CIB BIC

PROCUREMENT POLICY

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CIB BIC

PROCUREMENT POLICY

1. Introduction

1.1 Purpose

1.1.1 The Canada Infrastructure Bank ("**CIB**") is a Crown corporation established by the *Canada Infrastructure Bank Act* (the "**CIB Act**") with the purpose to invest, and seek to attract investment from private sector investors and institutional investors, in infrastructure projects in Canada or partly in Canada that will generate revenue and that will be in the public interest by, for example, supporting conditions that foster economic growth or by contributing to the sustainability of infrastructure in Canada.

1.1.2 As a Crown corporation, the CIB is not subject to the regulations respecting the conditions under which contracts may be awarded by the Government of Canada, as specified in section 41 of the *Financial Administration Act*.

1.1.3 The CIB sets its own principles, policies and procedures in respect of the Procurement of Goods and Services through this Procurement Policy (the "**Policy**"). This Policy establishes the authority and responsibility for the Procurement of Goods and Services by the CIB to ensure that:

- Procurements are managed in a manner that demonstrates sound stewardship and best value for the CIB to achieve its business objectives and operational requirements;
- Goods and Services are purchased in compliance with laws and regulations, including Canada's Trade Agreements, and in a manner that is professional, fair, transparent, consistent, cost effective and cost-efficient; and
- risks, including compliance risks, contractual risks and reputational risks are effectively managed and mitigated.

1.2 Scope

1.2.1 This Policy applies to all Personnel who purchase Goods and Services on behalf of the CIB or are involved in leading or executing Procurement activities (defined as "**Contract Owner(s)**" for the purpose of this Policy). In addition to this Policy, the **Code of Conduct** sets out the guidelines and general obligations to ensure that actions related to the management of Procurements comply with laws, are fair, open and transparent, and meet public expectations in matters of prudence and probity.

1.2.2 This Policy is supported by the **Procurement Procedure**, which describes the CIB's management framework for Procurement activities and provides supplementary guidance, including the roles and responsibilities, for Contract Owners and others who support the CIB's processes to source Goods and Services.

1.2.3 The capitalized terms used but not (otherwise) defined in this Policy are defined in section 5.

1.3 Procurement Activities Covered by this Policy

1.3.1 This Policy covers the Procurement of all Goods and Services sourced by the CIB, either on its own behalf or on behalf of another entity, including and without limitation:

a) Professional and consulting services;

b) Real estate and construction services;

c) Technology related products and services;

d) Maintenance agreements;

e) General non-consulting goods and services required to support operations;

f) Bid solicitation to source legal, technical and financial advisors for due diligence activities.

1.3.2 This Policy does not apply to the following types of Contracts:

a) Purchase or lease of real property and other immovable property or rights thereon;

b) Intellectual property (such as subscriptions to data sources, books, newsletters, news sites);

c) Engaging individuals as employees or as independent contractors;

d) Contracts with the Government of Canada, government agencies or other Crown corporations;

e) Public utilities (e.g., heat, power, water);

f) Memberships in professional organizations and similar entities;

g) Arrangements that are governed by a legislation or relate to the CIB's mandate, including any form of advisory services or financial support provided by the CIB, such as grants, loans, equity infusions, guarantees and fiscal incentives;

h) Arrangements where the CIB is procuring Goods or Services as agent for another entity, provided that the Procurement activities comply with any laws, regulations, or policies applicable to the other entity;

i) In exceptional circumstances, engagements by the Board of Directors or any one or more of its committees or any individual director of independent legal counsel and other advisors, as may be considered necessary to fulfill the directors' duty of care (provided that such engagement shall comply with any applicable requirements under Canada's Trade Agreements).

2. Principles

This Policy is founded on the following guiding principles:

2.1 Fairness and Non-Discrimination

2.1.1 All Suppliers will be treated in a fair, transparent and equitable manner, including with respect to the information made available to them and the timing to respond to a Procurement opportunity.

2.1.2 The evaluation criteria for Procurement opportunities will be developed and applied fairly to assess the merits of competitive bids, proposals, quotes and submissions.

2.2 Best Value

2.2.1 The overarching objective of the Procurement process is to achieve the best value in the acquisition of Goods and Services based on the principles of fitness for purpose, fair market price, return on investment, whole-of-life costs, timely delivery, post-delivery support, evidence of previous performance or experience (where applicable and permitted), and compliance with relevant laws and regulations.

2.2.2 The CIB is not required to accept the lowest bid and may base its evaluation on quality, price and other criteria, as appropriate, of the Goods or Services being procured.

2.2.3 To achieve best value, a competitive Procurement process is to be used for all purchases except where the Procurement meets the criteria for a Non-Competitive Procurement, as further described in section 4.4 and applicable Trade Agreements.

2.3 Transparency and Openness

2.3.1 The CIB should be open and transparent throughout the competitive Procurement process by publishing solicitation documents for Procurement opportunities that are above a specific threshold, as further described in section 4.3, on a publicly available platform (such as MERX.com) to afford equal access to all qualified Suppliers.

2.3.2 In appropriate and permitted circumstances, the CIB reserves the right to engage in permitted Non-Competitive Procurements, as set out in section 4.4 and the Procurement Procedure.

2.4 Accountability

2.4.1 Contract Owners are accountable for their decisions and are responsible for compliance with this Policy and the Procurement Procedure. The Procurement process, Supplier evaluation and Supplier selection must be documented by the Contract Owner and maintained in accordance with the record retention and disposition practices set out in the **Information Management Policy** and supporting procedures. The CIB also has legal responsibilities to maintain the confidentiality of the Suppliers' trade secrets, and sensitive financial, commercial, scientific or technical information, while respecting the provisions of the CIB Act, the *Access to Information Act* and the *Privacy Act.*

2.5 Integrity

2.5.1 The Procurement of Goods and Services must be completed responsibly and with the highest standards of integrity and ethical conduct in compliance with the CIB's **Code of Conduct** and **Conflict of Interest Policy**. This includes the following:

a) The Procurement of Goods and Services shall be carried out in accordance with all applicable laws and Trade Agreements, as further described in the Procurement Procedure.

b) Bid and pricing information from prospective Suppliers shall not be disclosed externally and only disclosed internally to Personnel who have a need to know.

c) Personnel and Suppliers seeking Contracts for Goods and Services are required to disclose and avoid real, potential or perceived conflicts of interest in relation to the Procurement process.

d) Personnel cannot split up commitments, Contracts or purchase orders, or select a particular valuation method in order to avoid or bypass the approval thresholds set by the CIB or in applicable legislation and Trade Agreements.

2.6 Sustainability

2.6.1 The CIB will seek to adopt sustainable Procurement practices that take into account environmental, social and economic sustainability. Whenever applicable and possible, solicitation documents will include sustainability considerations and criteria in the evaluation of prospective Suppliers, including but not limited to, the Supplier's goals, strategies and plans for diversity, equity and inclusion in employment and service delivery, as well as other commitments towards environmental, social and economic sustainability topics.

2.6.2 Suppliers are expected to comply with the **CIB Principles for Suppliers**, set out in the Schedule to the Policy, when conducting business with, or providing Goods and Services, to the CIB.

2.6.3 In alignment with the federal government's *Procurement Strategy for Aboriginal Businesses* (PSAB), the CIB reserves the right to set aside Procurements for competition among businesses owned or managed by Indigenous Peoples. Set-aside Procurements are subject to the practices for competitive Procurements described in the Procurement Procedure.

2.7 Risk Management

2.7.1 The CIB will identify, consider and manage risks and implement appropriate risk management practices to minimize unexpected or adverse outcomes in relation to the Procurement of goods or services. Compliance with this Policy and the Procurement Procedure should assist in mitigating the risks associated with CIB's Procurement activities.

3. Governance – Roles and Responsibilities

3.1 Personnel (Contract Owners)

3.1.1 As the 1st Line of Defense, Personnel who act as Contract Owners are responsible for reviewing, having a sound understanding of, and complying with, the principles and the requirements contained in this Policy and the Procurement Procedure.

3.1.2 Contract Owners who contract with, or participate in the decision to contract with, a Supplier shall comply with the provisions of the Code of Conduct and the Conflict of Interest Policy and disclose any real or potential conflict of interest and, where applicable, recuse themselves from the Procurement process.

3.1.3 Contract Owners are accountable for their actions and decisions and must maintain and make readily available to the Legal and/or Finance teams all documents and records pertaining to the Procurement process.

3.1.4 Personnel must report any non-compliance with the practices set out in this Policy and the Procurement Procedure to the General Counsel & Corporate Secretary.

3.2 Chief Financial Officer (Finance Team)

3.2.1 As part of the 2nd Line of Defense, the Chief Financial Officer, with the support of the Finance team, is responsible for:

a) monitoring compliance with this Policy;

b) reviewing and approving Contracts within the thresholds outlined in the Procurement Procedure and the Delegation of Signing Authority Procedure; and

c) approving any exceptions to this Policy or the Procurement Procedure, as outlined in section 4.8 below.

3.3 General Counsel & Corporate Secretary (Legal Team)

3.3.1 As part of the 2nd Line of Defense, the General Counsel & Corporate Secretary, with the support of the Legal team, is responsible for:

a) implementing internal mechanisms to comply with this Policy and the processes followed by the CIB for the Procurement of Goods and Services;

b) supporting Contract Owners and the Chief Financial Officer (Finance team) in the Procurement process, including the coordination, review and safeguarding of contracting documentation and reporting;

c) ensuring the requirements of this Policy and the Procurement Procedure are well understood and regularly communicated through training and ongoing awareness activities; and

d) responding to questions pertaining to the interpretation or application of this Policy and the Procurement Procedure.

3.4 Internal Audit

3.4.1 As the 3rd Line of Defense, Internal Audit conducts periodic independent reviews of the CIB's administration of this Policy in accordance with the priorities contained in the CIB's risk-based internal audit plan.

3.5 Board of Directors

3.5.1 The Board of Directors fulfills its duty or care and oversight responsibilities for ensuring that the CIB maintains appropriate policies and procedures for Procurement activities through the Finance and Audit Committee, including with respect to the review and approval of this Policy and monitoring of the risk management and compliance controls maintained with respect to Procurement activities.

4. Activities

4.1 Three Lines of Risk Governance

4.1.1 The CIB has adopted the Three Lines of Risk Governance Model designed to ensure a balance between those involved in taking and managing risk (1st Line), those responsible for risk policy setting and independent oversight (2nd Line) and those providing assurance (3rd Line). The roles and responsibilities for the CIB's Procurement activities and oversight of Suppliers, in alignment with the Three Lines of Risk Governance Model, are described in this Policy and the following supporting policies and procedures:

- Procurement Procedure
- Delegation of Signing Authority Policy
- Delegation of Signing Authority Procedure
- Critical Supplier Management Procedure

4.2 Authorities

4.2.1 The authority to secure the requisite approvals prior to any Procurement activity, enter into Contracts or approve invoices must be in accordance with sound risk management practices, including appropriate division of responsibilities. The authorities required for Procurement activities are described in the Procurement Procedure and the financial authorities delegated for the signature of Contracts are described in the Delegation of Signing Authority Procedure.

4.3 Method of Procurement

4.3.1 The methods of Procurement to be used, including the requirements for public tendering and permitted exceptions for Non-Competitive Procurements, are determined by the Total Procurement Value of the Contract, as set out below, and are described in the Procurement Procedure.

Total Procurement Value	<$100,000	$100,001 to $600,000	>$600,000
Method of Procurement	Non-Competitive Procurement Permitted and minimum one (1) quote/proposal required.	Limited competitive procurement process permitted among Suppliers identified as suitable to provide the	Open competitive procurement process required, and a tender notice posted publicly on a tendering system

		required Goods/Services.	designated by the Government of Canada.

4.3.2 In procuring Goods or Services, the CIB will qualify and select Suppliers on a reasoned basis that appropriately balances the nature of the goods or services being sourced, timeframe for selection, universe of potential suppliers, past procurement experience, available information about potential suppliers, and likely price variations. Contract Owners will document the selection criteria in the solicitation documents for Procurement opportunities to ensure a fair, open and transparent process.

4.4 Non-Competitive Procurements

4.4.1 Subject to the exceptions in section 4.4.2 and section 4.4.3, Non-Competitive Procurements (such as Single Sourcing or Sole Sourcing) are prohibited for Procurements where the Total Procurement Value is above $100,000.

4.4.2 Non-Competitive Procurements for Procurements will be permitted under the following circumstances:

a) an emergency situation where delay in taking action would be injurious to the public interest and/or the organization (such as a threat to human life, serious damage to property, or suspension of the provision of an essential service);

b) the nature of the work is such that it would not be in the public interest to solicit bids;

c) only one person is capable of performing the contract (for example, where patents, copyright requirements, or technical compatibility factors and technological expertise suggest that only one Supplier exists and no competitive product or service is available from another source);

d) a situation where there is economy or best value in continuing prior work provided by the Supplier;

e) a public and open competitive process has been undertaken but has failed to identify a viable Supplier;

f) an embedded product base that requires selection of products compatible with the existing inventory or due to exclusivity clauses;

g) a situation where tendering could compromise the confidential information of the CIB or sensitive government information;

h) a situation where the Procurement falls within the exceptions for limited tendering in applicable Trade Agreements;

i) purchases made under exceptionally advantageous conditions that only arise in the very short term in the case of unusual disposals such as those arising from liquidation, receivership, or bankruptcy.

4.4.3 Contract Owners who elect to rely on the exceptions in section 4.4.2 must submit documentation to the person with delegated authority to approve the Contract to support the reliance on the exceptions including:

a) the application of one of the above exceptions;

b) a description of the business requirements and the facts that support the Single Source or Sole Source selection;

c) a description of the process used to identify the Supplier and the unique qualifications and expertise of the Supplier to deliver the goods or services;

d) whether any alternative Suppliers were considered; and

e) an explanation that the anticipated cost to deliver the goods or services is fair and appropriate.

4.5 Sustainability and Accessibility Considerations

4.5.1 The CIB is committed to sourcing Goods and Services from Suppliers who respect human rights, the environment and have policies for responsible corporate behaviour. The **CIB Principles for Suppliers** sets out the principles and expectations that Suppliers must comply with when conducting business with, or providing Goods and Services to, the CIB.

4.5.2 The *Accessible Canada Act* requires organizations under federal responsibility to consider accessibility requirements for Procurement and include accessibility as part of the provision of Goods and Services, where appropriate. As part of its commitments outlined in the 2023-2025 Accessibility Plan, the CIB will include, where appropriate, accessibility considerations into Procurement templates (e.g., requests for proposals and services agreements) so that they inform the selection of Suppliers, Goods and Services that will abide by the requirements of the *Accessible Canada Act*.

4.5.3 The CIB may also collect information about Suppliers and their practices, including but not limited to, practices related to accessibility, diversity, equity and inclusion, and goals/commitments towards other environmental and social topics to inform best practices and address barriers.

4.6 Contract Administration

4.6.1 Contract Owners are accountable for ensuring that Supplier deliverables are compliant with the terms and conditions specified in the Contract and that any modifications and/or amendments are administered in accordance with the Procurement Procedure.

4.6.2 Contract Owners are accountable for tracking any amendments that materially increase the original Contract amount and reporting to the Chief Financial Officer (or other member of the Finance team) as required.

4.6.3 Where the fulfillment of a Contract is jeopardized, the Contract Owner, with the assistance of the Legal team, must take the necessary steps to protect the CIB's interests. Contract disputes must be dealt with fairly and as promptly as possible.

4.7 Official Languages

4.7.1 Solicitations for Procurement opportunities that are made available on a public platform (such as MERX.com) must meet the CIB's obligation to serve the public in both official languages, pursuant to the *Official Languages Act*.

4.8 Supplier Complaint Review Process

4.8.1 Suppliers who believe they have a valid complaint relating to the Procurement process in which they participated may communicate their concerns in writing to the Contract Owner who is their CIB contact. Suppliers who continue to believe that their concern has not been adequately addressed may contact the General Counsel & Corporate Secretary at CIBLegal@cib-bic.ca.

4.9 Record Keeping

4.9.1 The CIB will maintain complete and accurate records for Procurement activities, as further described in the Procurement Procedure, as well as the monitoring and compliance with this Policy. All records relating to this Policy will be maintained in accordance with the activities described in the **Information Management Policy** and supporting procedures.

4.10 Training and Education

4.10.1 The General Counsel & Corporate Secretary, with the support of the Legal team, will develop and maintain written training materials to ensure that Contract Owners are aware of this Policy and their responsibilities under the Procurement Procedure.

4.10.2 At a minimum, Personnel will be provided with training within six months after the day on which their employment begins and at least once every two years thereafter.

4.11 Exceptions and Reporting

4.11.1 The Chief Financial Officer may grant non-substantive exceptions to this Policy prior to any commitment to the Supplier. The reasons for granting an exception to the Procurement process and practices outlined within the Procurement Procedure and the financial authorities described in the Delegation of Signing Authority Procedure must be recorded in writing, maintained by the Legal team, and communicated to the Finance and Audit Committee on a quarterly basis.

4.11.2 The General Counsel & Corporate Secretary will report on compliance with respect to the administration of this Policy and the Procurement Procedure to the Finance and Audit Committee, no less than annually.

4.12 Non-Compliance

4.12.1 Issues of non-compliance with this Policy and the Procurement Procedure should be reported promptly to the General Counsel & Corporate Secretary and, in his or her absence, the Chief

Financial Officer, for immediate remedial action. Personnel may also report instances of non-compliance in accordance with the process described in the **Disclosure of Wrongdoing Policy**.

4.12.2 Remediation actions to address non-compliance may include one-on-one training and improvements to this Policy, the Procurement Procedure and underlying processes as required.

5. Definitions

CIB Act: means the *Canada Infrastructure Bank Act* (S.C. 2917, c. 20, s. 403), as amended from time to time.

Contract: means the agreement between parties to provide goods or services comprised of an offer and acceptance of that offer, a price that is determined or determinable, a description of the goods or services to be supplied, the terms and conditions, and an obligation to pay if the goods or services are delivered. Contracts include all written contracts, sub-contracts, purchase orders, letters of intent, letters of agreement, memoranda of understanding, memoranda of agreement, leases, licenses, deeds, certificates, instruments, or any other document which creates an obligation or is binding upon the CIB, and any accessory document.

Contract Owner(s): means a member of Personnel who has a business requirement for Goods or Services and is responsible for managing a specific Procurement process, including selecting the Supplier and monitoring the Supplier's performance.

Goods: means any articles, commodities, equipment, goods, materials or supplies, such as office supplies, machines, furniture and IT-related computer hardware/software required for the CIB's operations.

Indigenous Peoples: refers to First Nations, Métis and Inuit peoples.

Non-Competitive Procurement: means a Procurement that is executed directly without a competitive process, including Single Sourcing and Sole Sourcing. Non-Competitive Procurements are also described in the Trade Agreements as a limited tender.

Personnel: means any person who is part of the workforce of the CIB, including any officer, employee or external contractor, whether working on a full-time, part-time, permanent or temporary basis.

Procurement: means the process and all related activities involved in the acquisition of goods and services either purchased, leased or licensed by the CIB, either on its own behalf or on behalf of an entity other than the CIB, including but not limited to:

- identifying the need to source Goods or Services;
- selecting Suppliers;
- Contracting and placing orders; and
- managing Contracts and the performance of Suppliers.

Services: refer to services provided by individuals or firms possessing the necessary professional licenses, certifications or training to undertake work within their specialization to contribute to the normal operation (in their regulated capacity) or contribution to a specified project with a prescribed objective by

using their skills to study, design, organize, manage and perform Services. Some examples include legal, accounting, insurance, professional engineers as well as IT-related services.

Single Sourcing: refers to a situation where the competitive bid process is waived, and the Supplier is selected directly, even if there are other Suppliers capable of providing the specified goods or services.

Sole Sourcing: refers to circumstances in which there is clearly only one Supplier who can provide the goods and/or service. The competitive bid process is therefore waived, and the Supplier is selected directly.

Supplier: means a person that seeks to supply or supplies Goods or Services to the CIB.

Total Procurement Value: means the best estimate of the maximum amount to be paid to the Supplier for the scope of work, including all premiums, fees, commissions and interest, for the expected term of the Contract (including options, renewal terms or additional goods or services identified in the Contract) in Canadian dollars, excluding taxes.

Trade Agreements: include the Canadian Free Trade Agreement (CFTA) and the Canadian European Union Trade Agreement (CETA).

6. Review

This Policy is reviewed and updated at least once every two years or earlier, if circumstances dictate that a review take place more frequently.

7. Questions

For questions or interpretation of any aspect of this Policy, the Procurement Procedure and the CIB Principles for Suppliers, contact the General Counsel & Corporate Secretary.

8. Approval and Effective Date

This Policy was most recently reviewed and approved by the Finance and Audit Committee of the Board of Directors on February 13, 2024.

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CIB BIC

SCHEDULE TO PROCUREMENT POLICY

PRINCIPLES FOR SUPPLIERS

1. Purpose and Application

The Canada Infrastructure Bank ("**CIB**") is committed to source Goods and Services from Suppliers who respect human rights, the environment and have policies for responsible corporate behaviour, and we expect Suppliers to operate in a manner that is consistent with these values. The CIB has adopted these Principles for Suppliers (the "**Principles**") to outline the standards and behaviours the CIB expects of its Suppliers when conducting business with, or providing Goods and Services to, the CIB.

The CIB requires its Suppliers and their sub-contractors to operate lawfully and expects them to conduct their activities in a socially and environmentally responsible manner by, at a minimum, meeting the expectations and obligations set forth in these Principles.

Capitalized terms used but not (otherwise) defined in these Principles are defined in the Procurement Policy.

2. Ethics and Business Conduct

The CIB expects its Personnel to maintain high standards of ethical corporate and personal conduct, and imposes the same expectations to its Suppliers to conduct their business activities in a manner that is fair, honest, respectful and compliant with all applicable legal requirements of the jurisdictions in which they operate. In particular, the CIB expects that Suppliers will:

- exercise reasonable care and diligence to prevent any situation in which a conflict of interest may occur in its dealings with the CIB;
- avoid gifts, hospitality and other benefits to gain improper advantage or preferential treatment from the CIB;
- comply with applicable laws related to anti-bribery, anti-corruption and competition in the jurisdictions in which they operate;
- implement policies, procedures and measures (including appropriate technological, administrative and physical controls) to protect CIB's confidential information and personal information from inappropriate access and disclosure in a manner that respects their contractual obligations to the CIB and applicable legal and regulatory requirements;
- maintain business continuity and disaster recovery plans in accordance with applicable regulatory, contractual and service level requirements; and
- disclose to the CIB any issues of eligibility or suspension under the Government of Canada's Integrity Regime[1] pertaining to themselves or their subcontractors.

[1] https://www.tpsgc-pwgsc.gc.ca/ci-if/ci-if-eng.html

3. Environmental Protection

Suppliers are expected to adhere to all environmental legislation, regulations, and standards applicable to their operations and employ management practices that monitor and proactively minimize any negative environmental impacts of their operations, including impacts that may be present within their supply chains.

The CIB also encourages its Suppliers to operate in environmentally responsible manner, including by:

- reducing and improving the use of energy, water or other resources through efficiency measures;
- reducing waste by contributing to recycling and using recycled products; and
- reducing the use of hazardous and toxic substances and ensuring their correct disposal.

4. Human Rights and Labour Standards

Suppliers are required to act in accordance with all applicable laws and regulations governing labour and employment standards, human rights, and non-discrimination. In particular, the CIB expects that Suppliers will adopt policies and processes that address the following:

- prohibit Forced Labour and Child Labour[2] in manufacturing, producing, growing, extracting or processing goods in Canada or elsewhere or in importing goods manufactured, produced, grown, extracted or processed outside Canada;
- provide workers with clear and understandable written terms of employment;
- provide workers direct payment of wages that comply with at least the legal minimum and overtime pay requirements;
- recognize workers rights to join or form unions and bargain collectively;
- prohibit discrimination in any aspect of employment;
- prohibit physical, sexual, mental, verbal harassment and/or violence, including gender-based violence;
- provide anonymous and confidential methods for workers to raise concerns without fear of reprisal;
- provide healthy and safe working environment and comply with health and safety policies and laws.

5. Indigenous Rights

Suppliers are required to respect the rights of Indigenous Peoples. If they engage in activities that may adversely impact Indigenous or treaty rights, Suppliers must inform the CIB as early as possible. This will

[2] See *Fighting Against Forced Labour and Child Labour in Supply Chains Act*, S.C. 2023, c. 9, for definitions of "Forced Labour" and "Child Labour".

help ensure open and authentic engagement with Indigenous Peoples and safeguard constitutionally protected rights.

6. Transparency and Accountability

The CIB will incorporate these Principles is solicitation documentation provided for Procurement opportunities and Contracts with Suppliers.

Suppliers are expected to report any instances of non-compliance with these Principles, and cooperate with any request by the CIB to monitor the Supplier's performance under these Principles. If, in the CIB's sole discretion (acting reasonably), any Supplier fails to conduct business in line with these Principles, the CIB reserves the right to take appropriate actions including but not limited to seeking more information, deeming a proposal as non-responsive, or terminating the contractual relationship between the Supplier and the CIB.

Any person with reason to believe that the expectations outlined in these Principles are not being respected by a Supplier is asked to report in English or French to the General Counsel & Corporate Secretary at CIBLegal@cib-bic.ca.