

Category: Governance

Policy Name: Code of Conduct

Number and date of approving motion: 2021-58 December 21, 2021

Motion number and date of last review

President's Signature:



Binding Purpose:

To ensure ethical, businesslike, knowledge-based, lawful conduct by members of Council to further the mission of the Manitoba Historical Society.

Policy Requirements:

1. Code of conduct: Council members are expected to

- be loyal to the organization, not conflicted by loyalties to staff, other organizations or any personal interests.
- discharge the duties of their office honestly and in good faith
- exercise the degree of care, diligence and skill that a reasonably prudent person would exercise
- treat other Council members, Society members and staff with respect

2. Conflict of interest

- Council members must avoid conflicts of interest where the member has an employment, business or personal interest that results in or appears to result in a personal advantage because of the member's position. An interest is defined as any matter or situation where the member has a direct or indirect financial or other interest beyond that of an ordinary person.
- Should Council be required to decide on a member's possible conflict of interest, the member shall declare the potential conflict for decision by Council and, if upheld, the member must absent him/herself from the room for both the discussion and decision on that topic
- should there be a difference of opinion on a perceived conflict of interest, the Council, excluding the member, shall vote and the result of the vote shall be final

3. Confidentiality: Members of Council will

- complete, sign and return to the Executive Director a confidentiality agreement annually after each annual general meeting
- respect the confidentiality of information that, if released or released at the wrong time, may cause damage to the Manitoba Historical Society, the provider of the information or a third party
- not disclose matters designated as confidential, information about staff and consultants hired by the Society, discussions from Council meetings or decisions from in camera meetings
- will respect that the Council speaks as one and recognize that, with the exception of the President, Executive Director or their designates, will represent or speak on behalf of the Society only if given authority by Council to do so.

4. Dispute resolution

- any contravention that cannot be resolved by discussion between the parties will be referred to the Executive or a committee appointed by the Executive at its discretion
- The Executive or Executive appointed committee will recommend to Council a course of action to resolve the matter including, if indicated, penalties up to expulsion from Council providing that the person has an opportunity to respond to the complaint and proposed course of action

5. Working with children

- Members of Council or Society members under the direction of Council who will be working with minors as part of a Society program must first supply, at Society expense, both a criminal record check and child abuse registry check.

6. Attachment: Council Member Code of Conduct/Conflict of Interest/ Confidentiality Declaration

Frequency of review: every three years

Manitoba Historical Society

Council Member Code of Conduct/Conflict of Interest/ Confidentiality Declaration

To be completed by each Council member annually following the annual general meeting

Manitoba Historical Society policy defines expectations of its Council members to ensure ethical, businesslike, knowledge-based, lawful conduct in support of the Society's mission:

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I declare that I have read, understood and agree to this Code of Conduct/Conflict of Interest Policy. I also declare the following actual or potential conflicts of interest at this time:

Agreed to by: _____

(print name)

Signature: _____

Date: _____

Please complete this form and submit to the Executive Director