



## CCA DIRECTOR CONFIDENTIALITY, ETHICS AND CONFLICT OF INTEREST AGREEMENT

As a Director of the Canadian Chiropractic Association (the Board and the Canadian Chiropractic Association are referred to below as CCA), you may have access to various types of confidential information relating to specific members, the affairs of the Board and the CCA. The disclosure of such information would be highly detrimental to the interests of the CCA and individuals whose information has been entrusted to the CCA. This confidential information (“Confidential Information”) includes, but is not limited to, personal information of all sorts relating to individuals and information relating to business decisions of the Board, documents, financial matters of the CCA and its employees or agents in relation to the CCA.

Directors of the CCA, have a legal and moral duty not to disclose, nor to make use of Confidential Information except for the purposes of and in performance of their duties to the Board. In particular, Directors must not use Confidential Information for their personal profit, benefit or advantage or for profit, benefit or advantage of anyone other than the Board. Directors must avoid and refrain from engaging in any actual or perceived conflicts of interest (“Conflicts of Interest”) by ensuring that their personal interests or duties to others do not conflict with their duties and responsibilities as Directors of the CCA. Note that Conflicts of Interest extend to conflicts between competing duties, for example where a Director has duties not only as a Director of the CCA, but also independently has duties outside of such position to any other person, association or other entity.

The following Code of Ethics outlines the standards of conduct for Directors of the CCA and includes express rules with respect to all Confidential Information and Conflicts of Interest. **No Director shall continue/commence duties as a Director of the CCA unless he or she has read, understood and duly signed a copy of this document in the presence of an appropriate witness. This agreement must be signed each year in June at the CCA Annual Meeting.**

### Code of Ethics:

Directors may also be required to adhere to additional policies established by the Board or by specific departments of the CCA.

1. Directors are expected to comply with all applicable laws.
2. Directors have a duty to hold in strict confidence all Confidential Information acquired as a consequence of their position with the CCA and should not divulge any Confidential Information to any person unless expressly authorized or required by law to do so. This duty continues indefinitely, even when an individual is no longer a Director of the CCA.
3. Directors are expected to exercise due diligence in the protection of Confidential Information which is under their control or to which they have access in order to prevent its unauthorized disclosure. This includes such measures as the locking of file cabinets, the securing of personal computers and the shredding of appropriate documents. (See the Board Information Management policy for further details.)



4. No Director shall for any reason, directly or indirectly, engage in any Conflict of Interest by permitting his or her personal interest or duties to others to conflict with his or her duties and responsibilities as a Director of the CCA or by making use of Confidential Information for his or her personal benefit or advantage or for the benefit or advantage of others.
5. No Director shall use the personnel or facilities of the CCA for the purposes of personal gain, advantage or benefit, or otherwise for any purpose, person or entity unrelated to the services of the CCA, without the express permission of the Chief Executive Officer of the CCA. Such use constitutes a Conflict of Interest for the purpose of this Code.
6. Any Director who believes that he or she has or may have a Conflict of Interest shall immediately disclose such Conflict of Interest or possible Conflict of Interest to the Chair of the Board in writing. (See Conflict of Interest Board governance policy.) The Chair will then take such action or obtain and give such advice and direction to the Director as may be appropriate.
7. In any case where a Director is in doubt whether he or she has a Conflict of Interest, or whether his or her conduct, or proposed or anticipated conduct complies with the Code of Ethics, the Director should consult the Chair of the CCA.
8. Directors shall be prudent in giving or receiving any gift, donation, benefit, service or other favour that might materially affect, or be seen to potentially materially affect, the performance of their roles and responsibilities, or which might prejudice the credibility of the CCA.
9. Individuals are expected to adhere to the standards of conduct of any Professional Association to which they belong.
10. Declaration of Involvement with other Organizations, Businesses and/or Contracts

I wish the Board of Directors to be aware of my involvement with the following organizations, businesses and/or contracts:

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**Signature of Understanding:**

*I have read and understood the foregoing, acknowledge that it forms part of the terms and conditions of Directorship, and covenant and warrant that I will abide by the Code of Ethics and that I have no agreements or obligations in conflict with it.*

\_\_\_\_\_  
Director

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Date

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Date