SCHEDULE E – DEVELOPMENT CONSULTANT SERVICES CONTRACT
Conflict of Interest Guidelines for Development Consultants

A. Introduction

The purpose of these Guidelines is to ensure that no Development Consultant (the “Consultant”) performing duties in connection with the delivery, management or administration of a housing project funded, financed or facilitated by BC Housing and its agent Provincial Rental Housing Corporation (together referred to as “BC Housing”) has a conflict of interest or appears to have a conflict of interest.

BC Housing is accountable for the prudent spending of public money. Pursuant to that duty, BC Housing must be scrupulous to ensure that no such conflict of interest exists.

B. Conflict of Interest

A Consultant of a housing project (the “Project”) has a conflict of interest when his/her business or personal interests are in actual or potential conflict with the duties which he/she has agreed to perform for the Project and/or Client.

Your business or personal interests are in conflict when you, or someone who is your “related person” (as defined below), directly or indirectly receive or may receive a benefit in addition to any compensation received for performing your duties as a Consultant or any reimbursement for expenses incurred by you in performing your duties as a Consultant for the Project. You must avoid any situation that could result in a conflict of interest or the appearance of a conflict of interest.

Situations where you as a Consultant would have an actual or potential conflict of interest include the following situations:

1. Where a person, firm or corporation (a “Contractor”) sells or leases or assists in the sale or lease of real or personal property to BC Housing or a non-profit or other Client, or performs duties or provides services to BC Housing or the Client in connection with the Project, and:

   (a) you or a related person are that Contractor;
   (b) you or a related person are a director or officer or hold a senior management position with that Contractor;
   (c) you or a related person are a shareholder of that Contractor or have the right to become a shareholder;
   (d) you or a related person are a partner in that Contractor or have the right to become a partner in that Contractor;
   (e) you or a related person hold or have the right to acquire, or have an interest in or the right to acquire an interest in, any stock, bond, debenture or security of or granted by that Contractor; or
(f) you or a related person have any business, financial, personal or familial relationship with a director, officer or senior management person of that Contractor.

2. Where you or a related person own or have the right to acquire real or personal property in which BC Housing or a Client has or will be acquiring an interest for the Project.

3. Where you or a related person engage in any personal business transaction or private arrangement for personal profit which arises because of your position as a Consultant for a Project, including because of confidential or non-public information which you acquire by reason of your position on the Project.

The term “related person” means a person who has a family connection or business association with a Consultant such that

(a) a transaction between BC Housing or the Client and the person would confer a benefit upon the Consultant, or

(b) the relationship might affect, or give the appearance of affecting, the Consultant’s ability to act impartially on behalf of the Project.

Some conflict situations are fairly clear. For example, your spouse must not benefit personally from the sale or lease of land to BC Housing or to the Client. On the other hand, a conflict of interest may not always be immediately apparent. For example, you may be in conflict for receiving a finder’s fee for arranging a retainer by BC Housing or the Client of technical or other consultants or suppliers.

BC Housing expects that you will report all conflicts of interest in respect of the Project to the Client and BC Housing as soon as possible. Failure to do so will constitute a breach of the agreements between the Client and BC Housing.

C. Declaration Re Conflict of Interest

Prior to the release of funds from BC Housing, Clients entering into any contractual relationships with respect to the Project, the Client must deliver a declaration (the “Declaration”) in the form attached to these Guidelines to BC Housing, to the attention of the Director, Development Services.

If a conflict of interest arises after the Client enters into any contractual relationships with respect to the Project, the Consultant is required to report same to the Client and the Client is required to promptly deliver to BC Housing a new Declaration disclosing the conflict of interest.

If any Consultant has a conflict of interest which he/she has not disclosed and the Client or BC Housing becomes aware of it, the Client is required to promptly deliver to BC Housing a new Declaration disclosing the conflict of interest.

If the Consultant fails to promptly report a conflict of interest to the Client and/or the Client fails to promptly report a conflict of interest to BC Housing, BC Housing may make such decision as it considers appropriate in the circumstances including, without limitation,
assuming the development process, partnering the Client with a more experienced client, transferring the housing allocation to an alternative non-profit group, or suspending or terminating funding to the Client.

E. Conflict of Interest Assessment

BC Housing will review all conflict of interest or potential conflict of interest situations on a case-by-case basis and may authorize certain transactions provided they are fair and reasonable to the Consultant.
STATUTORY DECLARATION

CANADA
PROVINCE OF
BRITISH COLUMBIA

In the Matter of (the “Consultant”) and a project (the “Project”) located at ____________________________.

(Address)
(Municipality)

TO WIT:

I, ____________________________, of ____________________________,

(Print Name) (Address)
(Municipality), British Columbia, do solemnly declare that:

1. I am a representative / employee / agent of Consultant.

2. I have obtained from each of the directors and officers of the Consultant a written acknowledgment that he/she has read and understands the Conflict of Interest Guidelines for Consultant (the “Guidelines”) prepared by British Columbia Housing Management Commission.*

3. To the best of my knowledge, information and belief, after having made due enquiry, no director or officer of the Consultant has, as of the date of this declaration, a conflict of interest as contemplated by the Guidelines in connection with the Project, except **

I make this solemn declaration, conscientiously believing it to be true and knowing that it is of the same force and effect as if made under oath pursuant to the Canada Evidence Act.

Declared before me at ____________________________,
in the Province of British Columbia,
this ___ day of ____________________, 20__.

______________________________
A Commissioner for taking affidavits
in and for the Province of British Columbia
A Notary Public in and for the Province of British Columbia

* Attach Guidelines to this Declaration.
** If there are no conflicts of interest to be declared, insert “N/A” in this space, and initial. If there are conflicts of interest, insert “See Schedule A attached” in this space and initial. Then attach as Schedule A, a comprehensive outline of such conflicts.