

NEXT Canada Code of Ethics and Business Conduct

Purpose

NEXT Canada is committed to the highest possible standard of honest and ethical behaviour. This Code of Ethics and Business Conduct (the “Code”) provides guidelines for actions to be taken and expected behaviours when dealing with each other, applicants and participants in our programs, alumni, donors, supporters, business partners, contractors, suppliers, government authorities, the media and the general public. This Code defines the guiding principles to meet these high standards and sets out the expectations of NEXT Canada.

In addition to this Code, NEXT Canada may from time to time have specific policies applicable to certain individuals or circumstances (e.g. to individuals responsible for the selection of candidates for NEXT Canada’s programs) that provide additional guidelines or requirements.

Application

This Code applies without exception to all employees, officers and directors of NEXT Canada, volunteers, and third parties who act as representatives of NEXT Canada. We expect that each individual to whom this Code applies will comply with the Code and its principles and perform their job or services honestly and in the best interests of NEXT Canada.

Not every situation or circumstance can be addressed specifically in the Code. We are expected to apply the principles outlined in the Code in exercising our judgment and in our conduct when we face questions, concerns or issues whether or not they are expressly covered in the Code.

If you have doubts about a course of action or the conduct that is appropriate for a particular situation and the Code does not clarify the issue for you, you should seek advice and direction from your manager or a member of senior management. A breach of the Code is serious and can result in action by NEXT Canada, up to and including termination of employment or engagement.

Guiding Principles

We must follow these guiding principles:

1. conduct yourself honestly and with integrity;

2. respect and uphold the laws wherever NEXT Canada does business;
3. do not place yourself or NEXT Canada in a conflict of interest, or in a situation that has the appearance of a conflict of interest;
4. make every effort to protect all NEXT Canada property and assets from theft, fraud, misuse, loss or harm;
5. treat everyone fairly, respectfully and equitably; and
6. report any conduct that violates the Code (or any related policies or other duties owed to NEXT Canada) through the appropriate reporting channel.

NEXT Canada and all of the individuals and organizations within and associated with it are expected to comply with the laws applicable in the jurisdictions in which NEXT Canada does business. These laws include, but are not limited to, securities, anti-corruption, advertising, employment, workplace health and safety, environment, human rights and privacy laws.

Conflicts of interest arises when an individual or organization has personal or outside interests, commitments or relationships that may (i) interfere with, or appear to interfere with the objective, unbiased and impartial exercise of independent business judgment, or (ii) compromise, impair or be incompatible with the effective carrying out of business of NEXT Canada. Decisions we make on behalf of NEXT Canada cannot be influenced, or have the appearance of being influenced, by conflicting interests.

It is important that you avoid situations in which your personal interests conflict, or might be seen to conflict, with your duties to NEXT Canada and its obligation to its various stakeholders.

The following are some examples of the kinds of situations or personal activities that may result in a conflict of interest:

- directorships or other employment
- interests in business enterprises
- professional practices
- share ownership or beneficial interests in trusts
- personal associations with groups, organizations or certain family relationships

NEXT Canada Property and Assets

The property and assets of NEXT Canada are intended for business use only. It is your responsibility to ensure that the utmost care is given to protecting NEXTCanada's property and assets from theft, fraud, misuse, loss or harm.

Stationery, postage, tools, or equipment, for example, must not be redirected to personal use.

Other Employment

Full time employees may not hold employment outside of NEXT Canada, unless otherwise prior written approval is obtained from the CEO (or in the case of the CEO, from the NEXT Canada board of directors). It is expected that employees devote their full attention and effort during work hours to their job duties.

Outside Activities – Charitable, Community, Civic and Religious

NEXT Canada supports an individual's participation in charitable, religious, educational, community and civic activities. However, these activities should not interfere with work performance or present a conflict of interest. Unless you have received prior approval from the CEO (or in the case of the CEO, from the NEXT Canada board of directors), these activities must be limited to non-work hours.

Respect for all stakeholders

Donor and partner relations are often established and maintained based on honesty, respect and mutual trust. We must display integrity, diligence and competence, and shall demonstrate respect and courtesy towards clients in their remarks and gestures. Terms and conditions relating to all agreements must be truthfully and completely disclosed, in all dealings with clients.

Respect for NEXT Canada

We shall not make any statements or remarks likely to discredit or to tarnish the image or reputation of NEXT Canada in the eyes of its stakeholders and the general public. We shall not take part directly or indirectly in any activities, including activities outside working hours, that may harm the interests, image or reputation of NEXT Canada.

Suppliers

When dealing with NEXT Canada's suppliers of goods and services, we are required to treat them with courtesy and consideration.

NEXT Canada conducts business on the basis of merit and competitiveness, without favouritism. The integrity of each transaction must be unquestionable. You must avoid unfair or inappropriate business practices and you must not enter

into agreements with suppliers where you might achieve personal gain. Suppliers should be dealt with fairly and at arm's length.

NEXT Canada frequently undertakes the delivery of programs or events under contract with third parties. These contracts may carry additional specific policies and requirements that must be followed.

Reporting Concerns or Breaches of the Code

If you are aware of or suspect any conduct or circumstance that violates the Code, or that there may be deficiency in our policies, procedures or controls that might expose NEXT Canada to the risk of harm, loss or liability, you have a responsibility to report it immediately to your manager or a member of senior management. Breaches of the Code will be dealt with promptly and fairly. Next Canada will make efforts to maintain confidentiality where practicable.

NEXT Canada does not tolerate and will endeavour to protect from retaliation or reprisals anyone who, in good faith, reports conduct or circumstance that violates the Code, or that there may be deficiency in our policies, procedures or controls that might expose NEXT Canada to the risk of harm, loss or liability, or who exercises their legal right to report to or communicate with an appropriate government authority.

Compliance

It is our responsibility to be familiar with and understand the provisions of this Code as well as other applicable NEXT Canada policies and procedures. Failure of an employee to comply with the Code or any other applicable policy may result in disciplinary action, including disciplinary documentation and unpaid suspensions, up to and including termination of employment. Failure of a volunteer or third parties may result in termination of the relationship or engagement. Failure of a director to comply with the Code will be dealt with in accordance with the policies and procedures of the Board of Directors.

In summary, we are committed to protecting the reputation of NEXT Canada as a fair and ethical organization. All of us have the obligation to comply with this Code and with all applicable policies and instructions issued by NEXT Canada. Any breach of the Code is serious and may result in disciplinary action or other sanctions, up to and including termination of employment or engagement.