

chapter S-8, r. 2

Code of ethics of officers and directors of housing bureaus

Act respecting the Société d'habitation du Québec
(chapter S-8, ss. 86 and 86.1).

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CHAPTER I

PURPOSE AND SCOPE

1. The purpose of this Code is to promote integrity, openness and impartiality in the management of a housing bureau and to render directors and officers accountable so that they are able to carry out the mission of the bureau.

O.C. 498-2007, s. 1.

2. This Code applies to the directors and officers of a housing bureau.

A director appointed by the Minister responsible for the administration of the Act respecting the Société d'habitation du Québec (chapter S-8) in accordance with the letters patent of a housing bureau and sitting on the board of directors of that office must comply with the provisions of this Code. In case of discrepancy between the provisions of this Code and those of the Regulation respecting the ethics and professional conduct of public office holders (chapter M-30, r. 1), the latter prevails.

O.C. 498-2007, s. 2.

CHAPTER II

PRINCIPLES AND GENERAL RULES

3. Directors and officers are appointed or elected to contribute, within the framework of their mandate, to the accomplishment of the mission of the housing bureau and to the proper administration of the property under the responsibility of the bureau.

They must make their contribution in compliance with law, with honesty, loyalty, prudence, diligence, efficiency, application and fairness.

O.C. 498-2007, s. 3.

4. In the performance of their duties, directors and officers must comply with the principles and the rules of professional conduct prescribed by law, particularly those of the Civil Code and this Code. In case of discrepancy, the most stringent principles and rules prevail.

In case of doubt, directors and officers must act according to the spirit of those principles and rules. They must also arrange their personal affairs in such a manner that they cannot interfere with the performance of their duties.

O.C. 498-2007, s. 4.

CHAPTER III

RULES PARTICULAR TO CERTAIN DUTIES

DIVISION I

DUTY OF DISCRETION

5. Directors and officers are bound to discretion in regard to anything that comes to their knowledge in the performance of or in connection with the performance of their duties and are at all times bound to maintain the confidentiality of information thus received.

That obligation does not have the effect of preventing directors and officers from reporting to the person or persons who appointed or elected them, except where the information is confidential by law or where the board of directors requires that confidentiality be maintained.

O.C. 498-2007, s. 5.

6. Directors and officers must refrain from making public comments on the decisions taken by the board of directors, except with the authorization of the board.

O.C. 498-2007, s. 6.

7. Directors and officers must transmit to the board of directors in a timely manner any information in their possession concerning the management of the housing bureau or the property under the responsibility of the bureau.

O.C. 498-2007, s. 7.

8. A dissenting director or officer may inform the competent authority of the reasons for his or her dissension in writing.

O.C. 498-2007, s. 8.

DIVISION II

DUTIES OF HONESTY AND LOYALTY

9. In the performance of their duties, directors and officers must act in the interest of the housing bureau. They must set aside any partisan political considerations, as well as any bonds that link them to a specific interest group.

O.C. 498-2007, s. 9.

10. Directors may not promise their vote in advance.

O.C. 498-2007, s. 10.

11. Directors and officers must demonstrate reserve in the expression of their political opinions, particularly so as not to leave to believe that their decision-making power is influenced by such opinions or that their political interests prevail over those of the bureau.

O.C. 498-2007, s. 11.

12. Directors and officers must avoid placing themselves in a situation of conflict between their personal interest, including that of their immediate family members, and the duties of their office.

“Situation of conflict of interest” means any situation where a director or an officer has a personal interest such that it prevails or may prevail over the interest of the bureau. The interest may be of a pecuniary or moral nature. It is not necessary for directors or officers to actually take advantage of their office to serve their interests or to impair the interests of the office; the possibility of that occurring is sufficient.

Directors and officers must disclose to the board of directors any direct or indirect interest that they have in a body, enterprise or association likely to place them in a situation of conflict of interest, as well as any rights that they may assert against the body, enterprise or association, and indicate, where applicable, the nature and value.

The disclosure must be recorded in the minutes of the meeting of the board.

A director or an officer who is in a situation of conflict of interest concerning a matter submitted to the board of directors for deliberation must withdraw from the meeting for the time required by the board of directors to deliberate and vote on the matter.

O.C. 498-2007, s. 12.

13. Full-time officers may not, on pain of penalty, have a direct or indirect interest in a body, enterprise or association entailing a conflict between their personal interest and that of the bureau. However, no penalty may be imposed if such interest devolves on them by succession or gift, provided that they renounce it or dispose of it promptly.

Any other director or officer who has a direct or indirect interest in a body, enterprise or association entailing a conflict between his or her personal interest and that of the bureau must disclose the interest in writing to the chair of the board of directors and, where applicable, refrain from participating in any deliberation or any decision pertaining to the body, enterprise or association in which he or she has that interest. In addition, the director or officer must withdraw from the meeting for the time required by the board of directors to deliberate and vote on the matter.

This section does not prevent an elected director from expressing opinions about general measures applicable to lessees.

O.C. 498-2007, s. 13.

14. Any disclosure under this Division must be dealt with confidentially.

O.C. 498-2007, s. 14.

15. Directors and officers may not treat the property under the responsibility of the bureau as if it were their own property and may not use it for their own benefit or for the benefit of a third party.

O.C. 498-2007, s. 15.

16. Directors and officers may not use information obtained in the performance of or in connection with the performance of their duties for their own benefit or for the benefit of a third party.

That obligation does not have the effect of preventing directors and officers from reporting to the person or persons who appointed or elected them, except where the information is confidential by law or where the board of directors requires that confidentiality be maintained.

O.C. 498-2007, s. 16.

17. Full-time officers must perform the duties of their office exclusively, except where the authority having appointed them authorized them to perform other duties.

O.C. 498-2007, s. 17.

18. Directors and officers may not accept any gift, hospitality or other advantage, except what is customary and of modest value.

Any other gift, hospitality or advantage received must be returned.

O.C. 498-2007, s. 18.

19. Directors and officers may not, directly or indirectly, grant, solicit or accept a favour or an undue advantage for themselves or for a third party.

O.C. 498-2007, s. 19.

DIVISION III

DUTIES OF PRUDENCE AND DILIGENCE

20. Before deciding or voting on an issue, directors and officers must obtain all the information necessary to make an informed decision in the interest of the bureau.

O.C. 498-2007, s. 20.

21. Directors, as well as officers when so required, must participate regularly in the meetings of the board.

O.C. 498-2007, s. 21.

CHAPTER IV

POLITICAL ACTIVITIES

22. Directors and officers who intend to be candidates for an elective public office must so inform the board of directors of the bureau and the person or persons who have appointed or elected them.

O.C. 498-2007, s. 22.

23. Full-time officers wishing to be candidates for election to the National Assembly, the House of Commons of Canada or another elective public office whose functions will probably be performed on a full-time basis must request and are entitled to leave without pay, from the day on which they announce their candidacy.

O.C. 498-2007, s. 23.

24. Full-time officers wishing to run for election to an elective public office whose functions will probably be performed on a part-time basis, but whose candidacy may make it impossible for them to demonstrate reserve as required, must request and are entitled to leave without pay from the day on which they announce their candidacy.

O.C. 498-2007, s. 24.

25. Officers who are granted leave in accordance with section 23 or 24 are entitled to resume their duties not later than on the thirtieth day following the final date for nominations, if they are not candidates, or if they are candidates, not later than on the thirtieth day following the date on which another person is declared elected.

O.C. 498-2007, s. 25.

26. Directors who are elected to a full-time public office and who accept the office must immediately resign their directorship.

Directors who are elected to a part-time public office must, if that office may make it impossible for them to demonstrate reserve as required, resign their directorship.

Directors who are elected as school commissioners, designated as members of the board of directors of a school service centre or elected to a municipal council are exempt from the requirements of this section.

O.C. 498-2007, s. 26; O.C. 816-2021, s. 101.

CHAPTER V

PERFORMANCE OF DUTIES OF DIRECTORS OR OFFICERS

27. Directors and officers must not show any favouritism in their decisions, particularly in the selection of lessees and the granting of the dwellings under their management.

O.C. 498-2007, s. 27.

28. Directors and officers must treat the clients served by the bureau with dignity.

O.C. 498-2007, s. 28.

29. Officers must, as far as possible, give clients the information they request and to which they are entitled. If that is impossible, they must refer the clients to a person who is able to provide the information.

O.C. 498-2007, s. 29.

30. Officers must be available and attentive to the needs of the clients served by the bureau.

O.C. 498-2007, s. 30.

31. Directors and officers must make their decisions in the interest of the housing bureau.

O.C. 498-2007, s. 31.

32. Directors and officers must favour an amicable settlement of disputes, in particular those regarding relations between lessees and with the representatives of the bureau.

O.C. 498-2007, s. 32.

33. Officers must render an account of their administration to the board of directors on a regular basis.

O.C. 498-2007, s. 33.

34. Directors and officers must manage the funds under their responsibility with openness and efficiency.

O.C. 498-2007, s. 34.

CHAPTER VI

OBLIGATIONS AFTER LEAVING OFFICE

35. Directors and officers who have left office must conduct themselves in such a manner as to not derive undue advantages from their previous service with the bureau.

O.C. 498-2007, s. 35.

36. Directors and officers who have left office may not disclose confidential information or give advice based on information not available to the public concerning the bureau for which they worked, or concerning another body, enterprise or association with which they had a direct and substantial relationship during the year preceding the end of their term of office.

Within one year after leaving office, directors and officers may not act for or on behalf of another person in connection with a proceeding, negotiation or other transaction to which the bureau that they served is a party.

Directors and officers of a housing bureau referred to in the second paragraph may not, in the circumstances referred to in that paragraph, deal with the director or officer referred to therein for one year following the end of the latter's term of office.

O.C. 498-2007, s. 36.

CHAPTER VII

DISCIPLINARY PROCESS

37. The Société d'habitation du Québec is responsible for the application of this Code and, for that purpose, the president and chief executive officer is the competent authority.

A person who becomes aware of a violation of the provisions of this Code shall so inform the chair of the board of directors of the housing bureau and the competent authority.

O.C. 498-2007, s. 37.

38. Directors or officers accused of a violation of the provisions of this Code are temporarily relieved of their duties, with pay, if any, by the Société on the recommendation of the competent authority, in order to allow an appropriate decision to be made in an urgent situation requiring prompt action or in a presumed case of a grievous offence.

O.C. 498-2007, s. 38.

39. The competent authority must inform the directors or officers of the violations of which they are accused, of the possible penalty and that they may, within 7 days, make submissions and if they so request, be heard regarding the alleged violations.

O.C. 498-2007, s. 39.

40. Where a director or an officer is found to have violated a provision of this Code, the competent authority must recommend to the Société that a penalty be imposed.

O.C. 498-2007, s. 40.

41. The penalties that may be imposed on a director or an officer are a reprimand, a suspension without pay for a maximum of 3 months or dismissal.

O.C. 498-2007, s. 41.

42. Any penalty imposed on directors or officers, as well as the decision to temporarily relieve them of their duties, must be in writing and give the reasons therefor.

O.C. 498-2007, s. 42.

43. *(Omitted).*

O.C. 498-2007, s. 43.

UPDATES

O.C. 498-2007, 2007 G.O. 2, 1943

O.C. 816-2021, 2021 G.O. 2, 2103

