



Code of Conduct

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Code of Conduct

INTRODUCTION AND APPLICATION OF THIS CODE

Core Purpose

The Objects of the Calgary Stampede Foundation (the "Foundation") are as follows:

1. To promote, foster and advance, for the benefit of all Canadians, a knowledge and understanding of and to stimulate an interest in:
 - a. Western traditions, arts, history, culture, and heritage;
 - b. protection and preservation of the environment of Alberta;
 - c. agriculture, both as a pillar of the Western economy and as a way of life with deep historical roots in Alberta;
 - d. the traditions, history, culture and heritage of the Indigenous peoples of Canada; and
 - e. awareness and wellbeing of special needs youth;
(collectively the "Areas of Interest").
2. To establish programs of all kinds for the benefit of the youth of Alberta that will:
 - a. advance their knowledge and understanding of the Areas of Interest; and
 - b. encourage them to develop leadership skills through their participation in and work with the Areas of Interest.
3. To develop, maintain and provide to the residents of Alberta public facilities such as museums, galleries, theatres (including, without limitation, youth performance centres), display centres and gathering places that will be used to further the Areas of Interest by:
 - a. exhibiting therein or therefrom historical collections, artifacts, specimens of nature, works of art, documents, records, publications, manuscripts, produce, agricultural equipment, livestock and innovations; and
 - b. housing public meetings, educational and training programs, cultural events and activities such as music, band, dance, storytelling, festivals, movies and plays;
relating to the Areas of Interest and other charitable causes that are incidental and ancillary to them.
4. To undertake and support education and research programs relating to the Areas of Interest.
5. To establish a fund that will promote and encourage research, education and scholarship by providing bursaries, scholarships and grants to deserving students of Alberta and elsewhere, attending a recognized educational institution in Canada and meet the selection criteria established by the Board of Directors.
6. To relieve conditions associated with disability by providing specially adapted learning programs, camps, and subsidies for assistive devices for children or youth with disabilities and special needs.
7. To acquire real and personal property whether by purchase, donation, lease, grant, bequest or otherwise in furtherance of the foregoing objects.
8. To operate in all respects as a charitable organization pursuant to the *Income Tax Act* (Canada) (the "Act") and to be guided in its operations by the requirements set out in the Act for such organizations.



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Who This Code Applies To

The Board of Directors, officers and management, and volunteers of the Foundation are individually and collectively responsible for:

1. Promoting a proper tone within the organization with respect to the programs and other operations of the Foundation;
2. Fostering a culture that values honesty and adherence to ethical business practices in respect of the operations of the Foundation and the pursuit of its core purpose;
3. Fostering a culture that values honesty and adherence to ethical business practices in respect of the treatment of livestock and other animals; and
4. Establishing policies and procedures that promote accurate financial reporting and the prevention and detection of fraud. This Code of Conduct (the "code") is intended to support the core purpose of the Foundation and to assist the directors and officers of the Foundation and others in discharging their respective responsibilities.

This code highlights specific standards of conduct expected of the directors, officers, management, employees, volunteers, and contractors of the Foundation and persons other than guests who organize and operate and oversee Foundation programs and activities. For purposes of this code, the term "member" includes Foundation directors, officers, management, employees, volunteers, and contractors.

Foundation members will be provided with this code and are expected to comply with this code and with other approved Foundation policies.

For purposes of this code, the term "leader" includes supervisors, management, and Board and committee chairs. The term "member's leader" refers to the person to whom each member reports directly. The term "ED" refers to the head or lead management officer of the Foundation as appointed from time to time and currently means the Executive Director of the Calgary Stampede Foundation, and Vice-President, Foundation of the Calgary Exhibition and Stampede.

Any questions that a member may have concerning this code (including whether or not it applies in a particular circumstance) should be brought to the attention of that member's leader, a representative of People Services, or as appropriate, to the ED or to Chair of the Foundation Board.

This code represents the minimum standards that are expected of members. In addition, other corporate and operational policies and procedures have been adopted by the Foundation and may be applicable to particular circumstances. Members are expected to be familiar with those other policies and procedures, as applicable, and to adhere to the requirements of those policies and procedures.

This code applies to and has been adopted by the Foundation.



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Minimum Standards

Members are required to certify their familiarity with and adherence to this code on a periodic basis as follows:

- Each new member (other than directors, officers and board members who are subject to separate certification requirements as set out below) will, as a condition of his/her association with the Foundation, be required to sign an Initial Certificate of Compliance substantially in the form attached as Schedule "A" to this code.
- Each leader will be required to certify on an annual basis that he/she has reviewed this code, and has complied and will comply with its provisions (as applicable) by signing an Annual Code of Conduct Certificate of Compliance, substantially in the form attached as Schedule "B" to this code.
- Each Foundation director and officer, including the Chair of the Board, and certain volunteers (e.g., board members, etc.) will be required to certify to the ED upon commencement of his/her duties and annually thereafter that he/she has complied and will comply with this code by signing (upon commencement of duties) an Initial Certificate of Compliance, substantially in the form attached as Schedule "C" to this code, and (annually after commencement of duties) an Annual Code of Conduct Certificate of Compliance, substantially in the form attached as Schedule "D" to this code.

The required certifications may also include compliance with such other matters as are determined from time to time by the Board of Directors in consultation with the management officers of the Foundation.

POLICY

1. Conducting Foundation Operations

(a) Conduct of Foundation Programs and Operations

Members are expected to conduct the Foundation's programs and operations in a manner that promotes the recognition of the Foundation within the community as an organization that: operates with integrity; and prudently manages its fiscal and human resources.

Members are expected to conduct the Foundation's programs and operations in compliance, in all material respects, with applicable laws of Canada and Alberta and undertakings provided by the Foundation to public authorities. Members are expected to conduct the programs and operations of the Foundation in a manner that promotes confidence on the part of third parties (including members of the public) that the Foundation operates with integrity and in a fair and responsible manner.

Members are expected to be familiar with the laws that apply to their Foundation-related activities (including federal and provincial legislation and regulations), to recognize potential liabilities that might arise in the conduct of such activities and to know when to seek legal advice. When in doubt, a member should promptly seek direction from his/her leader, a representative of Employee Services, or, as appropriate, from the ED, or the Chair of the Foundation Board. A member must not engage in (or give the appearance of being engaged in) any activity that is illegal under the laws of Canada or Alberta or any conduct that is in violation of this code.

Each member is expected to deal fairly and honestly with other members and participants in Foundation programs and guests. Members must not, in the performance of their duties to the Foundation, take unfair advantage of any other person through manipulation, concealment, falsification, misrepresentation or similar inappropriate conduct.



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(b) Anti-Spam Legislation

Among other things, each member is expected to comply at all times with the requirements of Canada's Anti-Spam Legislation and the policies and procedures established by the Foundation to support this compliance.

(c) Representing the Foundation

Each member is expected to act in a way that upholds the image and reputation of the Foundation as a leading, valued and trusted member of the community. Unless authorized to do so, no member may act on behalf of the Foundation in operational or personal matters. Each member is expected to use the Foundation's name, brand and other intellectual property only in connection with the performance of his/her regular Foundation duties (which may include participation in external functions for which the Foundation's involvement has previously been approved).

2. Respectful Conduct

(a) Member Relations and Human Rights

The Foundation is committed to a policy of fair treatment in respect of members, and, in the case of employees, to observe applicable labour standards. Among other things, the Foundation endeavours to pay appropriate remuneration to each member who holds a paid position (having regard to the member's role with the Foundation). As well, the Foundation's commitment to fair treatment includes its commitment to hire, recruit and promote members without discrimination, in accordance with the requirements of applicable human rights legislation. The Foundation also endeavours to protect members from workplace violence and harassment, and all members are expected to conduct themselves, at all times, in a manner consistent with that objective.

(b) Safety and Security in the Workplace

The Foundation is committed to: (i) establishing and maintaining a safe physical environment on its own premises and anywhere else the Foundation's programs are held or operated for all of participants of its programs including in particular, special needs, indigenous and youth participants, (ii) conducting all operations in an environmentally responsible and security conscious manner, and (iii) establishing and maintaining consistent standards and training programs to support these commitments and compliance with applicable laws.

(c) Alcohol and Drugs in the Workplace

All members are responsible for ensuring that they do not report for work (including volunteer duties) or conduct their work (including volunteer duties) while in an impaired state caused by the consumption of alcohol or the use of drugs (or both).

(d) Vulnerable Individuals

The Foundation is committed to treating youth and other vulnerable individuals with respect and, as appropriate, providing proper care to them when they are present at or participating in Foundation programs or events. Among other things, this commitment contemplates adherence to applicable human rights legislation as it applies to such vulnerable individuals.

(e) Animal Care and Protection

The Foundation is committed to a high degree of respect for, and proper care and protection of, animals and adherence to all applicable animal welfare legislation. All members are expected to adhere to this standard at all times.

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3. Protecting Foundation Property and Records

Each member, where appropriate, having regard to the nature of his/her Foundation duties, is expected to:

- Establish and maintain (or supervise the establishment and maintenance of) appropriate internal controls that are designed to protect the Foundation's assets against unauthorized use, disposition, as well as theft or loss;
- Use Foundation assets properly and for the approved operations of the Foundation only and to exercise vigilance with a view to protecting those assets from inappropriate disposition and damage, theft and loss;
- Report any suspected incidents of fraud or theft involving Foundation assets to his/her leader, a representative of People Services or, as appropriate to the ED, Treasurer, or the Chair of the Board;
- Use the Foundation's assets only for the purpose of conducting the programs and operations of the Foundation;
- Protect the Foundation's computer hardware equipment and software programs (and any information stored on or accessed through such hardware) and keep such hardware, software and information secure from unauthorized access and use;
- Never reproduce, distribute or alter, without written authorization from that member's leader, the Foundation's intellectual property except in the ordinary course of the performance of the member's Foundation duties;
- Comply with accounting standards for charitable organizations and applicable internal controls at all times, with the objective that the Foundation's financial records and other documents accurately reflect all assets and liabilities of the Foundation and financial transactions undertaken by the Foundation. Examples of this compliance include, but are not limited to, the following:
 1. Not intentionally causing the Foundation's financial records to be incorrect or misleading in any way;
 2. Not creating or participating in the creation of any Foundation financial record that is intended to conceal an improper transaction;
 3. Not destroying or condoning the destruction of any Foundation financial record, except in accordance with any records retention/destruction policies established and maintained by the Foundation;
 4. Properly and promptly recording all receipts and disbursements of funds;
 5. Making full disclosure in communications with external auditors and the ED, and being diligent in assessing whether any issues and concerns contained in audit reports or auditor recommendation letters are resolved;
 6. Promptly disclosing knowledge of any untruthful or inaccurate statements or records that affect the financial reporting of the Foundation, whether such statements have been intentionally or unintentionally made; and
 7. Promptly bringing to the attention of that member's leader any transaction that does not seem to serve a legitimate purpose relating to the operations and programs of the Foundation.
- As far as practicable, avoid ambiguity, conjecture or speculation in contracts and undertakings to which the Foundation is a party (all of which contracts and undertakings should be in writing); and
- Unless otherwise authorized in advance, never use the Foundation's name or purchasing power to obtain personal benefits, discounts or rebates.



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4. Avoidance and Disclosure of Conflicts of Interest

Each member is required to avoid any activity that could compromise, or appear to compromise, that member's judgment or objectivity in the performance of his/her Foundation duties. Except for situations where a conflict is disclosed and accepted, it is critical that each member conducts his/her activities objectively and does not engage in any activity that could give rise to, or could be perceived to give rise to, a conflict between the interests of that member and the Foundation. Accordingly, each member must avoid personal interests or obligations that conflict or compete with the Foundation's interests. It is equally important that each member avoids perceived conflicts of interest – i.e., those situations where a reasonable observer might assume there is a conflict of interest and therefore a loss of objectivity in respect of a member's activities on behalf of the Foundation.

If any member believes that he/she has a personal interest that may give rise to a conflict with his/her Foundation duties, or could reasonably be considered by others to give rise to such a conflict, that member must promptly disclose such interest to his/her leader, a representative of People Services, the ED or the Chair of the board for direction. The member will abide by any directions provided by any such Foundation representative in that regard.

While it is not practical to list every situation in which conflicts of interest may arise, the following are some examples of circumstances in which a conflict of interest may arise:

(a) Outside Employment, Volunteering and Directorships

Outside interests that adversely affect performance or objectivity in the execution of an employee's Foundation duties, or absorb undue time during the performance of an employee's Foundation duties, constitute a conflict of interest. While the Foundation encourages community involvement through charities, community service organizations and professional organizations, the Foundation's resources (including time that would otherwise be devoted to Foundation-related activities) should only be used with the prior written authorization of an employee's leader. Members other than employees may only use Foundation resources for Foundation-related activities with the consent of their leader.

Each full-time employee must obtain approval from his/her leader before assuming significant outside interests, including accepting a directorship in any public or private company or any social, charitable, political or non-profit organization.

(b) Political Expenditures

Funds or assets of the Foundation may not be donated or otherwise made available to any political party, organization or any individual who is a candidate for or who holds public office.

This code is not intended to discourage or to prevent any member from engaging in political activities in an individual capacity on personal time and at personal expense. There should be no direct or indirect pressure placed on a member to donate time or money, or to not donate time or money, to any political party, candidate or political cause.

(c) Payments

Members making payments of any nature on behalf of the Foundation or using the funds or assets of the Foundation for any purpose must not violate applicable laws or any Foundation policy or undertaking.

Payments made on behalf of the Foundation must be in accordance with sound business practices and reflect the reasonable value of the services performed. Transactions with third parties must not be



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negotiated or conducted in a manner that would reasonably be expected to compromise the integrity or reputation of the Foundation as a leading, valued and trusted member of the community, and payments to third parties must be supported by adequate written and approved documentation.

Payments must not be made to any person with the intention of enticing them to violate their duties or to obtain favourable treatment for any member or the Foundation.

No member may knowingly assist or encourage any person to circumvent laws, evade income taxes or defraud the Foundation or any of its affiliates or any of their respective creditors.

(d) Gifts and Entertainment

Members must not, in their capacities as Foundation representatives, accept, offer or give, directly or indirectly, for themselves or for any other person, gifts, entertainment or other benefits having more than nominal value, if the acceptance, offering or giving of such gift, entertainment or other benefit could reasonably be construed as an attempt to influence a decision or alter the provision or receipt of a service or where such action might otherwise be considered inappropriate in light of the underlying business relationship or the roles of the individuals involved. Members should not, in their capacities as Foundation representatives, solicit gifts, entertainment or other benefits (of any monetary value whatsoever) at any time unless doing so as a sanctioned Foundation-related activity. Members may, in their capacities as Foundation representatives, accept, offer or give gifts of nominal value provided they: (i) are not in cash or readily convertible to cash (such as cheques and money orders); (ii) are consistent with accepted practices of charitable organizations; (iii) cannot reasonably be construed as an attempt to influence a decision; (iv) do not contravene applicable law or any Foundation policy; and (v) would not reasonably be expected to adversely affect the reputation of the Foundation if knowledge of the applicable gift were to become public.

This principle does not apply to benefits approved and provided by the Foundation to donors as part of the Foundation's donor recognition programs and stewardship.

(e) Personal Gain

No member may use confidential information obtained as a result of the member's participation in Foundation-related activities except in the execution of Foundation-related duties by the member.

5. Using and Safeguarding Information and Other Assets

(a) Proprietary and Confidential Information

Members may not, either during or following service with the Foundation, disclose any proprietary or confidential information (as defined below) to any other person except in connection with the performance of his/her Foundation duties. Members may not use such information for personal benefit or for a purpose that is otherwise unrelated to the execution of the member's Foundation-related duties. Promptly following the date on which a member ceases to be a member of the Foundation, that member must return to the Foundation all proprietary and confidential information in his/her possession or under his/her control (excluding intangible information that, by its nature, cannot be returned).

For purposes of this code, the Foundation's proprietary and confidential information includes, but is not limited to:

- Correspondence, reports and analyses;
- Intellectual property (e.g., trade secrets, facility designs, program concepts, etc.);
- Computer software, programs and files;



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- Member lists;
- Operational or Strategic Planning information (e.g., Youth Campus expansion plans, partner and donor agreements, government filings and reports, and financial projections); and
- All proprietary and confidential information received by the Foundation from third parties (including program participants and other persons with whom the Foundation has an operational relationship or is proposing to establish an operational relationship).

Proprietary and confidential information does not include any information that has entered the public domain, or information that was in the possession of the applicable member prior to the establishment of his/her association with the Foundation.

(b) Media Inquiries and Public Discussion

Members who have not been authorized to respond to media inquiries will not respond to any media inquiry received by, or directed to, that member. All media inquiries related to the Foundation should promptly be referred to the ED or the Chair of the board of directors, who are responsible for responding to or directing inquiries to the appropriate member of the Foundation for response.

(c) Public Discussion and Social Media

No member may participate in activities (including discussions on social media) that could compromise the Foundation's image or reputation as a leading, valued, and trusted member of the community. This prohibition extends to activities that would reasonably be expected to disparage, defame, or embarrass the Foundation or any of its members, customers, guests, suppliers or vendors.

Unless acting as an authorized spokesperson for the Foundation, members using any communications medium should, when expressing views on the Foundation, state that all comments are their own and do not necessarily reflect or represent the views of the Foundation.

(d) Computer Equipment and Communication Devices

(i) Electronic Equipment

Computer equipment and communication devices may be provided by the Foundation to members from time to time (collectively, "Electronic Equipment") solely to enable such members to perform their Foundation duties.

Electronic Equipment is subject to monitoring by the Foundation for improper usage and for security purposes and network management.

All data and messages generated on or transmitted utilizing Electronic Equipment are considered to be the property of the Foundation and are not the property of users of any such equipment or devices.

Additionally, all Electronic Equipment:

- Is to be used for Foundation-related purposes (with only limited personal use);
- Is not to be used for any improper or illegal purpose (e.g., to view or transmit defamatory, pornographic or other obscene or demeaning material including, without limitation, hate literature), to engage in gambling, or to engage in other activities that might constitute harassment or copyright infringement, or that might give rise to a security breach. Any improper, illegal or criminal activity may be reported to the authorities by or on behalf of the Foundation; and



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- Is to be used with caution when transmitting or receiving confidential, privileged, sensitive or proprietary information.

EACH MEMBER MUST UNDERSTAND THAT HE/SHE SHOULD HAVE NO EXPECTATION OF PRIVACY (TO ANY DEGREE) WITH RESPECT TO INFORMATION THAT SUCH MEMBER STORES ON OR COMMUNICATES THROUGH ANY ELECTRONIC EQUIPMENT. THIS INCLUDES PERSONAL DATA.

(ii) Personal Devices

Members who use personal devices (including personal cellular telephones) to conduct Foundation business are expected to take appropriate measures to protect the confidentiality of Foundation information and the security of Foundation networks.

EACH MEMBER MUST UNDERSTAND THAT HE/SHE SHOULD HAVE NO EXPECTATION OF PRIVACY (TO ANY DEGREE) WITH RESPECT TO INFORMATION THAT SUCH MEMBER COMMUNICATES THROUGH ANY PERSONAL DEVICES CONNECTED TO THE FOUNDATION NETWORK OR OTHER INFORMATION TECHNOLOGY INFRASTRUCTURE. THIS INCLUDES PERSONAL DATA.

6. Compliance and Enforcement

Each member is required to abide by this code and all applicable Foundation policies. Failure to do so as determined by the ED or the Chair of the Foundation Board, may result in an investigation and disciplinary action, which may include termination of a member's relationship or status with the Foundation. In addition, failure to abide by this code (or any other applicable Foundation policy) may result in legal action, in which the Foundation may seek one or more available remedies, including an injunction to restrain further breaches, an order providing for recovery of proprietary or confidential information (or other property), or an order for the recovery of damages suffered by the Foundation (or a combination of those remedies). A criminal prosecution may be pursued in certain circumstances.

The Foundation reserves the right, in its sole discretion and without prior notice, to amend and/or modify any of the provisions of this code.

This code is not intended to create (and does not create) new or additional rights (whether at law or in equity) in favour of any third party that may be enforced against the Foundation or any of its affiliates. In particular, and without limitation, nothing in this code supplements or otherwise modifies the rights of a third party under any agreement that such third party has entered into with the Foundation.

SCHEDULE "A"

Initial Certificate of Compliance Members

Attention: Calgary Stampede Foundation (the "Foundation")

I, _____, acknowledge that I have received a copy of and have read and understand the Foundation's Code of Conduct.

[Please check the applicable box below.]

- I do not have any real or perceived conflicts of interest that would potentially impede me from complying with the Code of Conduct. OR
- I have disclosed to my leader, a representative from the Foundation or, as appropriate, to the Executive Director or the Chair of the board the following real or perceived conflict(s) of interest that may potentially impede me from complying with the Code of Conduct.

I agree to comply with the provisions of the Code of Conduct as a term and condition of my association with the Foundation.

Member Signature

Date

SCHEDULE "B"

Annual Code of Conduct Certificate of Compliance
Leaders (including Supervisors, Managers, and Executive Management Officers)

Attention: Calgary Stampede Foundation (the "Foundation")

I, _____,

I confirm that:

[Please check the applicable box below.]

- I have personally complied with the Code of Conduct for the year ended December 31, 20____; OR
- I have disclosed to my leader, a representative from the Foundation or, as appropriate, to the Executive Director or the Chair of the board the following real or perceived conflict(s) of interest that may potentially impede me from complying with the Code of Conduct.

OR

- I confirm that I was unable to comply with the Code of Conduct for the year ended December 31, 20__ and the following violations or suspected violations were reported to my leader, a representative of the Foundation or, as appropriate the Executive Director or the chair of the board (please attach an additional page if necessary):

| | |
|------------------|-------|
| Member Signature | Title |
|------------------|-------|

Date

Please note that the wording of this form is not to be altered in any manner whatsoever.

SCHEDULE "C"

Initial Certificate of Compliance
Directors, Officers, Board Committee Members

Attention: _____

I, _____, acknowledge that I have received a copy of and have read and understand the Foundation's Code of Conduct.

[Please check the applicable box below.]

I do not have any real or perceived conflicts of interest that would potentially impede me from complying with the Code of Conduct.

OR

I have disclosed as appropriate to the Executive Director or the Chair of the board the following real or perceived conflict(s) of interest that may potentially impede me from complying with the Code of Conduct.

I have completed and attached Appendix A and agree to comply with the provisions of the Code of Conduct as a term and condition of my appointment with the Foundation.

Signature Title

_____ Date

Note: Compliance for the year 20____ will be reviewed with the board of directors at its meeting on _____, 20____. Please submit your certificate of compliance to the corporate secretary no later than _____, 20____.

Please note that the wording of this form is not to be altered in any manner whatsoever.

SCHEDULE "D"

Annual Code of Conduct Certificate of Compliance
Directors, Officers, Board Committee Members

Attention: _____

I, _____,

I confirm that:

[Please check the applicable box below.]

I have personally complied with the Code of Conduct for the year ended December 31, 20____.

OR

I have complied with the Code of Conduct for the year ended December 31, 20_____ and the following real or perceived conflicts were reported to the Executive Director or the Chair of the board (please attach an additional page if necessary):

_____.

I was unable to comply with the Code of Conduct for the year ended December 31, 20_____ and the following violations or suspected violations were reported as appropriate to the Executive Director or the Chair of the board (please attach an additional page if necessary):

_____.

I have completed and attached Appendix A.

Signature

Title

Date

Note: Compliance for the year 20_____ will be reviewed with the board of directors at its meeting on _____, 20_____. Please submit your certificate of compliance to the corporate secretary no later than _____, 20_____.

Please note that the wording of this form is not to be altered in any manner whatsoever.

APPENDIX A

CALGARY STAMPEDE FOUNDATION BUSINESS DEALING RESTRICTIONS

Please note that each "Yes" answer in the following section requires that you provide all relevant details necessary for the Board to make an informed decision as to the action, if any, that it will deem necessary to take. Please provide the relevant details on a separate sheet of paper and attach that sheet of paper to this Appendix.

| a) Private and Public Corporations | Yes | No | N/A |
|---|------------|-----------|------------|
|---|------------|-----------|------------|

I control or have ownership exceeding 5% and/or financial interest of \$250,000 or more, or I am an officer and/or director, of a private or publicly traded corporation, syndicate, joint venture, partnership or other legal entity, which has and I expect will wish to continue, or will likely commence, to participate with, invest in the initiatives of, or undertake a relationship (excluding Unrestricted Dealings with the Foundation defined as business or personal participation in Foundation activities, such as purchasing tickets for and attending Foundation events).

| b) Employment | Yes | No | N/A |
|----------------------|------------|-----------|------------|
|----------------------|------------|-----------|------------|

I am employed by an organization in a position of influence and I have duties and responsibilities, all as disclosed, which has and I expect will wish to continue, or will likely commence, to participate with, invest in the initiatives of, or undertake a relationship (with the exception of Unrestricted Dealings as defined in "a)" above) with the Foundation.

| c) Community Involvement | Yes | No | N/A |
|---------------------------------|------------|-----------|------------|
|---------------------------------|------------|-----------|------------|

I am involved with, or serve as an officer and/or director of a service, charitable, industry or community organization, which has and I expect will wish to continue, or will likely commence, to participate with, invest in the initiatives of, or undertake a relationship (with the exception of Unrestricted Dealings as defined in "a)" above) with the Foundation.

| d) Additional Information | Yes | No | N/A |
|----------------------------------|------------|-----------|------------|
|----------------------------------|------------|-----------|------------|

My spouse, common law spouse, significant other, child or an associate has characteristics similar to those described in a, b and/or c of this declaration.

| e) Material Contracts | Yes | No | N/A |
|------------------------------|------------|-----------|------------|
|------------------------------|------------|-----------|------------|

I am a party to an existing or proposed material contract, unusual arrangement or one-of-a-kind arrangement with the Foundation or I am an officer and/or director of a private or publicly traded corporation, syndicate, joint venture, partnership or other legal entity, which is a party to such existing or proposed contract or arrangement.

| f) Miscellaneous | Yes | No | N/A |
|-------------------------|------------|-----------|------------|
|-------------------------|------------|-----------|------------|

I am associated with or can be reasonably be expected to become associated with a situation, occasion or circumstance which involves or could reasonably be construed to involve a conflict of interest, or I am associated with a person, private or publicly traded corporation,

syndicate, joint venture, partnership or other legal entity, which is involved or associated with a situation, occasion or circumstance which involves or could reasonably be construed to involve a conflict of interest.

Please note that each "Yes" answer in the table above requires that you provide all relevant details on a separate sheet of paper. These details should be provided to the corporate secretary upon appointment to the board, annually thereafter, and promptly in the interim should any details of disclosed items change.

The Executive Director or the Chair of the board may determine that items disclosed are of sufficient significance to be circulated to the board of directors, who, in turn, may make such determinations concerning the existence and management of a conflict of interest as they see fit, subject to the by-laws of the Foundation.