

APPROVED
Executive Leadership Team
March 25, 2018



GLOBAL PHILANTHROPIC INC. (CANADA)

**CODE OF ETHICS
AND PROFESSIONAL CONDUCT**

1. VISION

Global Philanthropic Inc. (GPI) was founded out of a commitment to spreading the power of philanthropy as a transformative force for good. We work with non-profit organizations and philanthropists throughout Canada to help them fulfil their visions and dreams for a better world for all of us.

Our vision is to make available, to all Canadians, professional and affordable, executive-level, practitioner-based fundraising counsel. To provide proven results-oriented advice to allow organizations to deliver more money to mission.

2. PURPOSE

Global Philanthropic is a worldwide group of strategic management professionals providing a diverse range of specialist services to the philanthropic sector. Through our advisory services, helping non-profit organizations obtain the resources they need to meet their most ambitious development goals.

GPI recognizes a fundamental reality – money raised drives delivery of mission. A national network of philanthropy specialists provides the in-depth knowledge and expertise of the philanthropic sector locally, regionally and globally, allowing non-profit organizations to raise as much money as possible.

3. OUR VALUES

GPI prides itself in operating ethically with integrity to the highest standards and in a collaborative and approachable style. All GPI personnel (including contracted Consultants, Associates, and Employees) adhere to the highest principles and standards of fundraising practice and professional code of ethics around the world. GPI supports the Donor Bill of Rights¹ and the International Statement of Ethical Principles in Fundraising².

GPI is proud of the role it plays in building the transformative impact of philanthropy in Canada and around the world. We seek to build knowledge and expertise in the philanthropic sector and we anchor our work in the highest standards of professional integrity.

This **Code of Ethics and Professional Conduct** (the "Code") is to be applied in accordance with federal, provincial, and local law. GPI has adopted this Code for use by all personnel.

In addition, unless otherwise specified in this Code, references to "we," "our," or "the firm" are references to the personnel of GPI.

This Code is provided for informational purposes only. It is not intended to create, nor does it constitute, a contract or an enforceable promise of any kind. GPI reserves the right to modify, revise, discontinue, or amend any or all of this Code as it deems appropriate, at any time, in whole or in part, for any reason, and without prior notice, consent, or approval.

¹. Donor Bill of Rights, Adopted in 1993 • Copyright AFP, AHP, CASE, Giving Institute

². International Statement of Ethical Principles in Fundraising (Revised April 2017)

4. ETHICS, COMPLIANCE AND PROFESSIONAL CONDUCT

This Code is not intended to cover every questionable situation or dilemma that may be encountered. Rather, it is intended to provide a perspective to guide thinking, and to direct our personnel (both employed and contracted) to resources for further information. It is the collective responsibility of all personnel working with GPI to seek guidance and assistance in the ethical performance and discharge of their professional responsibilities.

The Code outlines the requirements and expected behaviors of all personnel working with and for GPI.

4.1 A Duty to Know, Understand, and Comply

It is the duty of all personnel to know, understand, and comply with this Code. Failure to comply with the Code could result in significant risk to the company, its people, and its clients and strategic partners, and will subject that individual to disciplinary action, up to and including termination or severance of association.

4.2 A Duty to Report

The Code is designed to educate and foster an atmosphere where open communication of ethics and compliance inquiries and issues is encouraged, and to provide all personnel with a reasonable understanding of how to identify and report potential violations. Personnel are responsible for appropriately addressing — through reporting, consultation, or other means — potentially fraudulent, illegal, or unethical issues that may become known.

If personnel become aware of a potential fraudulent, illegal, or unethical activity, or other violation of company policy, whether committed by a colleague, client, supplier, contractor, alliance, or others associated with or doing business with Global Philanthropic, it is the responsibility of personnel to report the circumstances through an appropriate reporting channel, and to cooperate fully with any investigation.

4.3 Where to Go for Help and How to Report

For assistance with interpretation around ethics and compliance matters with the Code, personnel should contact the office of the President & CEO.

To report violations of the Code, personnel should contact the office of the President & CEO within a reasonable time frame.

Personnel may first report the incident verbally to a member of the Executive Leadership Team and then follow up with a written report to the office of the President & CEO, with a copy of correspondence to the Executive Leadership Team.

The Executive Leadership Team will review all incidents and compliance matters reported, and provide an interpretation, ruling, or decision within a reasonable time frame.

5. ABOUT THE CODE OF ETHICS AND PROFESSIONAL CONDUCT

The Code reflects the expectations for all personnel of GPI. The sections of the Code that follow contain ethics and compliance standards covering responsibilities to the public trust, to clients, and to each other. In complying with these standards, personnel should ask themselves the following questions to aid in making the right decision about a possible course of action:

- Are my actions illegal or unethical?
- Am I being fair and honest?
- Would I be unwilling or embarrassed to tell my family, friends, or co-workers?
- Would GPI's reputation be harmed if the action were revealed in the newspapers?
- Am I personally uncomfortable about the course of action?
- Could someone's life, health, safety, or reputation be endangered by my action?
- Could the intended action appear inappropriate to a third party?

If you are still unsure of what to do, ask questions and seek additional guidance through contacting a member of the Executive Leadership Team.

5.1 Integrity - A Core Value

Integrity means always trying to do the right thing, the first time, every time. At every level, the personnel of GPI are expected to be honest, trustworthy, candid, and straightforward in both personal and business dealings, in accordance with both the letter and the spirit of all applicable laws and regulations. All personnel are encouraged to exceed the expectations of clients — and each other — by seeking to do not only what is legal, but also what is right. Our commercial ambitions will never be allowed to overtake professional and ethical responsibilities.

5.2 Quality of Work Product

The reputation of GPI is wholly dependent not only on the integrity of its personnel, but also on the quality of the services provided by company. This quality expectation is very simply stated — in the perceptions of both the public and clients, the work product of GPI should meet all applicable professional standards.

All GPI personnel are individually responsible for the quality of the professional services provided. Commitment to quality operates at three levels: the individual, the team, and the organization. At every level, it requires a dedication to having pride in the work product and an appropriate sense of professional skepticism in the conduct of all our work.

5.3 Independence and Objectivity of Professional Advice and Conclusions

In working with clients, the policy is for GPI to be forthright, direct, and independent in conveying advice or rendering an opinion. Prejudice, bias, conflict of interest, or undue influence of others will not be allowed to override objective professional or business judgments.

In return, clients are expected to meet the letter and the spirit of all applicable laws and regulations. There is no client or engagement that is more important than the responsibility to sustain the public trust, the commitment to do the right thing, and the concern to maintain a good reputation. GPI will always support its personnel who stand up to a client they reasonably believe may be engaging in inappropriate financial reporting or other illegal business activities.

5.4 Corporate Responsibility

GPI has a responsibility to be a good neighbour and a contributing corporate citizen in the communities in which its people work. GPI is committed to conducting its business activities in ways that honour ethical values and respect people, communities, and the natural environment. It will continue to work toward the sustainable improvement of life, the environment, and business by:

- Rendering high-quality professional services with the utmost integrity.
- Providing a workplace that contributes to the professional growth, the development, and the personal success of our personnel.

5.5 Truth in Communications

GPI personnel are committed to representing the firm with honesty and candor. Similarly, it is policy to communicate facts about capabilities, policies, and people accurately and responsibly in advertisements, sales, marketing, recruiting, and all other promotional materials.

5.6 Respect for Competition

GPI will not pursue any competitive tactic or goal that it believes might damage its reputation or is inconsistent with its vision as being recognized as the best in fundraising services. GPI does not condone any attempts to gather competitive information in a deceptive, unlawful, or inappropriate manner. It will honour valid non-compete agreements (sometimes known as restrictive covenants) of competitors. Furthermore, given that its reputation is affected by the reputations of competitors, GPI does not condone any competitive action that could be harmful to the integrity of its competitors.

5.7 Anti-Corruption

All GPI personnel are committed to ethical business conduct in their respective marketplaces and are against corruption in any form. GPI expects all of its personnel to know, understand, and abide by anti-corruption laws applicable to the business they conduct. Any payment made by, or on behalf of, GPI must be lawful and made only for legitimate business purposes. Under no circumstances is it acceptable to offer, give, solicit, or receive any form of bribe or kickback. All personnel will be mindful that offering or providing anything of value (including, but not limited to, gifts, entertainment, hospitality, political contributions, charitable contributions, employment opportunities, and facilitation payments) to a third-party for a corrupt or inappropriate purpose could constitute an illegal bribe or kickback under applicable laws and could lead to serious civil and criminal penalties.

5.8 Scope of Services

As an organization that offers many skills and capabilities in the fundraising consultancy marketplace, naturally GPI wants to be competitive and successful. Nevertheless, GPI personnel will not overstate their ability to deliver services, nor will they offer or provide any services that will damage their reputation or the reputations of clients. Their skills, experience, and desire to do the work are fairly represented in proposals to clients. They also make it a point to stand behind service commitments made to clients. Services are delivered in a professional manner according to GPI policy as well as the professional standards and regulations applicable to their professions. They offer only those professional services that they are competent to perform and supervise, and only those services that will not detract from the public trust in GPI's independence, integrity, and objectivity.

5.9 Billing for Professional Services

GPI personnel have an obligation to accurately bill clients for fees and expenses, in accordance with the terms of their engagements.

5.10 Confidential and Proprietary Information

GPI personnel have access to significant amounts of client information that may not be available to the public, and are required to preserve the confidentiality of information obtained in client service. Information of a confidential, private and sensitive nature must be used responsibly and controlled and protected to prevent its prohibited, arbitrary or careless disclosure. Unless the client has provided its specific consent, which should preferably be in writing, or there is a legal or professional right or duty to disclose, GPI personnel are prohibited from disclosing confidential client information to:

- Anyone who works outside the client's organization and GPI.
- Anyone within the client organization without a need to know.
- Anyone within GPI without a need to know.

Confidential or proprietary information about clients, our organization, or other parties, which has been gained through employment or affiliation with GPI may not be used for personal advantage or for the benefit of third parties.

5.11 Honesty and Trust

GPI believes that its personnel work best in a culture of trust, and we are committed to fostering and maintaining such a culture.

GPI expects its personnel to perform their jobs with integrity and to conduct themselves ethically at all times. Honesty in the commitments to, and dealings with, each other is essential. Personnel are each individually responsible for both the quality and the on-time completion of our own work. Personnel must also accurately and honestly account to each other for time worked and expenses incurred (in accordance with GPI policy) for both internal and for client-related activities. At all times, it is the responsibility of all personnel to safeguard the confidential and proprietary information of GPI.

5.12 Diversity and Inclusion

GPI is committed to fostering a diverse and inclusive culture. Such a culture directly supports the mission to help GPI personnel and clients excel. The rich mix of individuals, viewpoints, talents, and experiences found at GPI is respected and valued. Our human resources practices aim for the highest standards of fairness and equal opportunity, covering recruitment and appointment, or employment, promotions, team opportunities, and training programs. GPI is committed to compliance with all laws and regulations relating to equal employment opportunity, affirmative action, harassment, and diversity.

GPI is an equal opportunity employer and recruits, employs, trains, compensates, and promotes high-quality, competent, and responsible people without regard to race, religion, creed, color, citizenship, national origin, age, sex, gender, gender identity/expression, sexual orientation, marital status, disability, genetic information, or any other legally protected basis, in accordance with all applicable federal, provincial, and local laws or regulations.

5.13 Respect and Fair Treatment

All GPI personnel are expected to treat their GPI and other professional colleagues and clients with respect. Providing a safe, healthy, and productive work environment is a priority, and are expected to support efforts to eliminate any actions or circumstances that undermine such an environment. Unlawful discrimination, verbal or written, physical or sexual harassment or abuse, or offensive behaviour (whether or not sexually related) by personnel or clients of GPI will not be tolerated. Diversity of perspectives will be welcomed and respected, and inclusion of all viewpoints will be encouraged.

5.14 Consultation

GPI is committed to a consultative culture. At a minimum, consultation on non-routine or emerging issues or practices is not only expected, it is required. Frequent consultation industry resources is encouraged. GPI speaks with one voice on technical and other practice-related matters. GPI has an established procedure and protocol to allow any professional the right to appeal and resolve any professional disagreements that might arise. As professionals, all GPI personnel have a duty and an obligation to express

differing points of view and appropriately resolve such matters in an open-minded and professional manner.

5.15 Conflicts of Interest

As professionals, GPI personnel make business decisions every day. In making those decisions, GPI personnel are responsible for remaining free from influence, or the appearance of influence, of any conflicting interests, and for conducting business ethically and legally. They have a duty to avoid making business decisions that place personal interests ahead of those of GPI.

An example of potential conflict situations includes:

- Acting as a director, partner, consultant, or employee of an organization that provides services, supplies, or equipment to, or is a competitor of, GPI.

A DONOR BILL OF RIGHTS

DEVELOPED BY:



PHILANTHROPY is based on voluntary action for the common good. It is a tradition of giving and sharing that is primary to the quality of life. To assure that philanthropy merits the respect and trust of the general public, and that donors and prospective donors can have full confidence in the not-for-profit organizations and causes they are asked to support, we declare that all donors have these rights:

I

To be informed of the organization's mission, of the way the organization intends to use donated resources, and of its capacity to use donations effectively for their intended purposes.

II

To be informed of the identity of those serving on the organization's governing board, and to expect the board to exercise prudent judgment in its stewardship responsibilities.

III

To have access to the organization's most recent financial statements.

IV

To be assured their gifts will be used for the purposes for which they were given.

V

To receive appropriate acknowledgement and recognition.

VI

To be assured that information about their donations is handled with respect and with confidentiality to the extent provided by law.

VII

To expect that all relationships with individuals representing organizations of interest to the donor will be professional in nature.

VIII

To be informed whether those seeking donations are volunteers, employees of the organization or hired solicitors.

IX

To have the opportunity for their names to be deleted from mailing lists that an organization may intend to share.

X

To feel free to ask questions when making a donation and to receive prompt, truthful and forthright answers.

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International Statement of Ethical Principles in Fundraising ***(Revised April 2017)***

PREFACE

Fundraisers work in many varied fields, countries and circumstances, but they share several fundamental values and practices: they work to make the difference, help others and save what is valuable, in fact to make the world a better place. It is for these reasons that fundraisers strive to identify and employ best practices.

It is the purpose of this Statement of Ethical Principles to foster the growth of a worldwide fundraising community dedicated to accountability, transparency and effectiveness. In this Statement we want to set forth what unites us in the way we practise our profession. Recognising that in many countries there already exist codes of conduct and standards of practice, the intent of this statement is to unify the global fundraising community behind a single universal declaration of fundamental principles. Organizations and individuals who endorse this Statement are not necessarily abandoning existing codes or standards, but are announcing their interest in a global understanding of these fundamental principles.

Applied in different cultural settings, this Statement can provide guidance for initiating best practices in newly developing markets. It also provides a clear alternative to local customs which may not represent best practices. Adherence to this Statement should also advance the common purpose of assuring public trust in the non-profit sector while discouraging personal gain at the expense of donors and stakeholders.

A form of words has been incorporated within the statement in paragraph 5 where use of the words “**will**” and “**must**” indicate what is a mandatory requirement and “**should**” what is regarded as best practice by all organizations endorsing the statement. The statement recognises that fundraisers operate subject to many different jurisdictions and that they must observe the law of the jurisdiction in which they work. However, it is expected that fundraisers adhering to the principles of the statement should adhere to the most rigorous interpretation of the law (and of the Code of Ethics of their own Membership Association) applicable to an activity, whichever jurisdiction that activity derives from.

FIVE UNIVERSAL PRINCIPLES

Five important principles for acting as a fundraiser:

- | | |
|-----------------|--|
| Honesty: | Fundraisers shall at all times act honestly and truthfully so that the public trust is protected and donors and beneficiaries are not misled. |
| Respect: | Fundraisers shall at all times act with respect for the dignity of their profession and their organisation and with respect for the dignity of donors and beneficiaries. |

- Integrity:** Fundraisers will act openly and with regard to their responsibility for public trust. They shall disclose all actual or potential conflicts of interest and avoid any appearance of personal or professional misconduct.
- Empathy:** Fundraisers will work in a way that promotes their purpose and encourage others to use the same professional standards and engagement. They shall value individual privacy, freedom of choice, and diversity in all forms.
- Transparency:** Fundraisers stimulate clear reports about the work they do, the way donations are managed and disbursed, and costs and expenses, in an accurate and comprehensible manner.

STANDARDS OF PRACTICE

These standards are presented with the recognition that fundraisers operate subject to many different jurisdictions and that they must observe the law of the jurisdiction in which they work. However, it is expected that fundraisers adhering to these standards of practice will, first and foremost, adhere to the most rigorous interpretation of the law, and of the Code of Ethics of their own membership association, applicable to an activity, whichever jurisdiction that activity derives from.

1. Fundraisers responsibility regarding donations.

- Donations should be accepted if voluntary, in line with the goals and mission of the organisation and will bring not more than reasonable costs related to the value of the donation.
- Funds will be disbursed in accordance with the donor's wishes, if expressed.
- Funds will not be raised for the personal financial gain of the fundraiser or the fundraising organisation the fundraiser works for.
- Funds will be collected carefully and with respect of donor's free choice, without the use of pressure, harassment, intimidation or coercion.

2. Relationship with stakeholders.

- Fundraisers are strictly answerable to all stakeholders including donors, beneficiaries, and employers.
- Fundraisers will respect donor rights by providing timely information about how contributions are used, respecting donor privacy, and honouring donor wishes.
- Fundraisers will respect beneficiary rights and preserve their dignity and self-respect. They will not use fundraising materials or techniques that undermine this dignity.
- Fundraisers work with suppliers or intermediary agents at the same standards as within their own organisation. They make reasonable efforts to assure that suppliers do not gain unreasonable profit while working with their own organisation.

3. Responsibility for communications, marketing and public information.

- Fundraisers will only use information that is accurate, truthful and not misleading, and information that respects the dignity and self-respect of beneficiaries.

- Fundraisers will not express or suggest in public information that fundraising lacks administration and fundraising costs, thus giving the incorrect impression that fundraising activity is without costs. Fundraisers will object to their organization expressing or suggesting that fundraising activity is without costs.
- Fundraisers will provide truthful information about use of funds, without exaggeration or underestimation.
- They respect data protection rules and laws at all times.
- Fundraisers accept that all donor and prospect information developed by or on behalf of an organisation shall not be transferred or utilised except on behalf of that organisation without consent.
- Donor wishes to be removed from request lists will be followed promptly and without obstacles for the donor.

4. Management **reporting**, finance and fundraising costs.

- Fundraisers assure that all fundraising transactions, accounting and reporting for which they are responsible are transparent and unambiguous. They are able to account anytime for their professional work.
- They will encourage their organisation to report within the national and international standards of accounting methods.
- They will submit accurate annual reports to all stakeholders within a reasonable time or encourage their organisation to do so.
- Fundraisers will be open and clear to all stakeholders about fundraising costs, fees and expenses and the way these are allocated.
- They will make any compensation arrangement transparent to an employer, donor, and beneficiary upon request.

5. **Payments** and compensation.

- Fundraisers provide their services either as a volunteer, or on a salaried basis or for pre-determined fees. Fundraisers should not accept commissions or compensation based upon a percentage of the funds raised.
- Fundraisers will not accept any gratuity when making decisions on behalf of the organisation.
- Fundraisers will not seek or accept any personal payments, in cash or in kind, from a supplier of goods or services in recompense for business placed with that supplier.
- Criteria that will qualify a fundraiser for performance-based remuneration must be agreed upon beforehand and should not be based on a percentage of the funds raised.

6. Compliance with **applicable** laws.

- Fundraisers will object if the organisation they work for does not comply with applicable local, state, provincial and national or international civil and criminal laws.
- Fundraisers will not engage in activities that conflict with national and international legal obligations to their organisation or to others. Moreover, they will avoid even the appearance of any criminal offence or professional misconduct.