



# Administrative Procedure: Trustees Code of Conduct

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## Integrity and Dignity of Office

Trustees occupy positions of public trust and confidence. They are expected to discharge their duties and responsibilities in a professional and ethical manner, consistent with gospel values, the teachings of the Catholic church, the Education Act and Regulations, the Municipal Freedom of Information and Protection of Privacy Act and Regulations, the Municipal Conflict of Interest Act, the By-Laws and Policies of the Superior North Catholic District School Board (the “Board”) and any other legislation or regulation that may be applicable to the Trustees’ duties.

It is imperative that the Trustees act, and be seen to act, in the best interests of the public they serve. Trustees are elected to represent all stakeholders in the Superior North Catholic District School Board (the “Board”) by articulating and supporting a shared commitment to excellence in Catholic education that promotes student achievement and well-being through the delivery of effective and appropriate education programs and effective stewardship of the Board’s resources.

Trustees are governors, advocates and community leaders. As governors, Trustees provide strategic direction, oversight and evaluation to ensure the development and delivery of quality education programs in order to maximize the achievement and well-being of all students. As advocates, they inform and influence public perceptions and provincial education law and policy. As community leaders, Trustees engage with the public to build understanding, guidance and active support for publicly funded Catholic education.

## Civil Behaviour

Trustees share in the responsibility for creating a positive environment that is safe, harmonious, comfortable, inclusive and respectful. Trustees shall at all times act with decorum and shall be respectful of other Trustees, the Director of Education, staff, all members of the Superior North Catholic District School Board community, as well as the public. As stewards of the system, Trustees are held to a high standard of conduct and should serve as role models of exemplary behaviour reflective of the values articulated in the Ontario Catholic School Graduate Expectations.

Among other things, Trustees must:

- Respect and comply with all applicable federal, provincial and municipal laws.
- Demonstrate honesty and integrity.
- Respect differences in people, their ideas, and their opinions.

- Treat one another with dignity and respect at all times, and especially when there is disagreement.
- Respect and treat others fairly, regardless of, for example, race, ancestry, place of origin, colour, ethnic origin, citizenship, religion, gender, sexual orientation, age, or disability.
- Respect the rights of others.

Trustees shall be prepared for meetings, avoid disrupting the process and refrain from engaging in conduct or contributing to a tone of sarcasm or denigration during meetings of the Board and at all other times that would discredit or compromise the integrity of the Board.

In performing their duties as Trustees, and in all matters of communication including email, telephone and face-to-face meetings with staff, parents and other stakeholders, appropriate language and professionalism are expected. A Trustee may not make disparaging remarks about another Trustee or a group of Trustees in expressing comments, or disagreement or speculate on the motives of a Trustee, a group of Trustees, or Board staff.

Any Trustee who fails or refuses to comply with the rules of the Board, uses offensive language, disobeys the decisions of the Chair or the Board on points of order, or makes any disorderly noise or disturbance may be ordered by the Chair to leave for the remainder of the meeting, and in the case of a refusal to do so, may, on the order of the Chair, be removed from the room where such meeting is taking place and/or the Board office pursuant to subsection 207(3) of the Education Act. Such a removal will be recorded in the Minutes of the meeting.

## Complying with Legislation

All Trustees will comply with the letter and spirit of all laws of Canada and the Province of Ontario and any contractual obligations of the Board in conducting the business of the Board.

Trustees acknowledge they may only act on behalf of the Board through resolution and may not act individually or purport to represent the interests of the Board without the knowledge and consent of the Board of Trustees shown through resolution.

Trustees shall ensure that all information they communicate in the course of their duties is accurate and complete and not in breach of any confidentiality obligations.

It is every Trustee's responsibility to familiarize themselves with their duties and any requirements of them as prescribed by the Education Act, the Municipal Freedom of Information and Protection of Privacy Act, the Municipal Conflict of Interest Act and any other legislation or regulation that may be applicable to the Trustee's duties from time-to-time, and/or Ministry of Education requirements and the Board's By-Laws, Policies and Administrative Guidelines.

## Statutory Duties of Trustees

All Trustees are expected to comply with the duties of board members as set out in section 218.1 of the Education Act:

A member of a board shall,

- carry out his or her responsibilities in a manner that assists the Board in fulfilling its duties under this Act, the regulations and the guidelines issued under this Act, including but not limited to the Board's duties under section 169.1;
- attend and participate in meetings of the Board, including meetings of Board committees of which he or she is a member;
- consult with parents, students and supporters of the Board on the Board's multi-year plan under clause 169.1(1)(f);
- bring concerns of parents, students and supporters of the Board, to the attention of the Board;
- uphold the implementation of any Board resolution after it is passed by the Board;
- entrust the day-to-day management of the Board to its staff, through the Board's Director of Education;
- maintain focus on student achievement and well-being through the development of policies; and
- comply with the board's code of conduct."

In satisfying these duties, each Trustee shall:

- Acknowledge that Catholic schools are an expression of the teaching mission of the Church.
- Ensure that students are considered first as the basis for decision-making.
- Endeavour to improve personal knowledge of current Catholic educational issues, research and practices, through personal initiatives and Trustee professional development opportunities.

- Carefully review all information packages in preparation for discussion at all scheduled meetings of the Board (ie. agenda, etc.).
- Represent loyalty to the interests of the community at large.
- Not attempt to exercise individual authority over the organization except as expressly set forth in Board policies.
- Attend and participate in meetings of the Board, including Board committees of which he or she is a member.
- Recruit and evaluate the Director of Education.
- Acknowledge the Director of Education is the Board's senior staff person through which the Board of Trustees implements its decisions.

## Upholding Decisions

- Each Trustee must understand his/her role in the corporate body of the Board and the expectation that as such, Trustees may deliberate with many voices, but must act as one through resolution. Trustees must:
- Accept that authority rests with the Board and that they have no individual authority other than that delegated by the Board.
- Uphold the implementation of any Board resolution after it is passed by the Board.
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- Comply with Board policies and procedures.
- Refrain from speaking on behalf of the Board, unless authorized to do so. The only official spokespersons of the Board are the Chair of the Board and the Director of Education.

## Lobbying

On occasion, lobbyists may attempt to communicate with Trustees for the purpose of influencing Trustees with respect to the procurement of goods and services and the awarding of contracts. Trustees must report such inquiries to the Director of Education. Trustees must not communicate with a lobbyist during a procurement process and must not use their influence to gain nor advance the interests of any particular party during a procurement process.

## Conflict of Interest

All Trustees are expected to comply with the Municipal Conflict of Interest Act, which requires that Trustees declare and disclose the general nature of the interest for all direct and indirect pecuniary conflicts of interest and abstain from making a decision. It is an expectation of the Board that Trustees will not only comply with the requirements of the Municipal Conflict of Interest Act, but also avoid conflicts of interest as defined by this Code of Conduct.

A conflict of interest will arise where the Trustee himself or herself stands to benefit or suffer financially by a decision of the Board. Any direct or indirect financial interest on the part of the Trustee may raise a conflict of interest. Pursuant to this Code of Conduct, a conflict of interest exists when the decisions and/or actions of a Trustee during the course of exercising his/her duties are affected by (or reasonably perceived to be affected by) the Trustee's personal, financial or business interests, or the personal, financial or business interests of a relative, friend, and/or business associate of the Trustee.

In all situations where a Trustee or their spouse, child or parent has a pecuniary interest in a matter before the Board, that Trustee must declare a conflict of interest, disclose the general nature of the interest, abstain from discussions and voting with respect to that issue, and refrain from influencing, in any way, before, during or after the voting on any such question, other Trustees.

Where such conflict of interest arises during an in-camera session of the Board, the Trustee must absent themselves from the room during discussion and deliberation of the issue for which they have a conflict.

Where the interest of the Trustee has been disclosed by reason of the Trustee's absence from the meeting, the Trustee shall disclose the interest and otherwise comply with the above requirements of the first meeting of the Board attended by the Trustee after the meeting referred to above.

When the meeting is open to the public, every declaration of interest and the general nature of that interest, shall be recorded in the minutes of the Board meeting. When the meeting is not open to the public, every declaration of interest, but not the general nature of that interest, shall be recorded in the minutes of the next meeting of the Board that is open to the public.

Every Trustee is responsible and accountable for exercising good judgement and avoiding situations that might present a conflict of interest or the appearance of a

conflict of interest, and where a conflict of interest might exist, each Trustee has an affirmative duty to disclose such conflict when it becomes apparent.

No Trustee shall use their position, authority or influence for personal, financial or material gain or personal business purposes or for the personal, financial or material gain or business purposes of a relative, friend and/or business associate. Every Trustee shall uphold and enhance all Board business operations by:

1. Maintaining an unimpeachable standard of integrity in all their relationships, both inside and outside the Board.
2. Fostering the highest standard of professional competence amongst those for whom they are responsible.
3. Complying with and being seen to be complying with the letter and spirit of:
  - a. The laws of Canada and the province of Ontario.
  - b. Contractual obligations applicable to the Board.
4. Rejecting and denouncing any business practice that is improper or inappropriate or may appear to be improper or inappropriate.

## Confidentiality

All Trustees acknowledge that, as part of their duties to the Board they may be privy to private, confidential and/or legally privileged financial, business and/or commercial information belonging to the Board that may provide a financial, business, commercial or competitive advantage, and that they may be privy to private and confidential student and personnel information, and/or legal matters and opinions. Such information may include, but is not limited to, information relating to the Board's organizational structure, operations, business plans, technical projects, business costs, research data results, inventions, trade secrets or other work produced, developed by or for the Board.

Except as required by law, all Trustees and former Trustees agree not to use, directly or indirectly, for the Trustee's benefit or the benefit of any person, organization, firm, or other entity, the Board's proprietary or confidential information disclosed or entrusted to that Trustee, and Trustees recognize that such inappropriate use of confidential information for their benefit may constitute a breach of trust contrary to section 122 of the Criminal Code.

The confidentiality of personal/educational student and family information received in the course of duties must be respected, protected and kept confidential. Trustees are required to keep all information received, including but not limited to, in-camera discussions and actions in complete confidence. Information received should not be

discussed or reviewed in public or where another student, parent, employee or member of the school community or public could accidentally overhear or read such information.

Except as required by law, and in accordance with the Education Act and Municipal Freedom of Information and Protection of Privacy Act, all Trustees agree not to use or disclose the personal, and/or educational information of students and their families that may come to the attention of a Trustee.

Except as required by law, and in accordance with the Municipal Freedom of Information and Protection of Privacy Act, all Trustees agree not to use or disclose the personal and/or employment information of Board employees and their families that may come to the attention of a Trustee.

A Trustee's duty of confidentiality with respect to private and confidential financial, business and/or commercial information, personnel information, student information, and legal matters and opinions survives his or her term as Trustee.

## Board Resources

No Trustee shall use Board resources for personal gain. No Trustee shall permit relatives, friends and/or business associates to use Board resources for personal gain. Trustees recognize that such inappropriate use of Board resources directly or indirectly for their benefit may constitute a criminal breach of trust contrary to section 122 of the Criminal Code (Canada).

All Trustees shall abide by Board policies and administrative regulations regarding the use of Board resources, including information technology resources.

## Enforcement of Code of Conduct and the Municipal Conflict of Interest Act

1. In accordance with the provisions of section 218.3 of the Education Act, a breach of this Code of Conduct by a Trustee, may be dealt with by the following procedures:
2. A Trustee who has reasonable grounds to believe that another Trustee has breached this Code of Conduct may bring the alleged breach to the attention of the Board.

3. If an alleged breach is brought to the attention of the Board, the Board shall make inquiries into the matter and shall, based on the results of the inquiries, determine whether there has been a breach.
4. If the Board determines that a Trustee has breached this Code of Conduct, the Board may, by resolution, impose one or more of the following sanctions:
  - a. Censure of the Trustee.
  - b. Barring the Trustees from attending all or part of a meeting of the Board or a meeting of a committee of the Board.
  - c. Barring the Trustee from sitting on one or more committees of the Board, for the period of time specified by the Board.

A Trustee who is barred from attending all or part of a meeting of the Board or a meeting of a committee of the Board, is not entitled to receive any materials that relate to that meeting or that part of the meeting and they are not available to the members of the public.

In appropriate circumstances, the Board may also resolve to disassociate the Board from any action or statement of a Trustee.

In addition to the sanctions above, subject to the By-Laws of the Board, the Board may by resolution, declare the office of the Chair and/or Vice-Chair, to be vacant effective as of the date of the Board's determination, where the Chair and/or Vice-Chair:

- Becomes disqualified as a Trustee.
- Deliberately breaches any relevant legislation or other Ministry of Education requirements.
- Deliberately breaches any Board by-laws, policies, administrative regulations or practices.
- Acts in such a manner as to lose the confidence of the Board.

If a Board determines that a Trustee has breached this Code of Conduct, the Board shall give the Trustee written notice of the determination and of any sanction imposed by the Board. The notice shall inform the Trustee that he or she may make written submissions to the Board in respect of the determination or sanction by the date specified in the notice that is at least 14 days after the notice is received by the Trustee.

A Trustee who is subject to Board inquiry to determine whether the Trustee has breached the Code of Conduct has a right to retain and be represented by legal counsel throughout the process. Legal expenses of the impugned Trustee will not be paid unless otherwise determined by resolution of the Board.

The Board shall consider any submissions made by the Trustee and shall confirm, vary or revoke the determination within 14 days after the Trustee=s submissions are received. If the Board revokes a determination that a Trustee has breached this Code of Conduct, any sanction imposed by the Board is also revoked.

For certainty, if a sanction is varied or revoked, the variation or revocation shall be deemed to be effective as of the date of the original determination about the alleged breach was made by the Board.

Despite subsection 207(1) of the Education Act which requires meetings of the Board to be open to the public, but subject to the requirements below for specific resolutions of the Board to be made in public, the Board may close to the public the part of the meeting during which a breach or alleged breach of this Code of Conduct is considered when the breach or alleged breach involves any of the following matters:

- a. The security of the property of the Board.
- b. The disclosure of intimate, personal or financial information in respect of a Trustee or committee, an employee or prospective employee of the Board, or a student or his or her parent or guardian.
- c. The acquisition or disposal of a school site.
- d. Decisions in respect of negotiations with employees of the Board.
- e. Litigation affecting the Board.

The Board shall take the following actions by resolution at a meeting of the Board, and the vote on the resolution shall be open to the public:

- a. Make a determination that a Trustee has breached this Code of Conduct.
- b. Impose a sanction on a Trustee for a breach of this Code of Conduct.
- c. Confirm or revoke a determination regarding a Trustee's breach of this Code of Conduct.
- d. Confirm, vary or revoke a sanction after confirming or revoking a determination regarding a Trustee's breach of this Code of Conduct.

A Trustee who is alleged to have breached this Code of Conduct shall not vote on any of the resolutions listed above.

When a resolution listed above is passed, the resolution shall be recorded in the minutes of the meeting.

The Statutory Powers Procedure Act does not apply to any of the enforcement provisions under section 218.3 of the Education Act.

For certainty, nothing in this Code of Conduct prevents a Trustee's breach of the Municipal Conflict of Interest Act from being dealt with in accordance with that legislation.

## Guidelines for Trustees in Addressing School Related Concerns

The programs and policies of the Superior North Catholic District School Board are intended to foster and enrich student achievement and well-being. When individuals or groups raise concerns, staff will identify the issue, investigate and propose resolutions.

Trustees, as elected officials, are sometimes asked by parents to intervene on local school and system-wide issues. The Education Act requires Trustees to entrust the day-to-day management of the Board to its staff through the Director of Education. Trustees have the responsibility to ensure that policies and practices are in place to address issues and that Board staff, through the Director of Education, are accountable for implementation. Therefore, the role of the Trustee is to hear the request or concern and advise the parent/ stakeholder to contact the appropriate staff to resolve the matter. The Trustees of the Board engage regularly in productive and supportive dialogue with the leadership of schools to encourage and champion student achievement and community engagement.

All concerns shall be addressed in a respectful and professional manner that is consistent with the Education Act and all other relevant legislation and Board policies.

When a parent/stakeholder expresses a concern to a Trustee, the Trustee shall direct the parent/stakeholder to the appropriate Board staff member for resolution. Board staff shall keep the Trustee apprised of any concern or matter that is referred by a Trustee. In addition, the Trustee may:

- Encourage the parent/stakeholder to address concerns with an appropriate staff member and/or school Principal.
- If the situation is not resolved, direct the parent/stakeholder to the Director of Education who will inform the relevant superintendent of the concern and/or make the inquiry on behalf of the parent to the superintendent for investigation and resolution.
- If the concern involves a personnel matter, inform the appropriate superintendent about the inquiry.
- Share information or perspectives which are pertinent to the resolution of parental/ stakeholder concerns and issues with the appropriate superintendent

or Director of Education, if needed, who shall in turn, assist the principal to resolve the issue.

- Ensure that exemplary policies and practices are established and that through the Director of Education, Board staff are held accountable for responding to parent/ stakeholder concerns.

## Hospitality and Gifts

Moderate hospitality and gifts are an accepted courtesy of a business relationship. However, the recipients should not allow themselves to reach a position whereby they might be influenced in making a business decision as a consequence of accepting such hospitality.

Trustees should not use their position for improper gain, nor under any circumstances accept gifts of significant value. Accordingly, any hospitality or gift received by a Trustee, with a monetary value of two hundred dollars (\$200) or greater, must be reported in writing to the Chair of the Board (or, if the Chair of the Board is the recipient of the hospitality or gift, to the Director of Education) within thirty (30) days of receipt of same.