

Relationship with External Parties Policy

1. Purpose

This policy guides the relationship between Vector Institute (“Corporation”) and external parties to ensure that the Corporation’s independence, integrity and reputation are not compromised by these relationships. This policy promotes ethical and positive approaches to co-operation and collaboration with external parties, to enable the Corporation to properly assess potential opportunities and address potential issues and concerns that might arise from these relationships.

2. Scope

This policy applies to all individuals employed and/or engaged by the Corporation (“individuals”), including the Board and its Directors, permanent and temporary employees, faculty members, research scientists, research interns, volunteers, and secondees.

In the case where individuals have external affiliations outside the Corporation, this policy applies to the extent that any interaction with external parties conducted through the affiliation could be perceived to influence these individuals in their roles and responsibilities for the Corporation.

Where there is a sponsorship agreement, with an inconsistency between the sponsorship agreement and this Policy, the sponsorship agreement will prevail.

Nothing in this policy is meant to contradict or overrule the various Broader Public Sector Directives.

3. Definitions

External Party – includes for-profit enterprises that do business with the intent or possibility of commercial gain, generating a profit or increasing equity. It also includes not-for-profit, charitable, government, and quasi-governmental organizations.

External Affiliation – any relationship where an individual has a concurrent position in another institution (e.g. university, hospital, other).

Sponsorship – a formal arrangement where financial support is provided to the Corporation in return for mutually defined terms of recognition and benefits to the Corporation and the sponsor.

Gifts – a benefit of any kind, including entertainment, food and beverage, or directed donations targeted at a specific individual(s), and excluding those of nominal value, given as an expression of courtesy or hospitality. Gifts do not include donations, sponsorships or in-kind contributions.

Goods and Services - include cloud service time, hardware, software and other technologies, consulting services and other potential services of value.

4. Principles

All potential opportunities for the Corporation, including the provision of goods and services, which arise with external parties must be assessed according to the following principles:

- The external party's business and/or corporate actions do not compromise the Corporation's mission and strategic directions and/or its public image.
- The image, products or services of the external party does not conflict with the Corporation's mission and strategic directions, values or public image.
- The external party should not have any known history of past activities that might reflect poorly on the Corporation's integrity, independence, credibility or public image.

Opportunities with external parties should only be pursued in situations where these principles are collectively met. However, despite the foregoing, the Corporation may in its sole and absolute discretion decline to pursue an opportunity where such an opportunity may bring the Corporation's integrity, independence, credibility or public image into disrepute. In case of any uncertainty, opportunities must be discussed with the President and CEO.

5. Content

The benefits of relationships with external parties must not come at the cost of any actual or perceived loss of the Corporation's integrity or independence. Potential threats, real or perceived, to the Corporation's integrity or independence might arise from:

- Interaction with external parties where the relationship compromises the Corporation's independence;
- A large proportion of the Corporation's interactions, funding or sponsorship are attributable to any one external party; and
- Reputational risk arising from acceptance of gifts or in-kind contributions from external parties

In order to maintain the Corporation's integrity and independence, the Corporation must maintain full control over the activity to which a cash or in-kind contribution relates, including research, reports, educational activities, speaker selection, procurements, publications, statements to the media and media releases.

Relationships with external parties should be established on the basis of transparency, trust and shared benefit. The Corporation must exercise care to avoid reputational risk, which can arise when the Corporation's public image is threatened.

The Corporation must also exercise care to avoid potential, apparent and actual conflicts of interest arising from relationships with external parties. Individuals engaged by the Corporation must adhere to the Corporation's Code of Conduct and abide by the Board Conflict of Interest Policy.

6. Vector Activities

6.1. Ongoing research and development work

Any goods and services provided by external parties used in research and development should be free of bias, impact or conflict.

6.2. Research and Peer-Reviewed Publications

In no circumstances should the external party be able to place restrictions on the identification, analysis, publication or dissemination of any research carried out in collaboration with or through funding received from external parties. Individuals involved in such work must declare their connection in accordance with agreed practice.

All requests for individuals to declare any potential conflicts of interest from journals, committees and other public bodies should be made in full.

All research, analysis, publication or dissemination of such research must ensure that intellectual property is protected as set out in the Corporation's policies, if applicable, and that research and peer reviewed publications comply with the Corporation's Policies.

6.3. Reports and other Publications

In no circumstances will commercial advertisements be placed in the Corporation's publications, beyond acknowledgement and the use of sponsor logos in accordance with provisions in section 7 below.

6.4. Educational Events

Where the external party funds corporation education events, the Corporation shall set the content and agenda of any applicable sessions and the external party shall have no decision-making authority in the details of how the funds are used.

Choice of speakers, subjects of presentations, travel arrangements, expenses or honoraria should all be arranged through the Corporation, not through external parties.

In no circumstances should restrictions be placed on speaker selection, attendees or content of educational events or dissemination of any related materials that are carried out with the financial support of external parties.

7. Endorsement and Acknowledgement

7.1. Acknowledgement

To ensure the transparency of all contributions to the Corporation, the Corporation will report all contributions including goods and services and in-kind contributions from external parties to its Board of Directors.

Other forms of acknowledgement will depend on the activity concerned. Examples include acknowledgement in publications, on the Corporation's website, or at an event.

These acknowledgements are separate and apart from the acknowledgement that the Corporation provides to its corporate sponsors as set out in the sponsorship agreements.

External parties may make general references to their contributions in their corporate documents, such as corporate annual reports and website. Specific references to their contribution are subject to review and approval by the Corporation.

7.2. Endorsement

The Corporation will not provide an endorsement for external party's products or services and in no case will an external party be authorized to use the Corporation's name or logo for the marketing of its products without the explicit written consent of the Corporation. The Corporation must approve specific content, wording and linkages.

8. Gifts and Hospitality

8.1. Travel and Accommodation

Attendance of individuals at meetings, seminars, conferences, or other educational events related to their roles and responsibilities at the Corporation should, in general, be supported by the Corporation. All expenses incurred by individuals must comply with the Corporation's Travel, Meals and Hospitality Policy.

If an individual is an invited speaker or attendee where they are a recognized expert or authority providing significant contributions to legitimate meetings, symposiums or conferences, funding from external parties is permissible provided that all of the following conditions are met. Funding must be:

- Untied (i.e., not tied to the promotion of any commercial product or service, with full independence retained); and
- disclosed (i.e., declared to the President and CEO and on any relevant publications).

Any exceptions to the above must be approved by the President and CEO.

There are no circumstances where individuals can accept funds from an external party for a family member or guest without a legitimate business interest to attend a meeting, seminar, conference or other event related to their roles and responsibilities at the Corporation.

8.2. Gifts

As a general rule, individuals may not seek or accept significant gifts targeted at a specific individual(s) from external parties.

8.3. Tours

Tours of external party facilities are permissible if there is a legitimate business expectation or need to attend, or if an individual is joining a tour as a guest of an external party that would be attending the tour and incurring the associated costs of the tour regardless of that individual's attendance.

8.4. Presentations from Industry

Presentations from external parties might be appropriate in the course of the Corporation's activities. Such presentations should have a clear purpose, be arranged through the Corporation, and enable the Corporation to review the material that will be presented in advance to ensure that presentations do not include the Corporation's endorsement or promotion of products or services.

9. Conflict Resolution

In the situation where it is not clear what an acceptable activity is, the final decision should be taken by the President and CEO. If the President and CEO is involved, the final decision should be taken by the Board Chair.