



Prepared for WFCA Board of Directors

1 April 2019

by John Betts and staff

Replacing the WSCA Code of Ethics

Decisions Requested:

1. That the Board of Directors approve the proposed new Code of Conduct for a member's face to face vote on a special resolution at the 2020 AGM as required by WFCA Bylaws.
2. That the Board of Directors approve holding a members' vote to replace the Code of Ethics with a Code of Conduct and to amend all Code of Ethics references in the WFCA Constitution and Bylaws to read Code of Conduct.
3. That the Board approve another related resolution to be voted by the members at the 2020 AGM amending the Bylaws through eliding Part 2-Membership Division 3 Section 8 Subsection 3 to and including Subsection 6 describing the election and function of an Ethics Committee and the appointment and function of an Ethics Review Board. This would remove the requirement to establish these administrative bodies, leaving such functions to the discretion of the Board of Directors as stated in Subsection 7 of the same Section.
4. That the Board approve staff working to develop a third and accompanying special resolution for a vote by the members at the 2020 AGM to introduce a change to the Bylaws on member votes allowing electronic voting consistent with the guidance provided by the BC Societies Act. Staff would prepare a document investigating best practices and options for the Board of Directors to approve in time for inclusion in the 2020 AGM decision package if that is the Board's decision.

Background:

Since 2017 the WSCA has recognized that the organization's Code of Ethics created in the early 90s warranted revision to bring it up to date and into alignment with the pending amalgamation of the Consulting Foresters of British Columbia. In 2018 an amendment was presented for comment to the Board of Directors as a new Western Forestry Contractors' Association Code of Conduct. That draft, reflecting input from directors, is presented as part of this decision note. In order to change WFCA Bylaws, members must vote on a special resolution

at the annual AGM. The members' vote on the new Code of Conduct is intended to take place at the 2020 WFCA AGM.

Two other supporting Bylaw amendments are proposed by staff after reviewing the WFCA bylaws and provisions of the BC Societies Act.

- Given the organization's previous experience with the Ethics Committee, staff recommends eliminating this body and the Ethics Review Board, both of which have been moribund for decades. The Directors will need to discuss the merits and demerits of these old Bylaws and weigh them against other ways in which the WFCA can exercise its duties regarding the conduct of its members.
- Staff also feels that it would be practical to have the option to hold votes electronically. For instance, if we had that provision in place we could vote on the new Code of Conduct now rather than have to wait until the 2020 AGM. There may be situations where this would benefit the conduct of the organization in the future.

Appendix 1.



Western Forestry Contractors' Association – Code of Conduct for Members

This Code outlines the standard of behaviour that clients, employees and the public can count on from WFCA members.

Member Companies of the Western Forestry Contractors' Association will strive to:

1. Respect workers' rights –

- Comply fully with all applicable laws, bylaws and regulations ensuring workers' health and well-being, human rights, work place safety and employment standards;
- Act with honesty and integrity to make accurate and truthful representation to relevant authorities, auditors and agencies regarding workforce health and safety matters;
- Act with vigilance concerning any emerging employee problems including work place harassment, sexual harassment or unsafe work.
- Ensure reasonable and fair opportunity for worker success through proper supervision and training;
- Set good examples and encourage young workers in accordance with their youth and experience;
- Do not request workers to take responsibility for work for which they are not qualified.

2. Respect the communities we work in, the environment and the general public –

- Be respectful and aware of local values, expectations and sensitivities for all the various communities we work in;
- Practice professional forestry with respect for social and economic well-being of the general public;
- Act so that the environment, communities and private property suffer no damage as a result of the work or conduct of WFCA member companies;
- Be sensitive to First Nations cultural sites and values;
- Inspire confidence and act with integrity in a way that is a credit to the industry.

3. Respect the client –

- Negotiate in compliance with laws governing fair competition and discharge professional responsibilities with integrity and complete loyalty to the terms of their assignment;
- Make only truthful and accurate representations regarding business operations including performance, production and regulatory compliance and the risk of conflict of interest;
- Conduct all business and related activities so that they reflect positively on the client and respect the client confidentiality at all times;
- Only accept assignments for which the member company is competent or for which they associate with other competent experts;
- Deal professionally with clients regarding competitors and respect the clientele of other members.

4. Respect competitors and other members –

- Take full responsibility for their business and its actions;
- Engage in professional development regarding business and industry practices and only offer professional services based upon experience and qualification;
- When asked to review the work of a member, shall inform the member of their commission and will avoid statements which may maliciously impugn reputation or business of the member;
- Avoid undignified public communication with other members;
- Cooperate with other members when there is a chance to advance and improve the condition of the sector as a whole through shared knowledge and experience.