



VENDOR CODE OF CONDUCT

Last Updated: March 2020

1. DEFINITIONS AND SCOPE OF APPLICATION

“Vendor” means significant and national suppliers, development and construction consultants, managers and sub-contractors that directly or indirectly supply products and/or services to Chartwell Retirement Residences (“Chartwell”). The applicability of the Vendor Code of Conduct (the “Code”) may be extended to any individual or legal entity related to the Vendor, when this is possible and appropriate for the fulfilment of its purpose given the nature of the relationship

The Code shall be ratified by the Vendor through the signature of this document, and the Vendor must notify all its company directors, managers, employees and anyone who represents it; all these persons must commit to comply with the Code, through the procedures internally established by the Vendor.

2. INTRODUCTION

Chartwell is committed to conducting its business in an ethical and socially responsible manner and in compliance with applicable laws.

Chartwell believes that our Vendors form a critical part of our business. As a result, it is imperative that our Vendors behave ethically and responsibly when providing goods and services.

The Code applies to Chartwell’s Vendors and is meant to ensure that Chartwell’s business partners have a clear understanding of Chartwell’s expectations concerning their business standards and practices.

It is the responsibility of Vendors to ensure that they and their employees do not violate the standards of the Code.

3. STANDARDS OF VENDOR ENGAGEMENT

The Code outlines the Vendor obligations in the areas of lawful and responsible conduct, environmental responsibility, and social responsibility.

These expectations are consistent with Chartwell’s values, principles and policies regarding ethical business conduct and are used to assess new and existing Vendors and their facilities. Chartwell will not knowingly work with Vendors who do not meet the standards outlined in the Code.

Vendors shall comply with all applicable legal and regulatory requirements.

4. QUALITY AND SAFETY

Chartwell expects its Vendors to comply with Chartwell’s specifications as well as with all applicable legal requirements.

Vendors are expected to notify Chartwell of any circumstances which could potentially affect the safety and/or quality of any given product or service, to cooperate fully with Chartwell and to take all necessary steps to address any health, safety or regulatory issues associated with goods and/or services provided.

5. VENDOR WORKPLACE STANDARDS

1. Safe and Healthy Environment

Vendors must provide a safe and healthy working environment for their employees that complies with all applicable health and safety regulations and law.

2. No Forced Labor

Vendors must uphold internationally recognized human rights and standards. Employment must be voluntary and free from financial penalties or coercion. All members of the workforce shall be free to leave the workplace or to terminate their employment at any time. No workforce member shall be required to surrender any government-issued identification, passports or work permits as a condition of employment.

3. No Child Labour

Vendors shall not employ a person under the minimum legal age for employment as prescribed by the relevant local authority, or under the age for completing compulsory education, whichever is greatest.

4. Fair Disciplinary Practices

Vendors shall ensure that all members of the workforce are treated with respect and that no use is made of corporal punishment, threats of violence, or other forms of physical coercion or harassment. Disciplinary policies and procedures in support of these requirements shall be clearly defined and communicated to workers.

5. Non-reprisal

Vendors shall ensure that their workforce is able to openly communicate and share grievances with management regarding working conditions and management practices without fear of reprisal, intimidation, or harassment.

6. No Discrimination

Cultural differences must be respected and workers are expected to be employed based on merit, performance and ability, and not based on personal characteristics or beliefs.

Chartwell encourages Vendors to eliminate workplace discrimination with respect to hiring, salary, benefits, advancement, discipline or termination on the basis of gender, race, colour, religious or personal beliefs, place of origin, sexual orientation, marital or family status, disability, political opinion, membership in any legal organization or other grounds of discrimination prohibited by law.

7. Reasonable Working Hours

Vendors should maintain reasonable working hours. Workers shall not be required to work beyond the daily and weekly work hour limits as defined and required by the applicable laws and regulations.

8. Wages and Benefits

Vendors must, at a minimum, provide wages and benefits that comply with the all applicable laws and regulations.

6. ENVIRONMENT

Chartwell is committed to being an environmental leader and demonstrating this through its actions, including conducting its business in full compliance with the letter and spirit of all applicable environmental laws.

To that end, Chartwell seeks to work only with Vendors who strive to use resources, material and energy as efficiently and responsibly as possible and who work to minimize the adverse impact of their activities on the environment.

Vendors will also comply with any additional environmental requirements specific to the products or services being provided to Chartwell as called for in design and product specifications and contract documents.

Vendors shall identify and implement opportunities to reduce or eliminate waste and pollution at source and to continually improve resource and materials use efficiency.

7. CONFLICTS OF INTEREST

Vendors are reminded that Chartwell employees owe exclusive business loyalty to Chartwell and are bound by the Code which requires them to avoid placing themselves in a situation of conflict of interest, actual or apparent.

Consequently, Chartwell employees must not be put in a position where personal or financial incentives or interests may impair their judgment and ability to make sound and unbiased business decisions in the best interest of Chartwell. We expect Vendors who do business or seek to do business with Chartwell to respect these ethical principles and to not offer business courtesies (such as gifts and entertainment) that exceed nominal value.

8. CONFIDENTIALITY

All matters and information concerning Chartwell residents and employees are considered to be confidential and privileged and must not be transmitted to any other person within the company or to outside sources without proper authorization.

Information about the internal operation of Chartwell is also confidential.

Vendors must hold all confidential information regarding Chartwell which may be communicated to them or to which they may have access in strict confidence and are also expected to take reasonable means to protect such information and in their destruction.

Confidential information includes all non-public information about Chartwell provided by Chartwell, its employees and agents, and includes any design features, assembly configurations and selected materials.

Vendors may not disclose, share or use this information other than for the benefit of Chartwell. This includes a prohibition to display or allow any Vendor to display items packaged for Chartwell or on the packaging of which Chartwell's name, trademark(s) or logo(s) appear in any trade fairs. Vendors are also expected to respect the intellectual property and other legal rights of third parties.

9. ENGAGEMENT

All Vendors are required to carefully review the Code and agree to abide by its terms as a condition of doing business with Chartwell, either by completing the attached form or by signing a contract with Chartwell which incorporates the Code. Vendors will be asked to certify compliance with the Code every three (3) years.

10. MONITORING AND ENFORCEMENT

Vendors are expected to ensure that the standards outlined in the Code are communicated, understood and implemented at every level of their organization.

Chartwell reserves the right to assess and monitor Vendor compliance with these standards. To this end, Vendors are asked to maintain complete and accurate records and to grant Chartwell or a designated agent of Chartwell with unrestricted access to facilities, records and workers for inspection purposes.

If Chartwell determines that a Vendor has violated the Code, the Vendor will be required to propose and implement a corrective action plan in order to bring its business up to Chartwell's standards within a reasonable timeframe.

Chartwell also reserves the right to cancel purchase orders or terminate the relationship with Vendors who are unwilling or unable to comply with the Code or to remediate a situation of non-compliance within a reasonable timeframe, or to terminate the relationship immediately in case of serious violation or gross negligence. This would be considered a material breach in the case of an existing agreement with the Vendor.

11. QUESTIONS

Questions regarding the Code may be submitted to Chartwell via alandman@chartwell.com.

12. REPORTING VIOLATIONS

Any person who believes that a violation to the Code has occurred is encouraged to report the relevant information in confidence to the Chartwell's Legal Team via alandman@chartwell.com.

Chartwell will make every reasonable effort to investigate reported violations and take appropriate measures to maintain the integrity of its business.

VENDOR ENGAGEMENT FORM

I confirm that I have received a copy of the Chartwell's Vendor Code of Conduct, that I have read and understood its contents and that my company agrees to abide by it.

To the best of my knowledge, I certify that my company is in compliance with the Chartwell's Vendor Code of Conduct.

Signature: _____

I have the authority to bind the company (in my capacity as owner, principal or authorized officer)

Name	
Title	
Company	
Date	