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BOARD MEMBERS' CODE OF CONDUCT

1. PURPOSE

The Board has developed this policy to set out Board expectations for ethical and businesslike conduct. The Board expects its members to maintain the integrity of the Board and the position of the Board member when representing the district through the democratic process while modeling Growing with Character attributes.

2. CODE OF CONDUCT

- 2.1 Board members will demonstrate commitment to public education and loyalty to Hastings and Prince Edward District School Board.
- 2.2 Board members will work with fellow Board members in a spirit of harmony and co-operation in spite of differences of opinion.
- 2.3 Board members will at all times act with proper decorum and be respectful of other Board members and members of staff, as well as the public.
- 2.4 Board members will represent everyone Hastings and Prince Edward District School Board serves, not only a particular interest group or geographic area.
- 2.5 Board members will declare any financial conflict of interest between their personal and/or business interests and their position on the Board. A Board member will not participate in or exert influence on any decision in which the Board member has any direct or indirect financial interest.
- 2.6 Board members will maintain the confidentiality of privileged information discussed in closed meetings or provided in correspondence and reports.
- 2.7 Board members will remember at all times that authority over the organization is vested only in the full Board when it meets in legal session. Board members will not attempt to exercise individual authority.
- 2.8 Board members will support the Board's governance structure by recognizing that the Board's connection to the district organization is through the director of education and that authority over the director is only through the corporate Board.
- 2.9 The Board will evaluate the performance of the director of education against explicit Board policies by the official process and will not make comments about the performance of the director on any other basis.

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- 2.10 Board members will use discretion when making public statements in order to avoid giving the impression that such statements reflect the corporate opinion of the Board when they do not. Board members will recognize that the chair of the Board and the director of education are the Board's primary spokespersons in all situations where a system level comment or response is required.
- 2.11 Board members will abide by the majority decisions of the Board and recognize that they are legally bound by them. Although they may not agree with a decision, Board members should be able to explain the rationale for the decision and ensure that it is understood, implemented and monitored. Board members may say that they are opposed to a decision, but are expected to do so respectfully, without making disparaging remarks or speculating on the motives of other Board members.

3. PROCEDURES FOR BREACH OF THE CODE OF CONDUCT

3.1 Consequences Applied by the Chair

3.1.1 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 the course of action. Where the alleged breach of conduct has been committed by the chair of the Board, the Board shall empower the vice-chair or designate to perform the responsibilities of the chair.

3.1.2 The chair, vice-chair or designate has the authority to invoke these consequences:

- a) a verbal warning; and/or
- b) a letter outlining the breach or concern.

3.1.3 If the chair is of concern to the Board, then the Board through a motion shall temporarily assign the vice-chair or designate to carry out duties outlined in section 3.

3.1.4 A Board member upon whom the chair has applied one of these consequences may appeal to the Board at the next meeting of the committee of the whole Board in closed session. The decision of the Board is final.

3.2 Consequences Applied by Board Resolution

3.2.1 More serious consequences for breach of the Code may be imposed by Board resolution.

3.2.2 Any member who resists the rules of the Board, disobeys the decision of the chair or 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.

3.2.3 The Board may, by special motion duly passed either in an open session or a committee of the whole Board in closed session, censure a Board member for breach of the governance by-laws, Board policy and/or relevant legislation.

3.2.4 The Board may, by special motion duly passed, and simple majority vote, 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:

- a) becomes disqualified as a Board member;
- b) deliberately breaches any relevant legislation or Board policy; and/or
- c) acts in such a manner as to lose the confidence of the Board.

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- 3.2.5 If such a motion is passed, the Board shall, at the same meeting, elect a new chair and/or vice-chair following the election process set out in Article VII: Meetings of the Board, subsection 2.5 of Board Policy No. 2 Governance By-Laws and Standing Rules.
- 3.2.6 The Board may, by special motion duly passed, remove a Board member from a Board committee. If such resolution is passed, the Board shall, at the same meeting, elect a new Board member to fill the vacancy on that committee.
- 3.2.7 The Board may, by special motion duly passed, resolve to pursue available legal avenues if a Board member fails to comply with the duty of confidentiality in ways that impact negatively on the district.
- 3.2.8 The topic to be decided by special motion must appear on the distributed agenda for the meeting, or all Board members must have been advised within 48 hours of the commencement of the meeting of the request to add the item to the agenda. If the special motion is not part of the distributed agenda, the matter will be discussed at the meeting only if the additional agenda item is approved by a two thirds majority of those Board members present.
- 3.2.9 The Board will respect the Board member's right to due process, including appropriate notice of the complaint; information about the specifics of the allegations; and the right to make a presentation before the Board. A Board member facing consequences under the Code of Conduct will be afforded one legal consultation, upon written request, with a Board approved legal firm. If further legal counsel is required, it is subject to approval by the director of education.
- 3.2.10 *Ontario Regulation 462/97 First Nations Representation on Boards* provides that appointed First Nation Board members are deemed to be elected members of the Board and therefore, the Board member code of conduct and the enforcement provisions apply equally to First Nation Board members. Hastings and Prince Edward District School Board has regard for the fact that the Regulation expressly provides that First Nation Board members represent the interests of the First Nation students of our board and will take this into consideration when imposing any sanction for a breach of the Code of Conduct by the First Nation's Board member.
- 3.2.11 The decision of the Board following the presentation is final.

Legal References:

- *Education Act, sections 169.1, 170-171 Duties and Powers of Boards; sections 218.1-218.3 Duties of Board Members – Code of conduct; subsection 207 (2) Closing of Meetings; section 209 Board Member Declaration; section 228 Seat Vacated by Conviction, Absence, etc.*
- *Ontario Regulation 462/97 First Nations Representation on Boards*
- *Municipal Conflict of Interest Act*
- *Municipal Freedom of Information and Protection of Privacy Act*
- Program/Policy Memorandum No. 128
- The Provincial Code of Conduct and School Board Codes of Conduct

Board References:

- Policy No. 1 - Board Mission and Goals
- Policy No. 2 - Governance By-Laws and Standing Rules
- Policy No. 3 - Board Operations
- Policy No. 4 - Corporate Board Job Description
- Policy No. 5 - Director of Education Job Description
- Policy No. 6 - Delegation of Authority
- Policy No. 9 - Role of the Board Member