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# CHARTER OF PROFESSIONAL CONDUCT

NAVIGATION GUIDE TO PREFERRED CONDUCT, ETHICAL  
BEHAVIOUR & PROFESSIONAL ETIQUETTE



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## POINTING THE WAY

Because we are committed to your success, and because we know that “trial and error” is not a particularly safe method of navigating through the workplace, we offer this resource, commonly referred to as a Code of Conduct and Ethics. This Charter should take away the mysteries and reveal South West Terminal’s standards and expectations regarding our conduct at South West Terminal (SWT). The Charter applies equally in all SWT’s locations and divisions, and to all Team Leaders, Team Members, Senior Leadership and members of the Board of Directors. The standards contained in this Charter are some of the non-negotiables of our professional community and compliance is expected. This Charter is a reflection of our core values and operating principles, which form the foundation of SWT’s corporate culture and employment experience.



## GOLDEN RULES

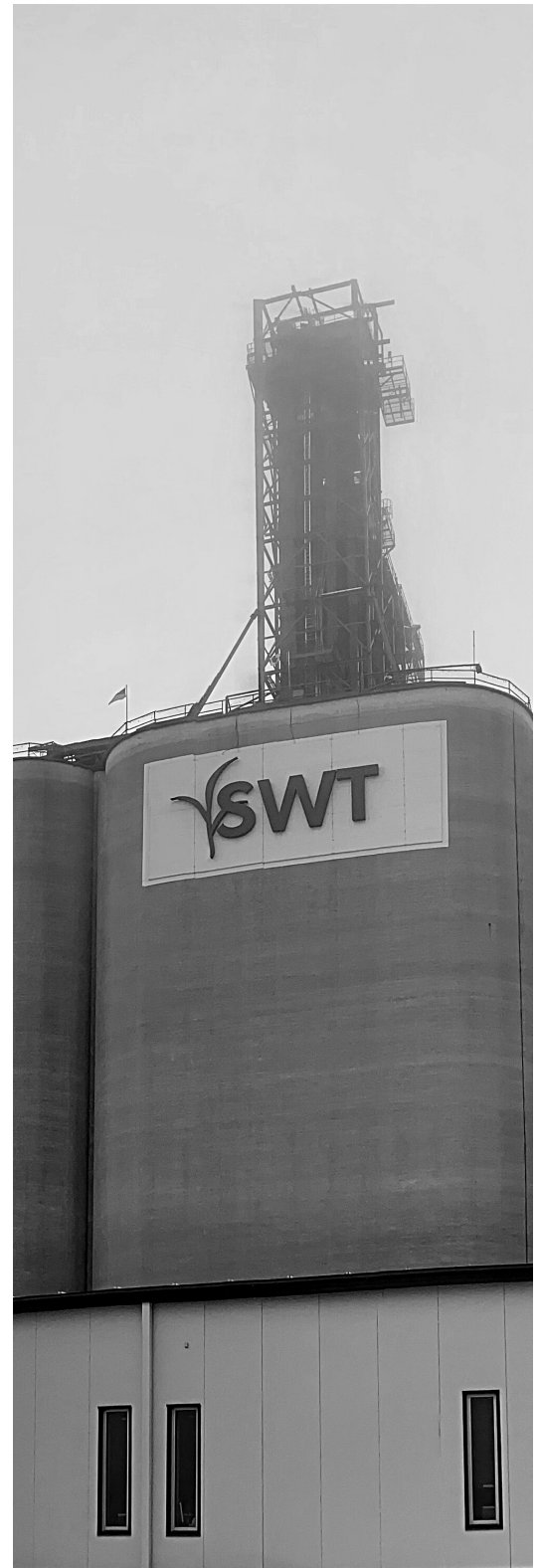
Since the scope of our behavioural “creativity” exceeds the scope of this resource, consider these five directives as SWT’s static “Golden Rules.” In case of confusion, conduct yourself according to these 5 simple yet profound “rules.”

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*Common Sense is the basic level of practical knowledge and judgment we all need to help us live in a reasonable and safe way.*

”

- 1. Treat others (customers, co-workers, suppliers, owners, managers and all associates) the way you want to be treated.**
- 2. Behave the same as you expect others to behave.**
- 3. Set the standard with your actions instead of your words.**
- 4. Use \*common sense\* and courtesy at all times.**
- 5. Think before you act (anticipate the collateral effects and consequences).**



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# BEHAVIOURAL EXPECTATIONS

Although we really shouldn't need to be more specific than the Golden Rules for assuring your success in the conduct department, below is a list of our specific behavioural expectations. The expectation is that all members of SWT will consistently demonstrate these qualities:

## INTEGRITY

Integrity is a foundational virtue upon which all other qualities are built. Integrity is having high moral and ethical convictions which guide our behaviour, like telling the truth all the time, and playing to win – by the rules, and “saying what you mean and meaning what you say”.

## ACCOUNTABILITY

Accountability is taking ownership, accepting responsibility, keeping promises and commitments, being thorough, finishing well, being responsible. The opposite of accountability is blaming, deflecting, dodging, making excuses, “shaping” the facts, and denying responsibility.

## RESPECT

(self-respect and respect for others): Self-respect is demonstrated in our appearance, what comes out of our mouths, our attitudes and our behaviors. Respect for others is demonstrated in how we talk about, and to others, how we treat others, how we appreciate other's opinions and differences and by our general professionalism. We earn respect by giving and demonstrating respect.

## TRANSPARENCY

We don't operate in the shadows or “off the radar.” We are open and forthright in our business dealings and in our interpersonal interactions. Our reporting is factual, relevant and complete. We have nothing to hide and we welcome scrutiny. “What you see is what you get.”

## KINDNESS

kindness is the composite of being nice, friendly, considerate, compassionate, courteous and gentle. It takes strength to be kind. Kindness is a choice, not a feeling.

## FAIRNESS

Fairness is part of respect. It allows for a give and take practice. Fairness is also a component of ethics. It means we don't discriminate or exercise our biases, nor do we use our position to obtain an unfair advantage for ourselves or others. Fairness is related to equality and justice. Fairness means that everyone has the same opportunities to be successful.

## TRUST

Trust is earned. We earn it by being faithful, dependable, reliable and truthful. Only trustworthy employees will be given more responsibility. If our employer can't count on us, they will count us out. To be considered a trustworthy person is a badge of honor, but trust is fragile. It takes time to earn and can be lost in a moment. Breach (broken) of trust is a common cause of broken employment relationships. Because of something we have done (or something we should have done but did not do) our employer loses their trust in us.

## INITIATIVE

To "take the initiative" means to anticipate need and jump in to help. It's a leadership instinct. It's enthusiastically supporting the team – with action. Team members who show initiative are never idle, or bored because they are always looking for something to do and ways to help. Initiative-takers are the first to grab a broom or a snow shovel, empty a garbage pail or assist a customer – regardless of their job description.

## LOYALTY

We still value loyalty, and reward loyalty with loyalty. Loyalty manifests as faithfulness, engagement, attachment, devotion, "stick-to-it-iv-ness." Loyalty overcomes the momentary challenges and disappointments of the workplace.

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## COMPLIANCE

We are subject to both internal and external governances. Internally we have established standards and parameters which guide what we do how we do it. Our Employment Guide (Employee Orientation Handbook) is an example of an internal governance, as is this Charter document and company bylaws and policies. Additionally, there are numerous external agencies which give oversight and set standards for us. These agencies include the Canada Labour Code and/or Provincial Employment Standards, Occupational Health and Safety, Canada Revenue Agency, Worker's Compensation, plus other regulatory bodies, Acts and Associations such as the Canadian Competition Act, ISO, the Canadian Grain Commission and other divisions of the Federal and Provincial governments. We will operate in full compliance with all external agencies and bodies.



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# FLAGGING THE HAZZARDS

A very popular business guru and best-selling author – John Maxwell said,

“

*There is no such thing as ‘business ethics,’ there is only ‘ethics!’*

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What Maxwell means is that our ethics (the principles and convictions which guide us and under which we operate) should not differ from one context or situation to another. **At SWT we are ethical professionals who conduct business ethically and honorably.** That means we don’t lie, cheat, steal, blame and deflect, modify the truth, exploit others or cook the books. We are transparent, honest, accountable and forthright. Our “yes” means yes, and our “no” means no! This applies in our dealings with our customers, our suppliers and other business associates, and with each other.





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# FLAGGING THE HAZZARDS

Our ETHICS govern our behaviours in areas such as:

## CONFLICTS OF INTEREST

All members (employees and Board members) of the SWT have a legal and moral duty to act in the best interests of the company. This duty is inherent in the employment contract, and the expectation is that nothing will be done by team members in any way to compromise, put at risk, harm or jeopardize the organization, its business, its customers, its associates or its people. A common example of “conflict of interest” is “moonlighting,” if the team member is working after hours for a competitor of SWT. Involvements outside of our primary work commitment, paid or not, which inhibit our ability to satisfy the requirements and standards of our professional duty with SWT could also be considered conflicts of interest. Hiring a family member or friend without disclosing the relationship is another form of conflict of interest. Making decisions which benefit an individual but put the company at a disadvantage or negatively affect its wellbeing is also an example of conflict of interest.

## GIFTS AND GRATUITIES

Sometimes Team or Board Members may be offered gifts or gratuities by vendors, suppliers, customers or other business associates. Sometimes these gifts are a harmless expression of appreciation or a gesture of hospitality (door prizes), or a token of attendance. Sometimes “gifts” are used to garner favor (bribes) or create a sense of obligation or indebtedness. In the interest of being above reproach we are expected to use our discretion and discernment when it comes to gifts and gratuities, and in some cases, prizes. Transparency and disclosure put us beyond suspicion. As a basic guide, gifts, gratuities and “prizes” with no significant retail value (\$100.00 or less) and with “no strings attached” may be kept by the recipient. Items valued in excess of \$100.00 will be turned over to the company through the Chief Executive Officer (CEO), who will decide what to do with the item(s) to best benefit the company and community. Team members and Board Members should politely refuse to accept anything that is inappropriate, improper, in bad taste or otherwise compromising or embarrassing to the individual and the company. Team and Board members should never solicit gifts or gratuities from customers, clients, suppliers, business associates, or other team or Board members. Neither do representatives of SWT offer gifts, gratuities, funds, favors, contributions or gifts-in-kind to anyone for any reason without specific approval and authorization from the CEO and as per company protocol.

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## USE OF COMPANY PROPERTY

Company property and all company assets, including tools and equipment, electronic hardware, communications paraphernalia, facility and furnishings and vehicles are to be used carefully and respectfully, and as designed, and returned to their proper place, clean and reusable. All damages are to be reported to the company Leadership at time of occurrence. We'd just tell you to treat everything like you owned it but we've seen how some people treat their stuff.

## USE OF CO-WORKER'S PROPERTY

Same expectation as company property. Plus, we need to be extra nice to our co-workers who lend us their stuff. Please remember to ask to borrow something – each time. And don't get upset or disrespectful if they say "no!" It's their right to refuse, and some people are very protective of their stuff.

## USE OF CUSTOMER'S PROPERTY

Same expectation as company property. Most likely the customer's property refers to their products (crops) and the vehicles used to deliver them. We show respect to our customers by respecting their property. When unloading grain, for example, banging on the truck hopper is not a gesture of respect or gratitude.

## SOLICITATION

Selling chocolates for your kid's school field trip? Need to borrow some cash for the weekend? Selling raffle tickets for your Community Association's fund raiser? Just launched your Amway career? Please don't corner your co-workers, and they won't corner you. Also, if you are aware of someone else on the premises selling stuff or asking you to join something, escort this person to the reception area and report this to SWT's leadership immediately.

## SIDE DEALS

All business is to come through the proper channels. Discounts, "special arrangements," "deals," swaps, private transactions, and so on are not allowed, unless authorized by SWT's designated leadership. Asking for permission is much preferred over asking for forgiveness.

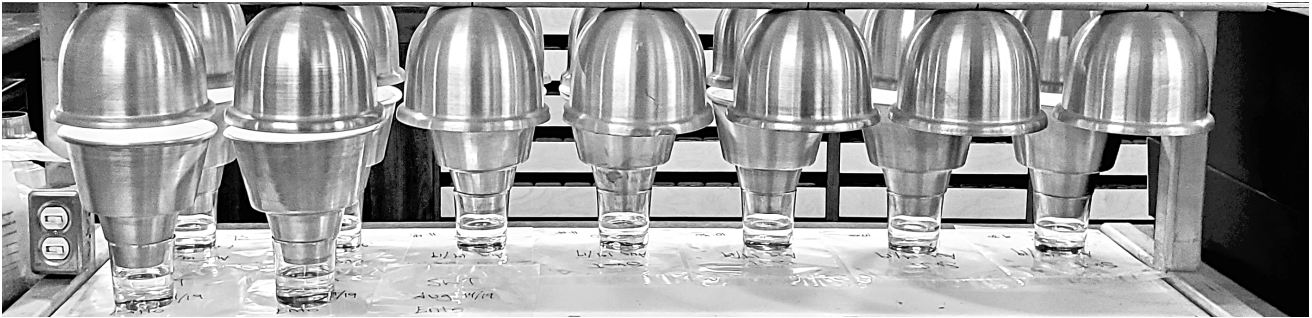
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## INSIDER INFORMATION & SHARE TRADING

Team members and Board members have access to company information, business practices and related marketing activity which is not immediately available to the general public or other interested persons or organizations and could be used for personal gain or benefit, or to benefit someone else. We do not exploit this privilege for personal gain. To ensure fairness and transparency SWT has adopted a policy defining Insider Reporting Requirements. Please refer to this policy in SWT's Employment Guide.

## MISREPRESENTATION

You may be a SWT team member but unless you are the CEO or Chairman of the Board you do not speak for the organization, nor should you make commitments or promises on behalf of SWT – unless of course you have been authorized by the CEO or the Chairman as proxy, and if that happens, you'll know.



## OTHER UNDISCLOSED ACTIVITIES WHICH MAY HAVE A NEGATIVE EFFECT ON THE ORGANIZATION, OR WHICH MAY INHIBIT A TEAM MEMBER'S ABILITY TO MAINTAIN GOOD STANDING IN THEIR EMPLOYMENT.

Examples may include Jury Duty, Political activity (running for office, supporting a campaign, etc.), Military Service (Reserves), committee membership, coaching, and so on. There is nothing wrong with these activities, and we encourage our team members to get involved in their community and exercise their civic rights and duties. However, unless these involvements are disclosed, we cannot support you or make accommodation for you.

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## TRAVELLING WITH YOU

Because the workplace, and society in general, have become complex and complicated environments we may at times find ourselves in ethical dilemmas or just confused and uncertain of the right course of action in a given situation. Your Team Leader, Senior Leadership and the CEO are all available to discuss any matter with you and help you navigate forward – safely.

The basic rule of thumb is if you aren't absolutely certain that something is appropriate, ethical, proper, acceptable or within the parameters of what is permissible at SWT, please bring it to the attention of your Team Leader, CEO or a member of the Board of Directors. They are able and would be pleased to help you stay in the right lane.

To achieve these high standards of conduct and ethical behaviour and establish and protect our “high road” culture, we need to hold ourselves and each other accountable. If any of us becomes aware of another team member who is drifting away from the center line, it is our duty to step in and provide guidance. In some cases, we may need to go to our Team Leader, and flag the concern. If the concern is about the Team Leader we can go to the CEO or a member of the Board of Directors. All legitimate concerns will be properly investigated and resolved. In so much as we are able, and the circumstance allows the identity of the Team Member who came forward to raise the concern will be kept confidential. Team members who, acting in good faith and with reasonable grounds, bring forth a concern will be protected from harassment, retaliation or adverse employment consequences.

At SWT we support each other in making right choices and taking the high road. This is essential for the future of our organization and business, and for the success and future of our careers. Because we are committed to the success of every member of the SWT community and its continuing good reputation and prosperity, behaviour that is out of sync with the expectations defined in this guide will become the focus of intervention and corrective action.



## SWT TEAM MEMBER COMPLIANCE AGREEMENT

I, \_\_\_\_\_, acknowledge that I have read this Charter of Professional Conduct in its entirety, and I understand its intention and the responsibility it places on me and every Team and Board Member of South West Terminal Ltd. As indicated by my signature, I freely accept this responsibility and commit to conducting myself in accordance with the specifics and standards set out in this Charter.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_