

Complaint Resolution and Disciplinary Process

1. The Purpose of this Process

The Canadian Solar Industries Association (“CanSIA”) has created this Complaint Resolution and Disciplinary Process (“Process”) to establish strong mechanisms for consumer protection and to promote transparency within the Canadian solar industry. This Process is intended to provide the opportunity for CanSIA Member’s to respond to and work through issues of consumer complaint to the mutual satisfaction of both the Complainant and the CanSIA Member.

It is also an objective of CanSIA to enhance and promote the welfare of the Canadian solar industry. In furtherance of this objective CanSIA will utilize this Process to address complaints or information regarding CanSIA Members that may lead to disciplinary action. The Process sets for the process to be followed by CanSIA in connection with non-renewal, suspension or expulsion of a member or any other matter where CanSIA exercises disciplinary authority over a member.

CanSIA has also created a Solar Business Code of Conduct (“Code”) for its members in connection with their marketing, sale and installation of solar industry products and services. In accordance with its by-laws, CanSIA will take non-compliance with such Code into account in connection with renewal of membership, suspension or expulsion.

For more information visit the [CanSIA website](#) or email consumerprotection@cansia.ca.

2. Document Change History

Version	Reason for Change	Date
1.0	Complaint Resolution and Disciplinary Process posted	June 13, 2016

3. Definitions and Interpretation

1. Unless otherwise defined in this Code, words and phrases shall have the meanings ascribed to them in the Code. Where a word or phrase is defined in this Code, other parts of speech and grammatical forms of the word or phrase have a corresponding meaning. Headings are for convenience only and shall not affect the interpretation of this Code.

Complaint Resolution and Disciplinary Process

2. Words importing the singular include the plural and vice versa. Words importing a gender include any gender. Words importing a person include: (i) an individual; (ii) a company, sole proprietorship, partnership, trust, joint venture, association, corporation or other private or public body corporate; and (iii) any government, government agency or body, regulatory agency or body or other body politic or collegiate.
3. A reference to a person includes that person's successors and permitted assigns. A reference to a body, whether statutory or not, that ceases to exist or whose functions are transferred to another body is a reference to the body that replaces it or that substantially succeeds to its powers or functions.
4. A reference to a document (including a statutory instrument) or a provision of a document includes any amendment or supplement to, or any replacement of, that document or that provision. The expression "including" means including without limitation.
5. When used herein, the following words and terms have the meaning assigned to them as follows:
 - a. "Board" means the board of directors of CanSIA or any delegated committee;
 - b. "CanSIA Member" means the member of CanSIA subject to a disciplinary matter and may include any director, officer, employee, or agent of the CanSIA Member;
 - c. "Code" means the Solar Business Code of Conduct;
 - d. "Complainant" means the person making the Complaint against a CanSIA Member;
 - e. "Complaint" means a formal and complete complaint delivered to CanSIA by a Complainant using the Solar Business Code of Conduct: Complaint Form;
 - f. "Complaint Form" means the standard Solar Business Code of Conduct: Complaint Form;
 - g. "discipline" means non-renewal of membership, suspension or expulsion or a warning in respect of the foregoing;
 - h. "Ethics Committee" means the ethics committee of the Board or any other committee appointed by the Board generally or specifically to address a discipline matter, and includes any delegation by any of the foregoing;
 - i. "Hearing Date" means the time, date and place that the Board will meet to consider the non-renewal of membership, suspension or expulsion of the CanSIA Member which shall be not less than ten (10) days after notice to the CanSIA Member is delivered.
 - j. "Investigator" means any individual or individuals, which may include a member of the Ethics Committee, the Board, employee of CanSIA or any other individual directed or engaged by CanSIA to investigate a Complaint(s) or information giving rise to a disciplinary matter;

Complaint Resolution and Disciplinary Process

- k. "Report" means written findings and recommendations to the Board made by the Ethics Committee; and

4. Procedural

1. The Board shall have the authority to address any matter not specifically addressed in this Process including, without limitation: determination of the rules and procedures to be followed at hearings or otherwise; date, time and location of hearings; rules of evidence if any, and weight to be given to evidence; time period for delivery of reports and submissions; limitations on oral presentations; and directions to the Investigator;
2. Notwithstanding the commencement of the Process or any investigation, CanSIA, the Board, the Ethics Committee, the Investigator or any officer or employee of CanSIA may seek to achieve resolution of the Complaint or information with the CanSIA Member and other persons affected thereby;
3. Except as required by law, as provided herein and except for such disclosure as may reasonably be required by the Ethics Committee or the Investigator to facilitate an investigation, CanSIA the Board and the Investigator shall seek to maintain in confidence the investigation of a CanSIA Member and the reports arising therefrom, provided that CanSIA may:
 - a. Publicly disclose that an investigation is underway or has been made in respect to a CanSIA Member, or that CanSIA has ended or terminated the investigation of a CanSIA Member; or where disciplinary action is taken in respect of a CanSIA Member, the discipline taken and such facts or findings as the Board may consider reasonable or necessary;
 - b. Make such public disclosure at any time during or following an investigation where such disclosure is in the view of CanSIA in the best interests of the industry or is reasonably necessary to protect the public.

5. Applicable Process and Code Versions

CanSIA shall use the version of the Process in effect at the time of the filing of a Complaint. The version of the Code to be applied shall be that in effect at the time of the alleged violation of the Code described in the Complaint.

Complaint Resolution and Disciplinary Process

6. Overview

1. The process for reviewing and resolving consumer Complaints and disciplining a CanSIA Member includes of the following steps:
 - a. Initiation of Process;
 - b. Preliminary review for a minimum threshold for investigation;
 - c. Direct Resolution
 - d. Investigation by Ethics Committee;
 - e. Ethics Committee Report to Board;
 - f. Consideration of the Report by the Board;
 - g. Hearing and decision;
 - h. Appeal; and
 - i. Emergency powers to suspend.

7. Initiation of Process

1. Information or Complaint alleging violation of the Code by a CanSIA Member may be submitted to CanSIA using the Solar Business Code of Conduct: Complaint Form (“Complaint Form”):
 - a. Online via email to consumerprotection@cansia.ca; or
 - b. In hard copy delivered to the address below:

Canadian Solar Industries Association (CanSIA)
150 Isabella Street, Suite 605
Ottawa, Ontario, K1S 1V7
Attn: Consumer Protection
2. An investigation for discipline of a CanSIA Member may be initiated by:
 - a. An officer of CanSIA, or any employee of CanSIA delegated by an officer or the Ethics Committee to investigate disciplinary matters;
 - b. The Ethics Committee or any member of such committee; or
 - c. By direction to the Ethics Committee from the Board;

based upon information or Complaint that reasonably gives rise to the apprehension that the matter or conduct meets or exceeds minimum threshold as set forth in Section 8 below.

Complaint Resolution and Disciplinary Process

8. Preliminary Review for a Minimum Threshold for Investigation

1. An Investigator shall conduct a preliminary review of the information or Complaint to determine if the matter or alleged conduct, acts or omissions of the CanSIA Member are of a sufficiently serious nature, if true, to justify discipline, and report to the Ethics Committee, in accordance with the following:
 - a. The Investigator may take such steps and conduct the preliminary review as the Investigator determines reasonable and prudent and shall report to the Ethics Committee the results of her or her preliminary review of the Complaint or information;
 - b. In the event that the Ethics Committee makes a determination that the matter or conduct is not of a sufficiently serious nature to justify proceedings for discipline, or that the Ethics Committee declines to take further action as, it shall so report to the Board;
 - c. In the event that the Ethics Committee (or its sub-committee) makes a determination that the matter or conduct is sufficiently serious to warrant an investigation then it shall so report to the Board and commence an investigation;
 - d. A matter or conduct is of sufficiently serious nature to justify proceedings for discipline if, inter alia:
 - i. It displays a pattern of unethical conduct by the CanSIA Member in dealings with other CanSIA Members or members of the public;
 - ii. The matter or conduct is of such an egregious and serious nature that it would tend to bring disrepute to the solar industry in Canada or CanSIA if disciplinary action is not taken by CanSIA;
2. For greater certainty, the Ethics Committee may decline to take any further action:
 - a. If an investigation might tend to seriously prejudice any ongoing litigation between the CanSIA Member and another CanSIA Member or the public;
 - b. If the Complaint or information is provided in the context of a dispute between the complainant and the such that there is a reasonable apprehension that these procedures are being used for tactical or commercial advantage in that dispute;
 - c. If the matter does not reach the threshold in Section 8(1)(d) above;
 - d. For any other reason that the Ethics Committee in its discretion may determine.

Complaint Resolution and Disciplinary Process

9. Investigation

1. The Ethics Committee shall appoint an Investigator (who may be the same Investigator that carried out the preliminary review) to investigate the complaint that meets the threshold requirements for an investigation in accordance with the following:
 - a. The Investigator shall be an individual independent of the CanSIA Member and shall not have a personal interest in the investigation or be subject to a conflict of interest;
 - b. The Investigator shall make such enquiries and investigations as he or she determines necessary or reasonable;
 - c. The Ethics Committee or the Investigator shall notify the CanSIA Member in writing forthwith after the commencement of the investigation and shall deliver a copy of the information or Complaint;
 - d. The CanSIA Member shall be invited by the Investigator to respond to the information or Complaint; and
 - e. The Investigator shall deliver a report verbally or in writing to the Ethics Committee within a reasonable period of time after commencement of the investigation.

10. Direct Resolution

1. If the Complaint passes the preliminary review for a minimum threshold for investigation, CanSIA shall notify both the Complainant and the CanSIA Member that is the subject of the Complaint that CanSIA has accepted the Complaint and provide CanSIA Member the opportunity to resolve the matter directly with Complainant (“Direct Resolution”).
2. CanSIA shall provide CanSIA Member with a copy of the Complaint and all additional materials submitted by Complainant and allow the CanSIA Member a period of five (5) business days to confirm to CanSIA that it intends to engage in a good-faith effort to resolve the Complaint directly with Complainant.
3. Should the CanSIA Member confirm such intent to resolve the Complaint, the CanSIA Member shall be provided a period of thirty (30) days for Direct Resolution. If the Complaint is resolved to satisfaction of both the Complainant and the CanSIA Member during such period, CanSIA shall keep a record of the matter and the Complaint process will be considered completed.
4. Should CanSIA Member fail to reply to CanSIA within the five (5) business day confirmation period, or fail to resolve the Complaint to the Complainant’s reasonable satisfaction through Direct Resolution, the process shall proceed to the Ethics Committee.

Complaint Resolution and Disciplinary Process

11. Ethics Committee Report to the Board

1. The Ethics Committee as a whole (which may include the Investigator if a member of the Committee) shall receive the Investigator's report with respect to the CanSIA Member. The Ethics Committee shall not be subject to any rules of evidence and may rely upon all evidence provided to it by the Investigator and shall assign such weight to any evidence as it may determine but shall be subject to any policies that the Board has enacted. The Ethics Committee may:
 - a. Find that further investigations are warranted and so direct the Investigator to make such further investigation and report to the Ethics Committee;
 - b. Make written findings and recommendations to the Board (a "Report") that:
 - i. The Complaint/information is unfounded or do not rise to a threshold that discipline be taken against the CanSIA Member; or
 - ii. That the Complaint/information does give rise to discipline of the CanSIA Member and the discipline recommended by the Ethics Committee. In such case, the Report to the Board shall contain a summary of the findings and the evidence relied upon to support such findings.

12. Consideration of the Report by the Board

1. The Board shall consider the Report and the recommendations therein received from the Ethics Committee and may:
 - a. Accept the Report in whole or in part but take no action regarding the CanSIA Member on the matters set forth in the Report but provided that the Report may be taken into consideration by the Board in any subsequent Complaints or information regarding the CanSIA Member;
 - b. Accept the Report and commence proceedings against the CanSIA Member pursuant to Section 13 below;
 - c. Not accept the Report and direct the Ethics Committee to make such further investigations and tasks as the Board may direct;

13. Hearing and Decision

1. The Board shall proceed against a CanSIA Member as follows:
 - a. The Board shall notify the CanSIA Member that it will convene a meeting to consider the non-renewal of membership, suspension or expulsion of the CanSIA Member which notice shall:

Complaint Resolution and Disciplinary Process

- i. Set forth the time, date and place that the Board will consider the matter (the "Hearing Date"), which date shall be not less than ten (10) days after notice to the CanSIA Member is delivered;
 - ii. Invite the CanSIA Member to make representations before the Board, in person or in writing or both;
 - iii. Contain a copy of the Report and any other material that the Board considers relevant;
2. On the Hearing Date:
 - a. The Board will hear the oral representations from the CanSIA Member, if any;
 - b. The Board will hear oral representation from the Ethics Committee and/or the Investigator and any witnesses relevant to the matter;
 - c. The Board will meet in camera to consider the Report and the written and oral representations. The Board, at the meeting or within 60 days thereof deliver its written decision which may include:
 - i. Taking no action regarding the CanSIA Member in the matter provided that the matter and all materials and representations may be taken into consideration by the Board in any subsequent Complaints or information regarding the CanSIA Member;
 - ii. Taking disciplinary action including delivery of a warning, non-renewal of membership, suspension or expulsion and may include the period for which the CanSIA Member may not reapply for membership, provided that a 2/3rds majority vote of the directors of the Board in attendance is obtained;
 - iii. Such findings or facts that the Board considers reasonable or necessary.
3. The Board shall deliver a copy of its decision to the CanSIA Member.

14. Appeal

1. Within 30 days of delivery of the decision of the Board to the CanSIA Member, the CanSIA Member may in writing appeal for reconsideration of the decision by the Board, or reduction of the discipline, as follows:
 - a. The appeal of the CanSIA Member shall be delivered to the Board and shall set forth the following:
 - i. If the CanSIA Member alleges a material error has been made by the Board, a full description of the error and the evidence, if any, that the CanSIA Member asserts supports his or her position;

Complaint Resolution and Disciplinary Process

- ii. If the CanSIA Member alleges that the discipline is excessive, the facts or circumstances on which the CanSIA Member relies and the penalty that the CanSIA Member considers appropriate;
 - iii. If the CanSIA Member asserts that subsequent events or circumstances have changed to address the matter giving rise to the discipline such that the discipline ought to be reduced or eliminated, a description of such events or circumstances, and the commitments or undertakings that the CanSIA Member is prepared to make.
2. Within 45 days of receipt of the written submissions of the CanSIA Member, the Board in its discretion may:
 - a. Uphold its original decision and decline to hear an appeal;
 - b. Amend its original decision and so notify the CanSIA Member without the necessity of a hearing;
 - c. Agree to a hearing of the appeal in which case the provisions of Section 12 shall apply thereto. In connection therewith, the Board may request the delivery of other or better information or disclosure from the CanSIA Member or the delivery of commitments or undertakings as a condition to the hearing.

15. Emergency Power to Suspend

1. Notwithstanding the process outlined in this Policy, the Board of Directors may suspend the membership of a CanSIA Member without an investigation where the matter or conduct is of such an egregious and serious nature that it would tend to bring disrepute to the solar industry in Canada or CanSIA if immediate action is not taken by CanSIA as follows:
 - a. The Board of Directors shall provide written notice to the CanSIA Member not less than 10 days prior to a meeting held for the purpose of suspension with a summary of the considerations before the Board of Directors;
 - b. The CanSIA Member shall have the right to deliver written submissions to the Board of Directors;
 - c. The Board of Directors may resolve to suspend membership by 2/3rds majority vote of the directors in attendance and the CanSIA Member shall be so notified. The Board of Directors shall direct an investigation of the CanSIA Member under the provisions of this Policy unless the CanSIA Member resigns membership or does not renew membership if during the period of suspension the term of membership has expired.