

## Board Director's and Board Committee Members Declaration and Conflict of Interest Disclosure

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I am a custodian of the information and interests of *Covenant Health, Covenant Care and Covenant Living (hereinafter referred to as "Covenant")* and in trust of the assets of *Covenant* as delegated in the Catholic Health of Alberta Articles of Association, Covenant Bylaws, policies and in compliance with all provincial and federal legislation. I recognize the need for competent and committed Board Directors and Board Committee Members to serve *Covenant* and they have put their trust in my sincerity and abilities. In return, *Covenant* deserves my utmost effort, dedication and support.

Therefore, as a *Covenant* Director/Board Committee Member, I acknowledge and commit that I will observe a high standard of ethics and conduct as I devote my best efforts, skills and resources in the interest of *Covenants'* Vision, Mission and Values. I will perform my duties as a Director or Board Committee Member in such a manner that the Board of Directors of *Covenant* maintains confidence and trust in the integrity, objectivity and impartiality of the *Covenant* are preserved and enhanced. To do otherwise would be a breach of the trust which Catholic Health of Alberta has bestowed upon me.

### General

1. I will always hold the betterment of *Covenant* and the Albertans we serve as my priority during all participation in discussions and voting matters.
2. I recognize that I am obligated to act in a manner that will bear the closest public scrutiny.
3. It is my responsibility to contribute any suggestions of ways to improve Governance Board policies, standards, practices or ethics.
4. I will communicate my ideas and suggestions in a positive and respectful manner.
5. I will fully participate in meetings. Once a vote is taken, I will support the decision made by the Board/Board Committee outside of the Boardroom.
6. I will respect that operational issues are the responsibility of the CEO as delegated by the Board.
7. I will not abuse my position as a Director or Board Committee Member by suggesting to any of the *Covenants'* employees that I am entitled to or expect special treatment.

### Information

8. I will not knowingly take advantage of or benefit from information that is obtained in the course of my official duties and responsibilities as a Director/Board Committee Member, and that is not generally available to the public
9. I will be alert to information which *Covenant* can use to develop improved policies and strategies
10. I will protect *Covenant's* information and will not release or share confidential information without the permission in writing, of the person who provided it.
11. I will maintain confidentiality of all information that the Board/Board Committee deems confidential.

### Resources

12. I will ensure the best use of resources that are in my trust on behalf of *Covenant*
13. I expect to be reimbursed, in accordance with the Board expense policy, for legitimate expenses incurred by me for the sake of *Covenant*. I will keep all such expenses reasonable and justifiable and will discuss expenses which may be in question with the Board/Board Committee Chair, and with *Covenant's* CEO.

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### *Representing Covenant*

14. As part of my duties as a Director/Board Committee Member, I represent *Covenant* formally and informally to other associations, societies, government officials, and business representatives. I recognize that it is important that I represent *Covenant* in such a way as to leave others with a positive impression of *Covenant*. In my duties I will preserve and enhance the good reputation of *Covenant* and will avoid behavior that might damage its image.

### *Conflict of Interest*

15. I will declare any conflict of interest, be it real, potential, or apparent, which is not immediately obvious with regard to any matter being discussed in my presence during a meeting.
16. I will conduct myself impartially in carrying out my duties as a Director or Board Committee Member.
17. I will not act in matter that promotes my own self-interest or furthers a private interest while carrying out my duties as a Director or Board Committee Member.
18. I will not accept gifts while carrying out my duties as a Director or Board Committee Member that may impact my impartiality, further a private interest or could create a real, potential or apparent conflict of interest.
19. If the Board or Board Committee decides at any time during a meeting that I have a conflict, I will accept their request that I refrain from participating in the discussion and I will leave the meeting at their request. I understand that the decision will be recorded in the minutes, either with or without the reasons for the decision being also recorded.
20. I understand that the following activities are considered by Directors or Board Committee Members to be conflicts of interest, and that conflicts of interest are not limited to the following situations:
- i. where a Director or Board Committee Member makes a decision or does an act motivated by other or additional considerations than "the best interests of *Covenant*"
  - ii. where a Director or Board Committee Member personally contracts with *Covenant*
  - iii. where a Director or Board Committee Member learns of an opportunity for profit which may be valuable to him/her personally or to another organization of which he/she is a member, or to other persons known to the Director or Board Committee Member
  - iv. where a Director or Board Committee Member puts his/her personal interests ahead of the best interests of *Covenant*.
  - v. Where a Director or Board Committee Member seeks potential appointment to an agency, board or commission, such person must disclose the nature of such appointment.
21. To comply with the Canadian Revenue Agency guidance for organization's with receipting privileges
- i. I have not been convicted of an offense related a financial dishonesty. To support this statement I have provided a criminal record check:

\_\_\_\_\_ Yes      \_\_\_\_\_ No

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- ii. I have not been connected (director, trustee, officer or like official) to an organization whose registrations was revoked for a serious breach of registration requirements. If you have been connected, please list the organization(s).

\_\_\_\_\_ Yes      \_\_\_\_\_ No

22. Included below is a listing of the organizations for which I am currently serving on as a director, trustee, officer, or like official As a Director/Board Committee Member, I am obliged to disclose any obligation, commitment, relationship or interest that could conflict or may be perceived to conflict with my duties to or interests of *Covenant*:

- i. A direct or indirect conflict with my duty as an appointee to Covenant may arise because:

I hold the following offices (appointed or elected):

I, or any trustee or any nominee on my behalf, own or possess, directly or indirectly, the following interests:

- ii. A real or perceived conflict of interest with my duties as a Director or Board Committee Member could arise because I receive financial remuneration (either for services performed by me, as an owner or part owner, trustee, or employee or otherwise) from the following sources:

- iii. Other than disclosed above, other relationships or interests that could compromise, or be perceived to compromise my ability to exercise judgment or decision-making independently and objectively with a view to the best interests of Covenant are:

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I have read the above information and understand and completed the request for disclosure. The details are accurate to the best of my knowledge.

If, at any time following the signing of this Declaration & Conflict of Interest Disclosure Statement, there occurs any material change to the information given herein regarding conflict of interest, either by way of addition or deletion, I shall forthwith file a supplementary disclosure statement to *Covenant* through the Governance Board Committee Chair.

**Name (printed first name/last name)**

**Signature (Required)**

**Date**