



## Policy for Preventing the Solicitation and Acceptance of Privileges and Gifts

### IN BRIEF:

- **This policy applies to:** all employees, contract employees, subcontractors, contractors, suppliers and others (see Section 4).
- **This policy is under the authority of:** Human Resources
- **Summary:** VIA employees can accept invitations with their manager's approval, but cannot accept gifts from their business partners and associates. VIA employees may not solicit gifts, invitations or favours of any kind, under any circumstances. Some exceptions apply, if there is no conflict of interest or risk to VIA's corporate reputation (see Section 4: Compliance).
- **In place since:** *July 9, 2013*
- **Revised on:** *N/A*

### 1. COMMITMENT

VIA Rail Canada Inc. (VIA Rail), undertakes to demonstrate integrity in its business relations in order to contribute to the sound management of its operations as a Crown corporation, and to maintain the confidence of its customers, the Government of Canada and the Canadian population. Furthermore, as a Crown corporation, VIA Rail undertakes to conduct business relations marked by impartiality and objectivity in order to demonstrate prudence in its actions and look after its public image. This policy represents a clear commitment in connection with VIA Rail's Code of Conduct.

### 2. GOAL AND OBJECTIVES

This policy aims to avert potential situations involving actual or apparent conflicts of interest that arise when we are choosing between the fundamental interests of VIA Rail and our own interests. It also aims to reduce risks related to perceptions that may leave the impression that our position would allow us to solicit privileges or to receive gifts or services having an impact on our integrity in the exercise of our duties.

#### **VIA Rail hereby sets out to meet the following objectives:**

- 1- Assure the continuity of its business and mitigate risks with regard to conflicts of interest which could be damaging to its reputation.

- 2- Maintain honest business practices and preserve its independence with respect to practices and actions.
- 3- Demonstrate the objectivity of its business practices and prevent risks.

### 3. GUIDING PRINCIPLES

- ♦ Our dealings will demonstrate competence and respect; we will treat our clients and partners with consideration.
- ♦ Our dealings will not adversely affect the legitimate interests of VIA Rail; we will demonstrate loyalty.
- ♦ Our everyday dealings in the performance of our duties and in our business practices will be marked by honesty.

### 4. SCOPE/APPLICATION

This policy applies to full-time and part-time employees, contractual employees, subcontractors, contractors, suppliers and all third parties doing business with VIA Rail or having legitimate reasons for being in the company's facilities.

This policy is a supplement to VIA Rail's Code of Conduct, as well as its other policies and directives which describe the behaviour and conduct expected of its employees. VIA Rail's employees must carry out the tasks and responsibilities related to their occupation with professionalism, honesty and integrity.

#### Corporate governance

This policy and resulting measures are issued by the business' Ethical Governance Committee. This committee is made up of representatives of corporate groups, such as finance, legal affairs, purchasing, capital projects and human resources.

#### Compliance

- ♦ In pursuit of our objective to develop and maintain our business, we may accept invitations to business meals that are paid for by an actual or potential business partner if such meals are of a modest value, non-repetitive and in compliance with good commercial practices and with recognized rules of courtesy. For example, we may conclude that a meal is of modest value when we ourselves are able to offer it to our business partner.
- ♦ In pursuit of our objective to develop and maintain our business, we may accept invitations or admissions paid for by an actual or potential business partner for networking events (particularly sporting or cultural events) related to the exercise of our official duties, subject to the prior approval of our immediate supervisor.

## Non-compliance

- ♦ We do not solicit any tips, commissions, cash, bribes, facilitation payments<sup>1</sup>, gifts, rewards, favours, privileges, products, services or loans. This rule also applies to the solicitation of business partners for VIA Rail's charitable work.
- ♦ We do not accept any commissions, cash, bribes, facilitation payments, gifts, rewards, favours, privileges, products, services or loans from an actual or potential business partner, other than promotional objects of symbolic value. For example, we may conclude that office supplies, boxes of chocolate or flowers with a value of under \$25 are promotional objects with symbolic value.
- ♦ We do not accept invitations or admissions at the expense of an actual or potential business partner (particularly for meals or sporting or cultural events) if: such invitations or admissions could have an influence or could be perceived as potentially having an influence on our objectivity or integrity; or if they could place VIA Rail under obligation to the donor or create an actual or apparent conflict of interest; or if they could compromise VIA Rail's interests or reputation. For example, we do not accept invitations from a supplier of services when said supplier is bidding on an invitation to tender or participating in any other process involving the granting of a contract by VIA Rail.
- ♦ We do not accept invitations or admissions at the expense of an actual or potential business partner (particularly for meals or sporting or cultural events) if such invitations or admissions are intended for our personal use, for a VIA Rail employee, or for family members or friends. For example, we do not accept admissions to an event provided by a business partner for our personal use (that is, tickets to attend an event with our family or our friends, without the presence of the business partner).
- ♦ We notify donors of our refusal in writing by mentioning that this practice falls under our Code of Conduct.
- ♦ Employees who fail to respect this policy may be subject to disciplinary or corrective measures, including dismissal.

## 5. RESPONSIBILITIES

All VIA Rail employees, regardless of their function, share the responsibility for upholding honest business practices and respecting this policy.

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<sup>1</sup> This means a non-official payment made in order to guarantee or accelerate a routine action or a service to which an individual or company is normally entitled.

### **Additional responsibilities**

Managers have additional responsibilities, and VIA Rail's expectations of managers are higher and carry more severe consequences.

**VIA Rail's management team** has the duty to create and maintain honest business practices, to clearly define the company's expectations and employees' obligations with regard to this policy, and to help directors and employees fulfil their responsibilities. They are also responsible for investigating, disclosing and resolving all possible violations of this policy, and for communicating the policy to their employees. In addition, they must see to it that the obligations under this policy are respected.

**Directors and managers** must create and maintain honest business practices. They are also responsible for investigating, disclosing and resolving all potential policy violations, and for communicating the policy to their employees. In addition, they must see to it that obligations under this policy are respected.

**Supervisors and professionals** are responsible for participating in the maintenance of honest business practices. They must disclose potential policy violations, communicate the policy to their employees and ensure that obligations under this policy are respected, in compliance with collective agreements.

## **6. REFERENCES/CONTACTS**

Questions regarding the interpretation of this policy must be addressed to our supervisor or our Human Resources Business Adviser.

For concerns with regard to confidentiality, you may contact VIA's Ombudsman and Compliance Officer via a means of external communication.

## **7. APPROVAL**

**Approved by:**

**Date:**

*Original signed by:*

*September 6, 2013*

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**Marc Laliberté**  
**President and CEO**