our personal opinion.

4) Confidentiality of Information

- A. All board members, volunteers, employees and advisors shall respect privacy and confidentiality of information they are provided as part of their engagement with the ICC. Confidential and private information is including but not limited to member's information, protecting employee information, protecting ICC information, computer systems security.
- B. The decisions made by the ICC Board of Directors are considered public unless the Board of Directors decides otherwise about a specific decision.

5) Disclosure of ICC Information

- A. Official position of the ICC will be announced by its spokesperson ONLY
- B. Unless it is "public" information, all information including Board's discussions should remain confidential. Disclosure of any non-public information is absolutely prohibited. Those involved with other organizations be extremely careful of conflict of interests and liabilities

6) Relationships in the Workplace

- Respect for Each Other:

- Accept and honor diverse values and views.
- Create a climate of mutual respect and active support and trust. This must include providing equal opportunities for expressing viewpoints and listening to each other.

- Focus on Interests, not personal positions.

- Allow for opportunities to provide constructive comments.

- Decision Making:

- Board members must try to reach decisions by consensus.
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- Creativity, fairness and risk taking should be encouraged.
- Provide equal access to information.
- Strive for that delicate balance between protecting the natural heritage values and the recreational values.
- Work towards closure of discussions. If the item has been discussed 2 times, it is unlikely that consensus will be reached, so make a decision and move on.

- Communicating:

- Be transparent
- Seek to understand and to be understood.
- Strive for clarity of ideas.
- Seek and provide feedback.
- Be constructive.
- Effectively state points and move forward.
- Communication to the media and public will be made through the President or a delegate he/she appoints.

- Focus:

- Offer constructive criticism.
- Focus on ideas and issues, not the person.
- Keep group on track; proceed in a timely manner.
- Understand the big picture (mission, vision) by using detailed considerations constructively.

- Accountability:

- A. continued commitment to public consultation.
- B. Accountability and responsibility for decisions.
- C. Build partnerships.
- D. Respect the public in the same manner as we respect ourselves.

7) Protocol for ICC's Meetings

A. Introduction

- a. This policy is intended to facilitate the conduct of all meetings and interactions of Iranian Canadian Congress (ICC) or its directors with the members, public or in the board of directors meetings in an open and orderly manner in an environment that is safe for all participants. This protocol has been first created in December 2017 using multiple sources including the Health and Safety Guidelines of Ministry of Labour against Workplace Violence and Harassment.
- b. This protocol does not cover other legal obligations of the board of directors that may exist such as those under Canada's Criminal Code or Ontario's Human Rights Code.
- c. This protocol establishes a common understanding of the standards and behavior expected of all participants including the board of directors, when attending meetings of the ICC. It is an effort to ensure that all public meetings are held in an environment that is inclusive, safe and inviting for all community members and guest;

B. Violations of the protocol during meetings:

Any violations of the protocol is not tolerated in ICC meetings. Instances of violation include:

- a. Expressing Violence during, before or after the meeting: Violence is defined as statement or behavior that a participant could reasonably interpret as a threat to exercise physical force against them, during, before or after meeting, that could cause physical injury to the participant, even if they don't intend to hurt.
- b. Expressing Harassment during, before or after the meeting: Harassment (including but not limited to sexual harassment) is defined as engaging in a course of vexatious comment or conduct against another individual, whether present or absent in the meeting, that is known or ought reasonably to be known to be unwelcome. Harassment also includes these actions:
 - i. Making remarks, jokes or innuendos that demean, ridicule, intimidate, or offend,
 - ii. Displaying or circulating offensive or threatening pictures or materials;
 - iii. Threatening others using recorders, cameras or any other means;
 - iv. Bullying;
 - v. Repeated offensive or intimidating phone calls or e-mails or noises to create disorder during the meetings;
 - vi. Sexist, racist, or discriminatory comments against any human

rights of present or absent individuals.

- c. Hence, a continuum of inappropriate or unacceptable behaviors mentioned above, may lead to getting expelled from the meeting by the meeting's facilitator, if occurred during the meeting.
 - d. Failure to comply with this protocol and other guidelines and protocols set by ICC for specific events, which in the opinion of the facilitator of the ICC's meeting, will disturb, disrupt or impede the orderly conduct of the meeting, may result in the temporary or permanent removal of individuals from the ICC's current and future meetings.
- C. Outside Activities:
- a. All board members share a serious responsibility for the Organization's good public relations, especially at the community level. Their readiness to help with charitable, educational, and civic activities brings credit to the Organization and is encouraged.
 - b. Board members must take care to separate their personal roles from their organizational positions when communicating on matters not involving organizational affairs. When dealing with anyone outside the Organization, including public officials, board must take care not to compromise the integrity or damage the reputation of the Organization.
- D. Communications of Board of Directors:
- a. In all matters relevant to members, suppliers, government authorities, the public and others in the Organization, all board members must make every effort to achieve complete, accurate, and timely communications, responding promptly and courteously to all proper requests for information and to all complaints.
 - b. Board members must be present not later than 30 minutes after the set time in a meeting.
 - c. Voting on proposed action items can be done either at meetings - either actual meetings or conference calls or electronically through email list of the board members.

8) Enforcement of Code of Conducts

- A. The Administration and Finance Committee is responsible to review any potential violation of this code of conduct or review any complaint received regarding violation of the code of conduct.
- B. The Admin Committee shall make a report of their review with proposed measures to the Board of Directors for a decision regarding the individual in question for violation of the Code of Conduct. The Admin Committee shall hold a meeting with the individual in question during their review. The Board of Director shall also listen to the individual in question as part of their review as well before making a decision on the proposed measures by the Admin Committee.
- C. The disciplinary measures are including but not limited to suspension of employment or termination of engagement of a volunteer and reporting the violation to members of the organization.
- D. If a board member is found to be violating the code of conduct, the Admin Committee may propose for the Board of Directors to call for a Special General Meeting (SGM) to present its report about the violation of the code of conduct by the individual board members to the ICC membership and propose a motion at the SGM for the members to decide whether as a result of such violation the term of the board member at the ICC Board should be terminated or not. The Board must submit a summary report of the violations and opinion of the board upon calling for the Special General Meeting.
- E. Board of Directors has the authority to call for a Special General Meeting for dealing with violation of code of conduct by a board member with a majority vote at a meeting of the board of directors.