

SD 42 POLICY: 2919

TRUSTEES' CODE OF CONDUCT

Philosophy

The Trustee Code of Conduct is based on the respect and consideration for the responsibilities and rights of each Trustee. Trustees have the responsibility to know and observe the rules and regulations of the Corporate Board as they carry out the work of the Corporate Board.

Code of Conduct

- 1.00 The Board expects of itself and its members ethical and businesslike conduct. This commitment includes proper use of authority and respect in group and individual behaviour when acting as Board members.
- 1.01 Board members shall respect the decisions of the corporate board.
- 1.02 Trustees will honour confidentiality regarding:
 - (i) matters discussed at Closed Meetings;
 - (ii) correspondence, reports, e-mails and other information placed in confidence with Trustees.
- 1.03 Board members shall avoid conflict of interest with respect to their fiduciary responsibility.

Conflict of interest is defined as:

 - (a) Where a member has any pecuniary interest, direct or indirect, in any matter, the member must disclose the general nature of interest before any consideration of the matter. The member must not take part in any consideration or discussion of, or vote on any question in respect to the matter, and must not attempt in any way before, during or after the meeting to influence the voting.
 - (b) If the meeting is not open to the public, the member must leave the meeting during the time the matter is under discussion. Note: Meeting is defined to "include any regular, special, committee or other meeting" of the Board.
 - (c) If absent from a meeting, members of the Board must disclose their interest at the first meeting attended after such meeting.
 - (d) Declarations of pecuniary interest and the general nature thereof must be recorded in the minutes of the open meetings. Every declaration of interest made in private meetings, but not the general nature of the interest, must be recorded in the minutes of the next open meeting.
- 1.04 Trustees shall comply with the provisions of the *School Act*, *Freedom of Information and Protection of Privacy Act*, and any other relevant legislation.

- 1.05 Board members shall not attempt to exercise individual authority over the organization.
- (i) Trustee interaction with the Superintendent of Schools and staff is encouraged; however, individual Board members or groups of Board members shall recognize authority over the Superintendent of Schools or staff is only through the corporate body.
 - (ii) Board members' interaction with the public, media or other entities shall recognize the same limitation and similar inability of any Board member or Board members to speak for the Board.
 - (iii) Board members will voice no judgments on individual staff performance except as that performance is assessed against explicit Board policies by the official process.
- 1.06 Trustees shall at all times act with decorum and shall be respectful of other Trustees and members of staff, as well as the public.
- (i) A Trustee may comment on, or disagree with, a decision taken by the Board. In expressing such comment or disagreement, a Trustee may not make disparaging remarks about a Trustee(s), or individual, nor speculate on the motives of a Trustee or individual.
 - (ii) Any member who resists the rules of the Board, uses offensive language, disobeys the decision of the Chair/Acting Chair of the Board on points of order, or makes any disorderly noise or disturbance may, by resolution of the Board, be ordered to leave for all or part of the remainder of the meeting. (Such removal is to be recorded in the minutes of the meeting).

Breach of Conduct

- 2.00 Process for Investigation of Allegations of Breach of Conduct
- (i) The Chair of the Board has the authority to investigate allegations of breaches of the Code of Conduct and shall, where appropriate, consult with the Vice Chair regarding course of action.
 - (ii) The Chair has the authority to invoke consequences (a) and (b); but consequences (c) and (d) require Board resolution. The consequences invoked will depend on the seriousness of the conduct or breach. Where the alleged breach of conduct has been committed by the Chair of the Board, the Board shall empower the Vice Chair to perform the above responsibilities of the Chair.
- 2.01 Consequences of Breach of Conduct
- Consequences should be representative of the infraction and may include:
- (a) a verbal warning
 - (b) a letter outlining the breach or concern
 - (c) a recommendation for public censure of the Trustee

(d) in respect of a Trustee's failure to comply with the duty of confidentiality as stated in 1.02 above, the following additional sanctions may be pursued by the Board:

- (i) The Board may pursue available legal avenues where a Trustee has breached his/her duty of confidentiality.
- (ii) The Board will not compensate a Trustee for legal costs incurred in response to any action pursued as per (i).

Notwithstanding this procedure, it is the intent of the Board to provide a fair and just review of the concern respecting the Trustee's right to due process, including:

- being advised of the specifics of the allegations
- the right to make a presentation before the Board
- appropriate notice

An appeal to the Board of any consequences applied by the Chair may be made at the next Closed Meeting of the Board. Consequences applied by the Board are not subject to appeal.

2.02 Procedure to Invoke Consequences for Breach of Conduct

When appropriate, the Board may exercise its corporate authority over individual members. Accordingly:

- (i) The Board may, by special motion duly passed, declare the office of the Chair and/or Vice Chair to be vacant effective as of the date of passage of the resolution, where such person:
 - becomes disqualified by law as a Trustee;
 - deliberately breaches any relevant legislation or Board policy; and/or
 - acts in such a manner as to lose the confidence of the Board.

If such a resolution is passed, the Board shall, at the same meeting, elect a new Chair and/or Vice Chair respectively as the case may be following the election process as per Board Policy 2400: School Board Meeting Proceedings, Board Policy 2915: Board Chair – Elections, Roles, Responsibilities and Board Policy 2918: Vice-Chairperson – Elections, Roles, and Responsibilities the Board may, by special motion duly passed, remove a Trustee from a Board Committee. If such resolution passed, the Board shall, at the same meeting, elect a new Trustee to fill the vacancy on that committee.

- (ii) The Board may, by special motion duly passed either in a Public Meeting, or a Closed Meeting, censure a Trustee for:
 - breach of Board bylaws and/or Board policies
 - breach of relevant legislation

Note: For the purpose of this section, a "special motion" is interpreted as a motion duly moved, seconded, and adopted by a two-thirds majority of the entire members present. The topic to be decided by "special motion" must appear on the distributed agenda for the meeting. For a special motion that has not been included in the distributed agenda to be considered at a board meeting, all Trustees must be advised of the motion at least 48 hours before the commencement of the meeting and two-thirds of trustees present at the meeting must agree to add the motion to the agenda.

APPROVED: February 13, 2013
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