



CODE OF BUSINESS CONDUCT AND ETHICS POLICY

POLICY STATEMENT: At STARS, we recognize the value of growing and developing trusting relationships with our Team Members (any individual that is part of STARS' workforce), contractors, volunteers, health regions and government, donors and the community at large. These relationships are based on integrity and trust and our commitment to maintaining high ethical standards throughout our day-to-day dealings with others.

For STARS' reputation to be maintained, we require high standards of professional and ethical conduct from all of our Team Members. This Code reflects our commitment to a culture of honesty, integrity, respect and accountability and outlines the basic principles and policies with which all STARS' Team Members are expected to comply. We embrace the highest moral and ethical standards, respect for diversity and operate with integrity and fiscal prudence.

SCOPE: This Code applies to Team Members while they are present on STARS premises and while they are engaging in business activities or community events in relation to STARS.

DETAILS: At STARS we will do what is required by law and will do what is fair and right. Guiding questions are simple. Is there any reason you would not want a co-worker, member of the leadership team, a neighbour, a donor, our partners, or the government to be fully aware of your conduct and motives? Is anyone's life, health or safety, or the environment endangered by the action? By conducting this behavior, am I putting anyone's reputation or personal/health information at risk? If the answer to any of the above questions is "Yes", then another approach must be considered and guidance provided by STARS' leadership before moving forward.

All STARS' Team Members are expected to know their obligations under this Code and will be asked annually to reconfirm that they have both read and understood the most recent version of the Code. Should you have questions or be confused about your expectations, do not hesitate to contact your Leader, the Human Resources department, or any other appropriate authority.

In the event that Team Members or other stakeholder wishes to file a complaint, procedures have been outlined in the attached "Complaint Handling Process". In addition, a STARS' Whistleblower Hotline has been established and mechanisms put in place for confidential reporting of significant financial irregularities, unreported conflicts of interest or other breaches of STARS' policies. These mechanisms are put in place to ensure accountability and transparency in STARS' operations and to ensure that issues or concerns are appropriately addressed and resolved. The number for the STARS' Whistleblower Hotline is 1-877-392-6595. Team Members calling the phone line will be asked to leave a message providing as much detail as possible associated with their concern. These messages will be heard by the Chair of the Audit & Finance Committee. Any Whistleblower concerns can also be sent by email to whistlebloweralerts@stars.ca or by regular mail, courier or any other means of delivery directly to STARS Head Office, addressed as below:

Chair, STARS Audit & Finance Committee
Box 570, 1441 Aviation Park NE
Calgary, AB T2E 8M7

Whistleblower communications should be addressed as “Confidential”. All whistleblower concerns will be addressed in a manner that is deemed appropriate to the concern raised.

COMMITMENTS AND RESPONSIBILITIES

Leadership Commitment

The STARS’ leadership team is committed to high standards of ethical behavior and integrity. This Code has been approved by our Board of Directors and Executive and has been read, discussed and adopted by all of the Executive team and Board of Directors. Every day, decisions are made in the conduct of our business. As Team Members, we are all accountable for making the right decisions for the right reasons. This Code of Business Conduct and Ethics provides guidance for our decisions.

To Our Team Members

STARS is committed to treating all Team Members with dignity, respect and fairness. We will value and respect each Team Member and their contributions to our success. STARS commitment to our people is to provide a safe and healthy workplace.

Health and Safety

Safety is a core value. Safety includes both the physical and psychological well-being of an individual. Our goal is to protect people from harm by eliminating or controlling risks and hazards to acceptable levels. In doing so we strive toward excellence in the care of our both our patients and our fellow STARS’ Team Members.

Everyone has a role to play in our commitment to health and safety. This means that we all take responsibility for understanding the health and safety rules and regulations that inform the tasks we perform. Abiding by these expectations protects us and others from accidents, injury, unsafe conditions or unacceptable harms.

STARS’ Team Members are to abide by the applicable Occupational Health and Safety legislation that governs them. Please refer to our Safety Policies for more detailed information.

Respectful Workplace

STARS believes in the prevention of discrimination, violence, harassment or other disrespectful or negative behaviours in the workplace. STARS promotes equal opportunities and is committed to treating all STARS Team Members and those we interact with respect. We are committed to providing a safe and professional workplace where harassment and discrimination is not tolerated; and maintaining a workplace that is free of violence or the threat of violence.

STARS will take prompt action where conduct contravenes the STARS’ Respectful Workplace Policy. Team Members are encouraged to immediately advise their Leader or the Human Resources department with regards to concerns of discrimination, workplace violence or harassment.

Please refer to our Respectful Workplace Policy for more detailed information.

Business Ethics

STARS is committed to conducting business with honesty, integrity, accountability, and fairness on the part of its Team Members and all business partners.

We will deal honestly and fairly with our fellow Team Members, external stakeholders, including but not limited to: contractors, volunteers, donors and any and all business partners. We will not take unfair advantage of anyone through illegal conduct, manipulation, concealment, abuse of privileged information, misrepresentation of material facts or other dishonest or unfair practices.

Accuracy of STARS Records and Reporting

Full, timely, understandable, honest and accurate recording and reporting of information is critical to our ability to make responsible decisions. STARS' records are relied upon to produce reports for our leadership team, creditors, government agencies, donors and others. Our financial statements and records on which they are based must completely accurately and fairly reflect all transactions and conform to all legal requirements and applicable accounting principles and policies.

STARS believes in open access for its auditors and other advisors to all of its documents and records as required, and full and open communication with respect to their engagement. It is illegal to fraudulently influence, coerce, manipulate or mislead an auditor who is auditing STARS' financial statements.

Business records and communications often become public through legal or regulatory processes or the media. This includes e-mail, voice mail, text messages, or memos and hence, Team Members should not record inappropriate notes or comments that would cause embarrassment to themselves or the organization, should they be made public.

Confidentiality

In the normal course of our business, STARS' Team Members, contractors and / or volunteers may become aware of confidential information. Confidential information is information of a proprietary, technical, business, personal or financial nature, and includes all information that might be of use to others, if disclosed. In all cases, STARS' Team Members must not disclose confidential information to any person outside of STARS unless authorized to do so or legally compelled, and must take reasonable care to protect confidential information, including personal and patient information from theft or unauthorized access, alteration or misuse. The STARS' Confidentiality Policy speaks at length to STARS' obligations and requirements regarding confidentiality. Please refer to the Confidentiality Policy to ensure this component is adhered to appropriately in all circumstances. Departing Team Members who have had access to confidential information have a continued responsibility to protect this information and shall return all proprietary and confidential information upon departure from STARS. STARS' Team Members are obligated to preserve the confidentiality of information entrusted to them even after departing from STARS, except when disclosure is authorized or legally compelled.

Privacy

Privacy legislation clearly outlines responsibilities for the collection, use, destruction, retention, and disclosure of both personal and health information. We value and respect the rights of all individuals to

their privacy, including our patients, Team Members, donors, volunteers, and any other stakeholder for whom we hold personal information. We collect, use, and disclose only information that is necessary for us to administer our business effectively, efficiently, and in a safe and reliable fashion, while always remaining cognizant of the right to privacy, and the risks associated with the inappropriate release of personal or health information. As such, this information is only for the internal use of STARS and will not be shared or used for other purposes unless permitted and required by law.

Please refer to our Privacy Policy for more detailed information.

Alcohol and Drugs

The use of alcohol and drugs at work can have adverse effects and create unacceptable risks to the health and safety of Team Members, our patients, and the members of the public that we interact with. We are all expected to report to work fit to work, to remain fit to work and to be free from the impact of alcohol and drugs at the workplace. Each of us is expected to:

- Read, be aware of and comply with STARS' Fit to Work and Alcohol and Drug Policies
- Participate in alcohol or drug testing when required to do so, as outlined in our Alcohol and Drug Policy and Procedure.
- Ask for advice and follow appropriate treatment if you have a known, suspected, or potential problem with alcohol or drugs. Our Employee and Family Assistance Program (EFAP) are available to you for support.
- Encourage and support other Team Members to seek assistance before alcohol or drugs impacts their job performance or the health and safety of any person.
- Notify your Leader of any Team Member, contractor, volunteer, partner or affiliate who appears to be under the influence of alcohol or drugs while at work.

Please refer to our Alcohol and Drug Policy for more detailed information.

Protection and Proper Use of STARS' Assets

We are each entrusted with STARS assets that we must protect from loss, damage, misuse or theft. STARS' assets may only be used for legitimate business purposes and may never be used for illegal purposes.

The obligation to protect STARS' assets is not limited to physical assets but extends to proprietary information. Proprietary information includes any information that is not generally known to the public, would be helpful to other similar organizations, or harmful in any way to STARS.

Compliance with Laws, Rules and Regulations

Compliance with both the letter and the spirit of all laws, rules and regulations applicable to our business is critical to our reputation and continued success. All STARS' Team Members must respect and obey the laws of all jurisdictions in which we operate.

Use of STARS' IT - Electronic Equipment, Data and Software

STARS provides computers, electronic equipment, mobile devices, internet access, software and electronic data to assist Team Members in their work. Incidental and occasional personal use is permitted, but never for personal gain or any improper purpose. STARS has a formal Acceptable Use Policy with regards to the use of computers and information technology equipment that all STARS' Team Members who use such computers and information technology equipment have signed and are expected to be aware of and comply with.

Reporting of Illegal or Unethical Behaviour

All STARS' Team Members are encouraged to talk to their Leader when in doubt about the best course of action in a particular situation and all STARS' Team Members are encouraged to report any concerns they have about violations of laws, rules, regulations or this Code. STARS will not allow any retaliatory action against any Team Member who, in good faith, reports a possible violation or concern. Reference is made to both the "Complaints Handling Process", attached as Appendix "A", as well as the STARS' Whistleblower Policy.

Conflicts of Interest

STARS is committed to fulfilling its mission in an ethical manner and maintaining a standard that preserves and enhances public confidence in the integrity, safety, and impartiality of STARS' operations.

Team Members are to conduct themselves with personal integrity and in an ethical and honest manner at all time when performing their duties. Team Members must exercise diligence and care to avoid situations in which their personal interests might conflict, or appear to conflict, with those of STARS.

A conflict of interest is a situation in which a Team Member has, or may have, conflicting loyalties caused by having multiple interests, financial or otherwise, which could unduly influence or affect their motivations, decision-making, or impartiality in performing their duties for STARS. Examples of situations which may be a conflict of interest include:

- A personal, professional or financial relationship with another person that may cause, or may create the appearance of causing, the Team Member to act to further that relationship at the expense of STARS' best interest
- A relationship with another person that may cause, or may create the appearance of causing, the Team Member's impartial professional judgment to be inappropriately affected or obscured due to that relationship

A conflict of interest is situations in which a Team Member is involved in multiple interests, financial or otherwise, one of which could possible corrupt the motivation or decision-making. Conflicts of interest include, but are not limited to, occupational, financial, familial, personal or other interests that may create the appearance of impairing or influencing the Team Member's ability to act in STARS' best interest, or use the Team Member's impartial professional judgment to fulfill the Team Member's duties and responsibilities.

All STARS' Team Members must be sensitive to and avoid situations of an actual conflict of interest or perceived conflict of interest no matter how innocent his or her intentions might be. In the event that there are any questions as to whether a specific situation would constitute either an actual or perceived conflict of interest, Team Members should immediately report the conflict to their Leader and complete the Declaration of Conflict of Interest form. The Leader will review with Human Resources and determine if a conflict of interest exists. If so, the Leader and Human Resources will establish the appropriate course of action or manage the conflict.

Please refer to our Conflict of Interest Policy for more detailed information.

Non-partisan Representation of STARS

STARS must maintain a non-partisan stance to protect its charitable status with Canada Revenue Agency. As stated in Canada Revenue Agency's, Registered Charities – Political Activities, Information Circular: "All registered charities are required by law to have exclusively charitable purposes. The formal purposes of an organization are set out in its governing documents. They state the objects, or goals for which the organization is established. A charity may not engage in an activity that is illegal or partisan political or they will risk losing their charitable status. A partisan political activity is one that involves direct or indirect support of, or opposition to, any political party or candidate for public office, public office meaning a position of authority or service within the government involving responsibility to the public (e.g. Member of Parliament, Member of the Legislative Assembly).

From time to time, STARS' Team Members may express an interest in running for a particular political office, whether it be for a position in municipal, provincial, or federal government. To ensure that there are never any questions with respect to partisan political activity at STARS, STARS' Team Members must inform both their Leader and Executive Team Member of their intentions prior to their candidacy. Further, if the intent of the STARS' Team Member is to become a candidate for any political office, that Team Member must take a leave of absence without pay. Generally speaking, Team Members are not encouraged to hold a public office.

STARS' Team Members may not make any political statement or comment, or take any political action, on behalf of the organization.

Gifts and Entertainment

In business, it is common to foster relationships by exchanging courtesies, such as meals, gifts and entertainment. The gifts and entertainment we accept and give must not be intended or designed to influence our business judgment on behalf of STARS or inappropriately influence someone else's business judgment.

Gifts are anything of value given or received in relation to STARS' business. We may only give or accept gifts that are customary, modest, and culturally sensitive. We must never accept or give cash, bonds or

negotiable securities, although gift certificates or gift cards are allowed as long as they cannot be converted into cash. The value of any gifts received may not exceed \$100. If you are offered a gift of value that exceeds \$100, Leader approval must be obtained prior to acceptance.

Entertainment includes any event we host or attend for business related purposes - for example, meals, sporting events, theatrical performances and educational events. Entertainment should always be in good taste and consistent with usual business practice. We must avoid entertainment that is too lavish or expensive as it may be seen to influence our judgment. The value of any entertainment events we attend may not exceed \$300. If you are offered entertainment of value that exceeds \$300, Leader approval must be obtained prior to acceptance.

STARS' Team Members must never provide gifts or contribute to any political party, organization or any political candidate for or who holds public office on behalf of STARS.

Social Media and Communications

A Communications Policy is in place to provide guidance for public communications and outlines the officially designated spokesperson for the organization. Normally, all non-operational contact with the media is reviewed by the Communication's Team, with vetting and possible handling through the Executive team. An Acceptable Use Policy related to voicemail, email, internet, computer use, and other resources is in place.

Email, texts, instant messages and various social media options allow us to communicate quickly and from almost anywhere using any device. This ease of use and high accessibility makes it even more important that our Team Members communicate respectfully and carefully in all electronic formats. Team Members need to be mindful that electronic communications are permanent and can easily and quickly be shared with a larger audience. STARS' Team Members should never send or post any restricted, confidential, internal or otherwise non-public information or any messages or images that could tarnish STARS' reputation, the reputation of our stakeholders, or the reputations of our fellow Team Members. Online conduct is held to the same standard as in-person interactions and Team Members are all responsible to communicate appropriately and protect the reputation of STARS. While all Team Members are welcome to participate in online commentary, when it comes to representing our organization, it is important that Team Members participate in online social media in a meaningful, respectful and relevant way that protects the reputation of STARS and adds value to our business and our culture.

Compliance Procedures

This Code is not intended to address all of the situations that may be encountered. There will be occasions where you are confronted by circumstances not covered by policy or procedure and where you must make a judgment as to the appropriate course of action. In those circumstances you are encouraged to use your common sense and to contact your Leader or Human Resources for guidance. A

STARS' Team Member who fails to comply with this Code, or its intent, or who knowingly permits or directs a Team Member, volunteer, consultant or contractor under their leadership to not comply with this Code will be subject to disciplinary action up to and including termination of employment with cause.

- New STARS' Team Members will be required to certify their review, understanding of, and agreement to be bound by this Code as a condition of employment or contractual arrangement.
- All STARS' Team Members will be required to annually certify their review of, understanding of, and agreement to be bound by this Code annually.
- All policies referred to above are incorporated by reference and form part of this Code of Business Conduct and Ethics. You are responsible for knowing and abiding by their contents. The policies can be accessed through STARSGate, your Leader, or Human Resources.
- This Code will be reviewed by STARS annually and revised as determined appropriate by the Board and the Executive team. Reasonable efforts will be made to inform all STARS' Team Members of revisions to this Code.

RELATED POLICIES:

Respectful Workplace, Alcohol and Drug, Whistleblower, Progressive Discipline, Confidentiality, Privacy and Safety Policies

DEFINITIONS:

Team Member: Any individual that is part of STARS workforce, including contractors.

Leader: Any individual that has direct reports.

Contractor: Any individual, business, or entity that holds a signed contract with the organization.

APPROVAL, REVIEW AND REVISION SUMMARY	
Policy name:	Code of Conduct and Business Ethics
Effective date:	November 30, 2014
Last review and approval date:	September 2018
Next review and approval date:	September 2019
Owner:	Human Resources

The following is the required certification required under this Code:

I hereby acknowledge that I have read, understand and agree to comply at all times with the Code of Business Conduct and Ethics and all policies to or informed by reference therein. I am aware of where to access a copy of the Code and any document referred to or incorporated when reference to it is required. I understand that non-compliance with the Code, including any policy referred or incorporated therein, may result in disciplinary action up to and including termination of employment or contractual arrangement with cause and without notice or payment in lieu of notice.

Name (Printed)

Signature

Dated this ____ day of _____, 2018