



| Policy: | |
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| CC-POL_AI – Code of Conduct and Conflict of Interest | |
| Effective Date: | November 1, 2016 |
| Approved By: | Board of Directors |
| Approval Date: | November 1, 2016 |
| Responsible Executive: | CEO |
| Pages: | 1 of 17 |

1. Purpose

This policy applies to the *Board, executive team, management, employees and contractors* to govern their actions in the execution of their duties on behalf of Alberta Innovates and its subsidiaries. The people of Alberta expect and deserve transparent, accountable government. They must have confidence that people working with public bodies are trustworthy and focused on advancing the Province’s interests. People working for public bodies must use their position to serve the public interest, rather than pursue private gain. This policy demonstrates Alberta Innovates and its subsidiaries commitment to these principles and to a high standard of ethical conduct that upholds the integrity and reputation of *our organization*. The purpose of this policy is to provide a framework for ensuring ethical conduct within *our organization* through the disclosure and effective management of conflicts of interest and by providing guidance on the conduct and exercise of diligence.

Alberta Innovates is a public agency to which the Alberta Public Agencies Governance Act applies (and the subsidiaries of the public agency). This policy has been sent to the Ethics Commissioner to ensure it follows the requirements of the Conflicts of Interest Act, RSA 2000, c C-23.

2. Policy Statement

2.1 Code of Conduct

The following outlines the values and operating principles and behavioral standards of *our organization*:

2.2 Values

We expect and require that *individuals* act in ways that uphold and model *our organization’s* core values.

Respect

We treat everyone with respect, fairness and consideration.

We value differences of opinion and believe they lead to better decision making and innovative solutions.

Integrity

We act ethically, with honesty and good faith to operate the business of *our organization*.

We shall be impartial and objective in our actions having a regard to the best interests of *our organization* and the Province of Alberta.

Accountability

We deliver on our commitments.

We manage and utilize property and assets under *our organization's* stewardship in a responsible and transparent manner and in accordance with the expectations of [*our clients*], *innovation system partners* and *shareholder*.

2.3 Operating Principles

We must comply with all applicable laws, which is core to safeguarding the trust placed in us by *our shareholder*. Violations of applicable laws will damage *our organization's* reputation and impede its ability to operate its business. For instance, our commitment to health and safety requires we comply with all applicable provisions of Alberta's Occupational Health and Safety Act and our commitment to openness and transparency requires we facilitate disclosure to public records as required by Alberta's Freedom of Information and Protection of Privacy Act.

We strive to comply with any lawful direction properly received from *our shareholder* which the *Board* determines to be in the best interest of *our organization*.

The *Board* is responsible to ensure the *CEO* has in place appropriate *policy instruments* to enforce, monitor, regularly report on and audit legislative compliance by *individuals* in the conduct of *our* business.

We expect and require that *individuals* act in way that uphold and model *our organization's* operating principles, which are:

- a) the actions and decisions of *individuals* are made to promote the public interest and to advance the mandate and long-term interests of *our organization*;
- b) *we* are responsible stewards of public resources. This is specifically important for *our organization* given the trust placed in us to oversee the responsible management of the Government of Alberta's investment in innovation in the Province;
- c) to serve the public interest, *we* have a responsibility to uphold *our organization's* mandate;
- d) *we* have a responsibility to act in good faith and to place *our organizations* interests of Alberta Innovates above their own private interests;
- e) *we* behave in a way that demonstrates that our behaviour and actions are fair and reasonable in the circumstance. This means *we* must conduct ourselves in an unbiased and neutral manner and treat all matters with impartiality and objectivity;
- f) *we* enjoy the same rights in their private dealings as any other Albertan, unless it is demonstrated that a restriction is necessary in the public interest;
- g) *we* know that when we become aware of an actual or perceived conflict of interest, *we* must at the first opportunity disclose this conflict utilizing the appropriate process;
- h) *we* understand that disclosure itself does not remove a conflict of interest;
- i) *we* require our colleagues to act fairly and ethically and know that they are able to raise concerns about a suspected wrongdoing by another without fear of *reprisal* through the Whistleblower Standard;
- j) *Individuals* know that if they have any questions about this policy, or are not sure how to apply these principles, they should consult with their supervisor.

2.4 Behavioral Standards

Our organization expects and requires all *individuals* to adhere to the following behavioral standards:

- a) not to engage in any criminal activity and comply with all relevant laws, regulations, policies and procedures;
- b) not to use their status or position to influence or gain a benefit or advantage for themselves or others – for instance by using their standing to direct grant funding to an organization they or a friend / family member have a financial interest in;
- c) commit to providing a diverse, respectful and safe workplace that is free from bullying, discrimination, harassment, intimidation or violence or threats thereof;
- d) not to use drugs or alcohol in a way that affects their performance and safety or the performance and safety of their colleagues, or that negatively impacts the reputation or operations of the Corporation;
- e) act in a way that is consistent with the Corporation’s protocols on public comment, for instance by referring media requests to *our* communications department and by being mindful of *our* confidentiality obligations; and
- f) take reasonable steps to avoid situations where they may be placed in an actual or perceived conflict between their private interests and the interests of *our organization*.
- g) not to act in self-interest or further their private interest by their position or through the carrying out of their duties.

2.5 Information

Individuals must respect and protect information, use it only for the work of *our organization* and to not use it for personal gain. *Individuals* must comply with *our organization’s policy instruments* that guide the collection, storage, use, transmission and disclosure of *information*.

Once an *individual* leaves, they must not disclose *information* that they became aware of during their time with *our organization* and must not use their contacts with their former colleagues to gain an unfair advantage for their current circumstance.

2.6 Gifts and Gratuities

Individuals must not use their position with our organization to solicit gifts, hospitality, or other benefits. However, individuals may accept or receive gifts, gratuities, and hospitality in the following limited instances:

- a) within the course of the normal exchange of gifts between friends or business colleagues;
- b) tokens exchanged as part of protocol;
- c) hospitality that is incidental to a meeting such as a business lunch; or
- d) the normal presentation of gifts of nominal or no monetary value to people participating in public functions;

provided in all instances that such gifts, hospitality or other benefits must not be of such a nature that could have a real, apparent, or potential influence on an individual's objectivity and neutrality in performing their duties on behalf of our organization.

Individuals must not solicit or receive cash or cash equivalents as gifts.

The value of a single tangible gift permitted under this section shall not exceed \$100. The total value of all tangible gifts received by an individual in a calendar year from a single source shall not exceed \$200. Hospitality that is incidental to a meeting (such as a business lunch) is considered a tangible gift and subject to these limits.

The value of a single event invitation, inclusive of admission, travel fees, hospitality and accommodation, shall not exceed \$200. The total value of all event invitations received by an individual in a calendar year from a single source shall not exceed \$400.

Individuals may accept paid conference passes to a conference organized by a client or partner. The value of any single conference pass accepted (inclusive of admission, travel fees, and hospitality) shall not exceed \$1,000. The total value of all conference passes received from a single source in a calendar year shall not exceed \$2,000. Any conference pass exceeding these monetary limits may be accepted with prior written approval from the Corporate Secretary, whose permission shall be granted in writing, in accordance with the principles and provisions of this policy, and where acceptance of the conference pass would not create a real or apparent conflict of interest.

2.7 Property

Individuals may have limited use of *our organization's* premises and equipment for authorized incidental purposes providing such use involves minimal additional expense to *our organization*, must not interfere with *our organization's* mandate and must not support a personal business. For instance, *individuals* may print a small document for personal use but will not use our equipment to print brochures for an outside business.

2.8 Related Persons or Parties

Individuals must avoid dealing with those in which the relationship between them might bring into question the impartiality of that *individual*, for instance a spouse, close friend, or family member.

3. Conflict of Interest

Individuals considering a new offer of appointment or employment must be aware of and manage any actual or perceived conflict of interest between their current position and their future circumstance and must remove themselves from any decisions affecting their new appointment or employment. *Individuals* may take supplementary outside employment, including self-employment, and participate in volunteer opportunities while working for *our organization* but must disclose the outside employment on a new Conflict of Interest Declaration Form as prescribed in Section 3.3. *Individuals* should not accept any additional compensation for duties they already perform in the course of their public service employment with *our organization*. Outside employment or volunteer opportunities must not:

- a) cause any actual or perceived conflict of interest (for instance, working or volunteering for an outside company that *our organization* directs funding to);
- b) interfere with the *individuals'* regular duties with *our organization*; or
- c) involve the use of *our organization's* premises or equipment, unless such use is otherwise authorized.

Individuals are expected to behave in a way that aligns with this policy and to use common sense and good judgment in deciding whether actual or perceived conflict of interest may exist.

Individuals can participate in political activities, including membership in a political party, supporting a candidate running for elected office, or running for elected office. They must not raise money for a

political party. Any political activity must be separate from the *organization*. These activities cannot be done while at work or using the *organization's* resources.

As this policy does not cover every specific scenario of an actual or perceived conflict of interest, *individuals* should use the spirit and intent behind this policy.

3.1 Duties of and Specific Provisions related to Directors

Directors will be held to the highest ethical standards. Pursuant to *our organization's By-laws*, the affairs of *our organization* are managed and directed by the directors. The directors, by virtue of their position of control over the affairs of *our organization*, owe what is called a “fiduciary” duty to *our organization*. This means they have a legal obligation to act in the best interests of *our organization*. The Director's obligations can be split into two main branches – a duty of care and a duty of loyalty. The duty of care requires that *our organization's* Directors perform their duties to a certain standard of care. That standard of care is informed by such items as our governing legislation - the *Alberta Research and Innovation Act*, and any accompanying regulations - and *our organization's By-laws*. The duty of loyalty imposes an obligation of honesty, loyalty, and good faith in all dealings with *our organization*.

Because of this unique relationship between the Directors and the *organization*, it is of specific importance that a director must disclose, using the Conflict of interest Declaration form, all material interests they, or any person not dealing at arm's length with the director, may have in any entity that may have a Transaction with Alberta Innovates. The disclosure of this interest is evaluated to determine whether the actual or perceived conflict may be managed or whether the Transaction with Alberta Innovates should not be allowed to proceed.

Alberta Innovates may enter into a Transaction with a Director or Related Person if,

- a) the affected director:
 - i. declares a conflict of interest in respect of the proposed Transaction; and
 - ii. discloses to the Board or Committee the full nature and extent of his/her interest in the proposed Transaction and, to the extent that he is able, the interest of any Related Person in the proposed Transaction; and
- b) it is established to the satisfaction of the Board or Committee that:
 - i. the proposed Transaction is fair and reasonable to the *organization* and is valued the same as if the parties were unrelated.
 - ii. the proposed Transaction would meet or exceed community expectations about the conduct of the *organization*
- c) the *Board or Committee* approves the proposed Transaction.
- d) If the director, or any person not dealing at arm's length with the director, is related to a service provider that is providing services to an entity contemplating a transaction Alberta Innovates, the conflict will be reviewed with an attempt to manage the conflict if possible;
- e) If the director, or any person not dealing at arm's length with the director, is an employee of the entity contemplating a transaction with Alberta Innovates, the conflict will be reviewed with an attempt to manage the conflict if possible;
- f) If the director, or any person not dealing at arm's length with the director, is a shareholder, lender, director, joint venture partner or partner of the entity contemplating a Transaction with Alberta Innovates, the conflict will fall into three categories:

- i. the director's or related party's interest in the entity is not material to the overall interests of the Director;
- ii. the entity is publically traded and the director's or related party's interest in the entity do not exceed 5% of the issued and outstanding shares or a material loan or other financial support to the entity;
- iii. the director or related party is either a director of the entity or has a material shareholdings or financial interests in the entity.

In the case of categories f) i) and ii), the conflict will be reviewed with an attempt to manage the conflict if possible.

In the case of category f) iii), any contemplated transaction with Alberta Innovates will not be allowed to proceed. In this instance, this course of action is recommended due to the perceived conflict and Alberta Innovates' status as a government owned entity that needs to maintain the public confidence in order to properly discharge its functions.

The *Board* may review any decision made by a *Committee* to approve a Transaction.

When authorizing a Transaction, the *Board* may impose any conditions it deems necessary in the circumstances to protect *our organization* or to safeguard public confidence in its undertakings.

The *director* shall recuse himself/herself from discussions and shall not be part of the quorum making the decisions relating to the proposed Transaction.

Where the *Board* approves a Transaction, an entry shall be made into the minutes of the meeting confirming the approval of the Transaction by the *Board* or *Committee*.

3.2 Duties of and Specific Provisions Related to Senior Officials and Designated Senior Officials

The *Conflicts of Interest Act (Alberta)* applies to *our organization*. Senior officials are defined as both the Alberta Innovates Board Chair and CEO. The designated senior official for Alberta Innovates has been defined as the CEO. Under this Act, Designated Senior Officials are specified by Order in Council and are subject to additional requirements. These additional requirements will be form part of the terms of employment between *our organization* and the CEO. All restrictions listed below apply to the CEO, except where noted.

a) Restrictions on Office and Powers

- i. Must fully disclose all real or apparent conflicts of interest to the Ethics Commissioner (also applies to the Board Chair)
- ii. Must not take part in a decision, use their office or powers to influence a decision, or communicate information not available to the public gained through their office or powers, to further their private interests, their family's private interests, or the private interests of any other person (also applies to the Board Chair)
- iii. Must not hold any other job or appointment unless approved in writing by the Ethics Commissioner

The restrictions and requirements set out in section 3.2(a)(i) and 3.2 (a)(ii) are in effect immediately for

the Board Chair and CEO. The restrictions set out in section 3.2(a)(iii) come into effect for the current CEO on December 15, 2019, or when the current CEO's contract or appointment is renewed or extended, whichever occurs first.

b) Financial and Disclosure Requirements

- i. Must not hold publicly-traded securities unless:
 - a. Held in a financial arrangement (e.g. blind trust) approved by the Ethics Commissioner
 - b. An approval or exemption has been provided in writing by the Ethics Commissioner
- ii. Within 60 days of the code coming into force, the CEO must provide a direct associate return to the Ethics Commissioner which includes full financial disclosure of the CEO's assets, liabilities, investments, holdings, and other interests.
- iii. Must file a personal disclosure statement of the assets and liabilities, investments and holdings and other interests and returns for persons directly associated (e.g. spouse) as required by the Ethics Commissioner
- iv. Must file an updated disclosure or return within 30 days of any changes to the previous disclosure or returns
- v. Must file a return within 30 days if no longer designated as a designated senior official

These restrictions come into effect on April 4, 2020 or when CEO contract or appointment is renewed or extended, whichever occurs first.

c) Post-Employment Restrictions

For a period of 12 months after the last day the CEO was considered a designated senior official, they must not:

- i. Lobby any public office holder
- ii. Act on a commercial basis or make representations on any matter they were directly involved in relating to a government department or public agency
- iii. Request or accept a contract or benefit from any department or public agency with which they had a direct and significant official dealing
- iv. Accept employment or an appointment with an individual, organization or board of directors, with which they had a direct and significant official dealing,

unless a waiver or reduction of the 12-month time period has been approved in writing by the Ethics Commissioner.

These restrictions come into effect on April 4, 2020 or when CEO contract or appointment is renewed or extended, whichever occurs first.

3.3 Procedures for Disclosure of Actual or Perceived Conflict of Interest

The following are the procedures for the disclosure of an actual or perceived conflict of interest by a *director*, a member of the *executive team or management* or an *employee*:

- a) The Conflict of Interest Declaration Form attached as Appendix "C" enables *our organization* to understand, assess and manage conflicts of interest appropriately;
- b) all *individuals* will complete a Conflict of Interest Declaration Form in the following circumstances: (a) upon employment/appointment; (b) on an annual basis thereafter; and (c) whenever significant change (e.g. new outside employment, a new significant investment is made, etc.) during the course of

employment/appointment; and

- c) where a conflict of interest is disclosed, we will manage the conflict of interest with the appropriate measures including potentially restricting or limiting access to information, temporarily modifying duties, or excluding *individuals* from specific decisions as the circumstances may require.

Individuals may report an actual or perceived conflict of interest in confidence to their immediate supervisor, or to any member of human resources.

Reporting a Potential Breach

Besides the completion of the Conflict of Interest Declaration Form, *individuals* are required to tell the Corporate Secretary in writing about any real or apparent breach of this Code.

Responding to Potential Breach

If a real or apparent breach is reported, the Corporate Secretary will tell the *individual* in writing. The identity of the member or employee who reported the breach will be kept confidential, unless required by law. The Corporate Secretary will investigate the matter, make a decision and, then complete a written report.

The written report may have facts about the breach found by the Corporate Secretary. The Corporate Secretary will decide whether or not the *individual* under investigation has breached the Code. The Corporate Secretary's report will also decide what type of breach it is and give any related recommendation or action. The written report will be given to the *individual* under investigation and any other persons involved. The *individual* can request all information related to the breach and has the right to respond to the report.

Consequences of a Breach

Individuals who have breached the standards of behaviour in this Code may be disciplined, up to and including termination.

Review of a Decision

Individuals can ask in writing for the Ethics Commissioner to review a decision made by the Corporate Secretary about a breach of this Code.

4. Disclosure of Criminal Charges

If an *individual* is charged with an offence under the *Criminal Code of Canada*, as amended, and/or the *Controlled Drugs and Substances Act*, as amended; arising from their conduct while on duty and/or off duty, such *individual* shall immediately report such charge to their superior, *Corporate Secretary, Chair* or his/her designate as applicable.

The *Chair* or his/her designate will determine if the charge has created a real or perceived conflict of interest which impacts Alberta Innovates' interest and/or if the charge has seriously compromised the *individual's* ability to continue to perform their role for *our organization*.

Any subsequent use and disclosure of information provided to *our organization* pursuant to this policy will be subject to the privacy provisions of Part 2 of the *Freedom of Information and Protection of Privacy Act*, as amended.

5. Policy Compliance

To promote and support compliance of this policy, the *Board* encourages *individuals* to report any identified misconduct or breach under this policy to the *Corporate Secretary* for resolution.

Failure to adhere to this policy may result in disciplinary action up to and including termination with cause,

termination of contract or removal from the *Board*.

Where a conflict occurs between the terms of any applicable *collective agreement* and this policy, the applicable *collective agreement* will govern.

Upon appointment or employment, all *individuals* except *contractors*, will complete an Acknowledgement of *our organization* Policies Form attached as Appendix “C”, and a Conflict of Interest Declaration Form attached as Appendix “D”. Appendix “C” is to be reaffirmed on an annual basis thereafter. All *individuals* including *contractors* will be required to understand and adhere to this policy and all other policies of our organization. All *contractors* have standard language within their contracts noting the requirement to adhere to this policy.

This policy will be reviewed at a minimum every two years by the *Directors* of our *organization*.

Any changes to this policy will be made public to *individuals* for 90 days before becoming effective.

6. Definitions

The *Corporate Secretary* shall maintain a database of defined terms to be used in all *policy instruments*. The italicized words and/or terms found in this policy shall have the meanings given to them in the *definition database*.

Applicable definitions related to this policy have been included in Appendix B from the database of defined terms.

7. Revision History

| Date | Revision # | Changes Made |
|---------------|------------|---|
| Nov. 1, 2016 | | First release |
| Sept 25, 2018 | # 1 | Changes as per Ethics Commissioner to comply with the <i>Conflicts of Interest Act</i> and confirmation that the Ethics Commissioner has reviewed and confirmed that the requirements of the Act have been met (correspondence addressed to Minister of EDT dated Oct. 4, 2018) |

APPENDIX A

Please note changes to Appendix A do not necessitate a standard revision.

Related Policies and Standards

CG-POL_AI – Corporate Governance Policy
CM-POL_AI – Communications Policy
FM-POL_AI – Financial and Asset Management Policy
HR-POL_AI – Human Resources Policy
HSE-POL_AI – Health, Safety and Environment Policy
IM-POL_AI – Information Management Policy
WB-POL_AI – Whistleblower Policy CC-
STD1_AI – Respectful Workplace Standard

Related Forms and Other Documentation

Alberta Innovates - Mandate and Roles Document Alberta Innovates By-laws
(available upon request to the Corporate Secretary)

Conflict of Interest Declaration form
Acknowledgement of Alberta Innovates Policies form

Legislative and Administrative Authority

Alberta Research and Innovation Act, SA 2009, c A-31.7
Alberta Research and Innovation Regulation, Alta Reg. 203/2009
Alberta Research and Innovation Amendment Act, 2016
Ministerial Order

Alberta Human Rights Act, RSA 2000, c A-25.5

Alberta Public Agencies Governance Act, SA 2009, c A-31.5

Code of Conduct and Ethics for Public Service of Alberta

Corruption of Foreign Public Officials Act, SC 1998, c. 34

Criminal Code, RSC, 1985, c. C-46

Freedom of Information and Protection of Privacy Act, RSA 2000, c F-25
Freedom of Information and Protection of Privacy (Ministerial) Regulation, Alta Reg 56/2009
Freedom of Information and Protection of Privacy Regulation, Alta Reg 186/2008

Public Service Act, RSA 2000, c P-42

Collective Agreement

APPENDIX B

Definitions

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| <i>Alberta Research and Innovation Act</i> | |
| <i>associated</i> | A relationship, transaction or connection such that the relationship, transaction or connection has the potential to affect or give the appearance of affecting the ability of the director to act impartially on behalf of AI or between AI and the person would, or would be seen to, confer a direct or indirect benefit upon the director. |
| <i>Benefit</i> | A direct or indirect pecuniary or non pecuniary advantage and includes the avoidance of a detriment, but does not include the prestige associated with the position of director nor participation in activities or programs of Ai in which the public has an opportunity to participate |
| <i>Board</i> | a governing body of Alberta Innovates consisting of directors appointed by the Lieutenant Governor in Council. |
| <i>by-law</i> | the by-law(s) of Alberta Innovates |
| <i>Chair</i> | the person who has been duly appointed as the Chair of the Board. |
| <i>client</i> | an entity or person who Alberta Innovates provides good and/or services to under a written instrument. |
| <i>Collective agreement</i> | the written agreement(s) between the union and Alberta Innovates, as amended from time to time |
| <i>committee</i> | committees established by resolution of the Board to assist the Board in carrying on the business and affairs of Alberta Innovates. |
| <i>conflict of interest</i> | a conflict of interest exists whenever individual's interests interfere or conflict (or could be perceived to interfere or to conflict) with the interests of Alberta Innovates in a way that may adversely influence Board Director or an employee objectivity, ability to perform Alberta Innovates work effectively, or the exercise of sound, ethical business judgement. |
| <i>Conflicts of Interest Act (Alberta)</i> | |
| <i>contractor</i> | a corporation, partnership, proprietorship, or person that is not an employee and performs a service for Alberta Innovates under a written instrument. |
| <i>Controlled Drugs and Substances Act</i> | |
| <i>Corporate Secretary</i> | the person who has been duly appointed as the Corporate Secretary by the Board. |
| <i>Criminal Code of Canada</i> | |

Alberta Innovates – Code of Conduct and Conflict of Interest

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|---|---|
| <i>Director</i> | a person who has been duly appointed as a Director. |
| <i>employee</i> | a person that has permanent, temporary, or casual employment with Alberta Innovates. |
| <i>executive team</i> | those executives who report directly to the Chief Executive Officer. |
| <i>Freedom of Information and Protection of Privacy Act (FOIPP)</i> | |
| <i>individuals</i> | refers collectively to individuals from the Board, executive team, management, employees, and contractors of Alberta Innovates. |
| <i>Innovation system</i> | a system for innovation under which businesses, government, and universities collaborate to share resources, experts, and ideas across sectors, to provide economic and social benefits to Alberta. |
| <i>innovation system partners</i> | institutions in the innovation system that Alberta Innovates works with and either provides funding or in-kind services. |
| <i>management</i> | an individual who is accountable for managing a functional area or business unit, managing and evaluating the performance of employee and contractor, and forecasting and managing their functional area budget. |
| <i>organization</i> | Alberta Innovates |
| <i>our</i> | refers collectively to the Board of Directors, executive team, management, employees, and contractors of Alberta Innovates. |
| <i>policy instruments</i> | refers collectively to the policy, standards, procedures and associated forms that govern Alberta Innovates. |
| <i>Related person</i> | A person who is associated with an individual |
| <i>reprisal</i> | <p>a take or direct a measure or counselling a person to take or direct a measure against an individual who is good faith made a disclosure, cooperated in an investigation or declined to participate in a wrongdoing and includes but not limited to:</p> <ul style="list-style-type: none"> • dismissal, layoff, suspension, demotion, transfer of a position, discontinuation or elimination of a position, change of job location, reduction in wages, change in hours or reprimand; • any measure that adversely affects the individual's employment, contract or term, or working conditions; or a threat to take any of the above measures. |
| <i>shareholder</i> | the Government of Alberta. |
| <i>transaction</i> | An arrangement, other than a gift under which AI and another entity agree to exchange value or service; or AI confers a benefit on another entity or AI receives a benefit from another entity |
| <i>We</i> | Alberta Innovates |

APPENDIX C

Acknowledgement of Alberta Innovates Policies

I, (print name) _____ hereby acknowledge that I have reviewed the following policies as amended, and that I understand the policies, and that I agree to commit myself to the policies statements to guide my duties on behalf of Alberta Innovates.

<https://intranet.aitf.ca/Policies-Standards/Policies-Standards>

- CG-POL_AI – Corporate Governance Policy
- CC-POL_AI – Code of Conduct and Conflict of Interest Policy
- CM-POL_AI – Communications Policy
- FM-POL_AI – Financial and Asset Management Policy
- HR-POL_AI – Human Resources Policy
- HSE-POL_AI – Health, Safety and Environment Policy
- IM-POL_AI – Information Management Policy
- WB-POL_AI – Whistleblower Policy

Signature of Individual

Date

Signature of Witness

Date

APPENDIX D

Conflict of Interest Declaration Form

Name: _____ **Work Location (City/Province):** _____

Email: _____

Position Title at the Corporation: _____

Current Status:

Please indicate the capacity in which you are completing this form.

You may select more than one:

- Current Director**
- Potential Director**
- Current Committee Member**
- Potential Committee Member**
- Current Employee**
- Potential Employee**
- Other (please specify)**

Has there been a change in your personal situation or your official responsibilities? (please specify)

Instructions

- The Conflict of Interest Declaration Form is to help the Alberta Innovates (the “Corporation”) effectively manage a conflict of interest in accordance with the Code of Conduct and Conflict of Interest Policy.
- As an individual whether (i) joining the Corporation; ii) as part of a regular annual review or (iii) change in your personal situation or your official responsibilities, you must declare all interests, associations and activities that you are participating in outside of the Corporation in this Conflict of Interest Declaration Form.
- Please print, read and complete this form with reference to the Code of Conduct and Conflict of Interest Policy. Please check the corresponding box(es) when you determine that a real, apparent or potential conflict of interest could exist between your official duties as a director or committee member and other interests. Please provide details and describe the nature of the matter in the space provided.
- Please provide the completed Conflict of Interest Declaration Form to Debbie Paulon, Assistant Corporate Secretary at the address indicated on the Conflict of Interest Declaration form.
- Upon submission of the Conflict of Interest Declaration Form, the Corporation will confirm whether or not the matters described below constitutes a real, apparent or potential conflict of interest. If a conflict is found to exist, the Corporation will manage the conflict of interest with appropriate measures as outlined in the Code of Conduct and Conflict of Interest Policy. The details in the Conflict of Interest Declaration Form may be disclosed to the *Boards* where determined appropriate to manage the conflict of interest.

| Assets and Liabilities | Yes | No |
|--|------------|-----------|
| Do you possess or are you considering acquiring: | | |
| Any material interest in a transaction or agreement involving the Corporation? | | |
| Any material interest in any person, entity or organization the Corporation funds or is expected to fund or does business or seeks or expects to do business with? | | |
| Any material interest in any entity or organization with which the Corporation lends, to, borrow from or grants to? | | |
| Knowledge, not publicly, available about an entity or organization that the Corporation does business with and is trading in their stock? | | |
| Any patents or royalty earning arrangements with any person, entity or organization the Corporation funds or is expected to fund or does business or seeks or expects to do business with? | | |
| An estate or interest in Crown land? | | |

| Outside employment or activities | Yes | No |
|---|------------|-----------|
| Do you participate or are you considering participating in any of the following: | | |
| Outside employment with organizations that have or may have business interests relevant to the Corporation's programs and services? | | |
| Consulting or in any management capacity in an entity or organization with which <i>our organization</i> funds or expects to fund or does business or seeks or expects to do business with? | | |
| Directly soliciting contributions to a political party? | | |
| Running as a candidate in a municipal, provincial or federal election? | | |
| Knowingly competing with the Corporation or interfering with a business opportunity of the Corporation? | | |

| Benefits | Yes | No |
|--|------------|-----------|
| Have you accepted or been offered or solicited any gift (other than a gift of nominal amount), service, payment or other benefit from any person, entity organization the Corporation does business or seeks or expects to does business with? | | |
| Have you been offered any professional awards/prizes in relation to your position with the Corporation, from non-government entities? | | |

| Relationships | Yes | No |
|--|------------|-----------|
| Have you or might you be engaged in any decision-making related to a staffing or | | |

Alberta Innovates – Code of Conduct and Conflict of Interest

| | | |
|--|--|--|
| procurement process in which a family member or a friend may be involved? | | |
| Have you or might you be engaged in making recommendations or decisions that will result in an organization being funded or expected to be funded by the Corporation? | | |
| Have you a relative or close friend of someone who has a material interest in an organization with which the Corporation’s funds or expects to fund or does business or seeks or expects to do business with or who could otherwise be personally affected by a decision of the Corporation? | | |

| Post-Employment | Yes | No |
|---|------------|-----------|
| Have you or might you receive offers of employment or proposed activities for your post-employment limitation period outside the Corporation that could place you in a real, apparent or potential conflict of interest with your employment? | | |

| |
|--|
| If you answered “YES” to any of the above questions, please specify section and describe the situation(s): |
| |

| Other | Yes | No |
|--|------------|-----------|
| Do you have anything else to declare that is not addressed in this form? | | |
| If yes, please specify: | | |

The personal information on this form is collected pursuant to the *Freedom of Information and Protection of Privacy Act* and will be used for payment of travel claims. If you have any questions regarding the collection of information on this form, please direct your inquiries to Jeannie Brochu, FOIP Coordinator, 250 Karl Clark Road, Edmonton Alberta, T6N 1E4 (780) 450-5546.

Declaration – Privacy Act Statement

The information you provide in this Conflict of Interest Declaration Form is collected under *Freedom of Information and Protection of Privacy Act (Alberta), as amended (FOIP)*. Any use or disclosure of information provided in this Conflict of Interest Declaration Form will be subject to the provisions under FOIP for the purpose of effectively manage a conflict of interest in accordance with the Code of Conduct and Conflict of Interest Policy, as amended, maintaining information about real or potential conflict of interest situations.

By signing below, I, _____, legally represent that all information contained in this Conflict of Interest Declaration Form is true and accurate and acknowledge and consent to collection of this information for the purpose of effectively manage a conflict of interest in accordance with the Code of Conduct and Conflict of Interest Policy, as amended.

Signature

Date

PLEASE COMPLETE AND SUBMIT FORM TO:
Debbie Paulon, Assistant Corporate Secretary
250 Karl Clark Road, Edmonton, Alberta T6N 1E4

REVIEWED

Corporate Secretary

Date

Chair, Governance & Human Resources Committee
*For Board of Directors only

Date