

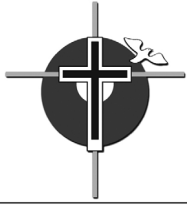
## A) Purpose:

The Board expects of itself and its trustees, ethical and businesslike conduct. This commitment includes proper use of authority and respect in group and individual behaviour when acting as board members.

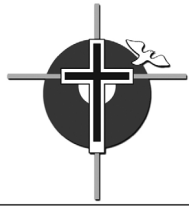
Trustees of the Board are individuals *living within the gospel values* — each with unique needs, aspirations, strengths and weaknesses. Despite the many and diverse obligations in serving both the local electorate and the wider community, individual Trustees are expected to provide the leadership necessary to ensure a caring and fulfilling Catholic education for every student within our system. A code of ethics represents the Trustees' commitment to *Catholicity*, the community and to the Board. The code is non-punitive. It is morally binding to Trustees who freely and willingly accept its principles. It is a set of guidelines rather than a measure of any past shortcomings. This code also sets, by example, the expectations imposed on others within our system and on others who interact with our system, including: students, parents, teachers, clergy, supporters, Board employees and the media. A code of ethics provides one of the guides that can be used to evaluate performance. Each trustee is evaluated, first and foremost, by themselves. But ultimately, our colleagues and community also judge us by our actions. Trustees who defiantly and persistently contravene the code may be called by the community to adhere to the code, or to resign from the Board.

## B) Procedure:

1. Trustees shall demonstrate loyalty to the interests of the system as a whole. This accountability supersedes the personal interest of any Board member acting as an individual.
2. Trustees shall avoid any conflict of interest with respect to their fiduciary responsibility.
  - a) Trustees shall comply with the provisions of the Education Act, Municipal Conflict of Interest Act, Municipal Freedom of Information and Protection of Privacy Act, and any other relevant legislation.
  - b) There must be no self-dealing or any conduct of private business or personal services between any trustee and the Board except as procedurally controlled to assure openness, competitive opportunity and equal access to 'inside' information.
  - c) Trustees must not use their positions to obtain employment or other financial benefit in the Board for themselves, family members, or close associates.



- d) Should a trustee be considered for employment or other financial benefit, she/he must temporarily withdraw from Board deliberation, voting and access to applicable Board information.
  - e) Trustees shall respect the confidentiality appropriate to the issues of a sensitive nature, and/or discussions that take place in In-Camera/Caucus Sessions.
- 3.** Trustees shall not attempt to exercise individual authority over the organization.
- a) Trustee interaction with the Director of Education is encouraged; however, individual trustees or groups of trustees shall recognize that authority over the Director or staff is only through the corporate body.
  - b) Trustee interaction with the public, media or other entities shall respect the role of the Chair/Director.
  - c) The Director and/or Director designate shall be present at all meetings with the Board of Trustees.
  - d) Trustees will not make public judgements of the Director of Education or staff performance except as that assessed by the annual performance review process (reference Governance Manual, Section D.03 and D.04).
  - e) Dealings with individuals and groups will be in line with the Board's vision and values. Accordingly, Board members will follow the system communication guidelines/protocol/policies. (Refer to Communications Guidelines).
  - f) Trustees shall at all times act with decorum and shall be respectful of other trustees and members of staff, as well as the public.
  - g) Trustees will keep the Chair of the Board and the Director of Education or his/her designate informed when responding to the concerns of the community.
  - h) In expressing a comment or disagreement, a trustee shall not make disparaging comments or remarks about a trustee(s), or staff, nor speculate on the motives of a trustee or staff. When in public, trustees will respect all Board decisions.
  - i) Any trustee who resists the rules of the Board, uses offensive language, disobeys the decision of the Chair/Acting Chair or the Board on points of order, or makes any disorderly noise or disturbance may be ordered by the Chair/Acting Chair to leave for the remainder of the meeting (Such a removal is recorded in the minutes of the meeting).



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

- a) 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 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.

- b) The Board may, by special motion duly passed, remove a trustee from a Board committee, for the reasons specified above in 4.a). If such resolution is passed, the Board shall, at the same meeting, appoint a new trustee to fill the vacancy on that committee.
- c) The Board may, by special motion duly passed either in an open session or a committee of the whole in-camera session, censure a trustee for:
- Breach of Board policy; and/or
  - Breach of any relevant legislation
- d) Subject to section 224 of the Education Act, if the office of a member of a board becomes vacant before the end of the member's term,
- (i) the remaining elected members shall appoint a qualified person to fill the vacancy within 60 days after the office becomes vacant, if a majority of the elected members remain in office; or
- (ii) a by-election shall be held to fill the vacancy, in the same manner as an election of the board, if a majority of the elected members do not remain in office. 1997, c. 31, s. 112.
- e) The Board may, by special motion duly passed, either in an open session or a committee of the whole, in-camera session, direct that a trustee be prohibited from receiving specified materials of in-camera Board or committee meetings.