

Code of Conduct

1. Purpose

BC Ferries provides an essential public service and operates in several terminals within the territories of over 80 of the First Nations communities.

BC Ferries is committed to maintaining the highest standards of ethical conduct, transparency, and accountability in all our business relationships. This Supplier Code of Conduct sets out the principles and standards that we expect our suppliers which include organizations that respond to bids and/or provide materials, goods, and/or services to BC Ferries, including a Supplier's contractors, subcontractors, representatives, employees, vendors, and consultants ("Suppliers"), to meet.

This Supplier Code of Conduct reflects our commitment to transparency, fairness and ethical business practices. By engaging with BC Ferries, Suppliers acknowledge their understanding and commitment in complying with this Supplier Code of Conduct.

The Supplier Code of Conduct is in addition to the Supplier's obligations set out in any agreements between BC Ferries and the Supplier. In the event of a conflict between the Supplier Code of Conduct and an applicable agreement, the agreement will govern.

2. Ethical Conduct and Professionalism

Suppliers are expected to conduct their business with integrity, honesty, and fairness. This includes, but is not limited to, avoiding conflicts of interest, ensuring fair dealing, and refraining from engaging in any corrupt or unethical practices. Suppliers must never offer, ask for, give or receive any form of bribe, kickback, gift, or any other type of improper payment or benefit, with the intent of gaining preferential treatment, influencing BC Ferries stakeholders' decisions, or attempting to secure a competitive advantage. Suppliers must exercise their duty of good faith and performance to the highest level of service standards. When in doubt about what is an acceptable business practice, please contact BC Ferries through the following email:

Bcf.confidentialreporting@shaw.ca

3. Conflict of Interest

Suppliers must actively identify and disclose any actual, potential, or perceived conflicts of interest that may arise during the course of their engagement with BC Ferries. This includes situations where a Supplier, its employees, associates, or sub-contractors have personal or financial interests that could impact their objectivity or influence BC Ferries stakeholders' decision making. In the event the Supplier becomes aware of an apparent or perceived conflict

of interest, the Supplier must immediately disclose the matter to BC Ferries in writing at the following email address:

Bcf.confidentialreporting@shaw.ca

Upon receiving a disclosure, BC Ferries will review the conflict of interest, determine the appropriate course of action and will communicate to the Supplier the next steps in the process.

4. First Nations Communities

BC Ferries upholds its commitment to working collaboratively with First Nations by engaging in meaningful engagement with local First Nations communities and seeking their input on decisions that impact their lands and resources.

BC Ferries is committed to reconciliation and is working to develop internal policies to support First Nations businesses. We encourage the inclusion of First Nations-owned businesses in our supply chain.

5. Compliance with Laws and Regulations

Suppliers must comply with all applicable laws, rules and regulations governing their business operations in the jurisdictions in which they operate. This includes adherence to environmental, health and safety standards, labour laws, and any other legal requirements relevant to their business activities. Where the provisions of law and the Supplier Code of Conduct address the same issue, the provision that is most stringent will apply.

6. Respect for Human Rights and Labour Standards

Suppliers must respect and uphold fundamental human rights and fair labour practices. This includes ensuring treating workers with respect and dignity, complying with all applicable wage laws, adopting a policy of zero tolerance for discrimination, and providing a safe and healthy working environment. Suppliers are expected to foster positive and professional work environment and safeguard labour and human rights in their operations. Suppliers must not engage in discriminatory practices based on race, ethnicity, gender, age, religion, disability, or any other protected rights.

7. Prevention and Elimination of Forced Labour and Child Labour

BC Ferries expects its Suppliers to share our commitment to prevent and eliminate the exploitation of persons by means of threat, force, coercion, or deception, including any work or services performed involuntarily and under the premise of any penalty.

In particular, Suppliers must not engage in or contribute to the use of forced or child labour, as defined in applicable laws.

In addition, all employees must meet the legal minimum age as established by applicable laws and regulations. All work must be voluntary, and workers shall be free to leave work or terminate their employment with reasonable notice.

Suppliers are expected to take commercially reasonable steps to ensure that they are not directly, or indirectly, causing or contributing to forced or child labour in any aspects of their own operations, and that their own suppliers and subcontractors are doing the same. In particular, Suppliers are encouraged to identify and focus on vulnerable workers and at-risk regions, where there is heightened risk of forced and child labour.

8. Environment Responsibility

BC Ferries is committed to environmental sustainability. Suppliers are expected to minimize their environmental impact, adopt responsible environmental practices, and comply with environmental laws and regulations.

9. Transparency and Accountability

Suppliers are required to provide accurate and transparent information about their products, services, pricing, and business practices. Transparency in its dealings with BC Ferries ensures fair and informed decision-making in the procurement process. Suppliers are encouraged to adopt practices that enhance transparency and accountability within their organizations.

Suppliers must maintain documentation necessary to evidence its compliance with this Supplier Code of Conduct and must make such documentation available to BC Ferries upon written request.

10. Fair and Competitive Practices

BC Ferries supports fair and open competition. Suppliers must not engage in discriminatory practices against competitors, sub-contractors, or other stakeholders. Suppliers must comply with all applicable competition laws and regulations and not engage in any illegal dealings, nor anti-competitive practices, collusion, bid-rigging, price-fixing, or any activities that compromise the integrity of the competitive procurement process.

11. Confidentiality and Data Protection

Suppliers are entrusted with confidential information during the course of their engagement with BC Ferries. The Supplier must keep confidential all non-public information provided by BC Ferries and protect sensitive data through robust data protection measures. The Supplier will not use information for any purpose other than that required in the performance of its contractual obligations. Data protection measures must be in accordance with applicable privacy laws.

12. BC Ferries Property

Where BC Ferries gives a Supplier access or possession to any of BC Ferries' personal property, the Supplier will use that personal property solely for purposes of performing its obligations under the applicable agreement with BC Ferries.

13. Reporting Violations

BC Ferries encourages Suppliers and BC Ferries' employees to promptly report any violations of this Supplier Code of Conduct, or any unethical behavior witnessed during the course of their engagement with BC Ferries.

Reports can be submitted to BC Ferries Supply Chain and Procurement Services in writing at the following email address: Bcf.confidentialreporting@shaw.ca.

14. Non-Compliance Consequences

Failure to comply with this Supplier Code of Conduct may result in the suspension or termination of the supplier relationship with BC Ferries. BC Ferries reserves the right to take appropriate actions, including investigations, evaluations, risk assessments, audits, enhanced monitoring, or legal remedies in cases of non-compliance.

By engaging with BC Ferries, suppliers acknowledge their commitment to upholding the principles outlined in this Supplier Code of Conduct. BC Ferries reserves the right to update or revise this Code to reflect evolving best practices and legal requirements.