1. Type

The Ethics Committee is a standing committee of the Supply Chain Canada, Ontario Institute ("the Institute") Board of Directors (the Board"). The Board grants the Ethics Committee the authority to fulfill the specific terms as noted in these terms of reference.

2. Mandate

The primary function of the Committee is to review and determine the appropriate response to ethical complaints received about the Institute, the Institute’s members and CSCMP designation holders, who may be in good standing or not, in accordance with the applicable Institute policies and procedures. This includes, but is not limited to matters related to the discipline, suspension and expulsion of members, and defence of the CSCMP (Certified Supply Chain Management Professional) designation.

The Committee shall operate in compliance with the Supply Chain Canada Code of Ethics, the Institute’s Defending the Designation protocols, and the policies, laws and regulations governing the Institute, and within the policy governance model by which the Institute functions.

3. Responsibilities

The Ethics Committee and Management shall follow the process and timelines in accordance with the applicable policies and procedures related to ethics complaints received by the Institute.

In fulfilling its obligations under this mandate, the Committee shall be granted access to staff, documents and any other resources necessary to carry out its responsibilities. The Committee shall have the authority to make such enquiries and investigations and may require such information and explanation from the involved parties as it considers reasonably necessary.

Each member of the Ethics Committee shall be obliged to exercise all the care, diligence, judgment and skill that a reasonably prudent person would exercise in comparable circumstances.
4. Authority

The Ethics Committee authorizes the Institute’s President & CEO to issue a cease and desist notice in response to complaints received about the misuse of the CSCMP designation (i.e. using the designation without having the right to use it), when the complaint related evidence leaves no doubt about the misuse of the designation. Should there be any doubt about the evidence, the Institute’s President & CEO shall refer the case to the Ethics Committee.

For all other ethical complaints received, the Committee has the authority to deliberate and make a decision in accordance with the relevant rules, policies and procedures.

The Board has the authority to act as an appeal panel for any Committee decisions rendered.

5. Membership

Committee members can be sourced by the Committee, the Committee Chair or Governance & Nominations Committee for approval by the Board. Ethics Committee members must be members in good standing of the Institute and must pass a criminal background check.

The Chair of the Ethics Committee shall be appointed by the Board and be a previous member of the Institute’s Board of Directors, ideally a past Board Chair. The Committee will consist of a minimum of three members, who must be members of the Institute. Current members of the Board are not eligible to be members of the Ethics Committee. The Institute’s President & CEO is a non-voting, ex-officio member of the Committee. The other Committee members will have a minimum of 5 years in middle-management.

The term of office for members of the Ethics Committee will be two years with the option of reappointment of an additional two-year term, however, the maximum term of a Committee member shall not exceed four consecutive years.

The Committee is expected to operate in compliance with the Supply Chain Canada Code of Ethics, the policies, laws and regulations governing the Institute, and within the governance framework by which the Institute functions. All members shall be free of any relationship that in the opinion of the Board would interfere with their individual exercise of judgment.

Committee members shall sign forms prior to commencing work on the Committee which include confidentiality and declaring conflicts of interests.

The Institute encourages diverse committee membership.
6. Meetings

An agenda will be prepared in consultation with the Chair prior to each meeting of the Committee and distributed to the participants. The participants may recommend agenda items subject to approval of the agenda by Committee. Minutes of each meeting will be prepared and distributed to all participants on a timely basis.

The Committee meets at least once per year and as needed during any ethics complaints review process required.

At all meetings, Committee members should confirm adherence to confidentiality rules and should declare any conflicts of interest.

Meetings may be held in person, by conference telephone call, or by online/virtual conference. In special circumstances, meetings may be replaced by written communications.

A quorum consists of the majority of the members of the Committee. Each Committee member, except the President & CEO, is entitled to one vote and decisions shall be my majority vote of those present.

7. Reporting

The Ethics Committee shall report to the Board as often as necessary but at least annually. Reporting shall normally be made through the Ethics Committee Chair in writing.

The Ethics Committee will maintain direct, open and frank communications with the Institute’s management, the Board, and other key advisors as appropriate.

The Institute’s management will share with the Ethics Committee, prior to publishing, any communications related to the Committee or its activities.

8. Resources and budget

The Ethics Committee may engage the Institute’s external legal counsel or the authorities as they deem necessary to fulfill their obligations.

9. Deliverables

The Committee will render decisions on all ethics complaints received by the Institute in accordance with the appropriate rules, policies and procedures.

10. Review
The Chair will ensure that the Committee reviews the Terms of Reference every two years and will propose changes to the Board, as necessary.

Reference Documentation and Related Policies / Procedures

*Internal Documents (not published)*
- Case Document Repository
- Ethics Committee Terms of Reference
- Defending the Designation Process Document including Ethics Complaint Process

*External Documents*
- By-Laws
- Code of Ethics
- Complaint Form
- The SCMAO Act
- Federation Agreement
- Plagiarism Policy
- Membership Terms and Conditions