



CP#29-06 – Policy Relating to Hiring of Board Members by ICC

Approved: 07/01/06 | Revised: 08/03/06

1.0 Purpose of Council Policy: The Board recognizes that from time to time, members of the Board may be interested in, and qualified for, available positions of employment with ICC or its subsidiaries. This Policy relates to the employment of members of the ICC Board of Directors by ICC or its subsidiaries.

2.0 Rules and Procedures:

2.1 For Positions of Vice-President or higher within ICC or its subsidiaries, a Board Member must resign from the Board upon making application for any such position.

2.2 For positions below Vice-President Board Members may compete for, and be selected for, such positions while serving on ICC's Board of Directors, provided that:

- (a) During the hiring process, the Board Member shall be treated like any other candidate for the position, and shall not be afforded any special consideration because of his/her position as a Board Member.
- (b) When the Board Member applies for employment with ICC or any subsidiary, he/she shall so notify the President of the Board.
- (c) While the Board Member is a candidate for a position of employment, he/she shall voluntarily, or upon request of the President of the Board, recuse himself/herself from consideration of any matters that come before the Board where the Board Member's candidacy could reasonably be perceived as creating a conflict of interest.
- (d) Any Board Member who accepts a position of employment with ICC or subsidiary shall, upon such acceptance, resign from the Board.

2.3 Any matters relating to the interpretation or application of this policy shall be determined by the President of the Board.

2.4 The President's responsibilities set forth in this Policy shall be carried out by the Vice-President if the President is the candidate in question and by the Secretary-Treasurer if both the President and Vice-President are candidates.