

**ST. CLAIR CATHOLIC DISTRICT SCHOOL BOARD
POLICIES AND PROCEDURES
SECTION A: GOVERNANCE**

TRUSTEE CODE OF CONDUCT	PROCEDURE
EFFECTIVE: 2003 11 25 / 2008 05 28 / 2013 03 05 / 2018 02 27 / 2019 02 26	

ADMINISTRATIVE PROCEDURES:

1.0 Responsibility

- 1.1 Trustees shall represent unconflicted loyalty to the interests of the system as a whole. This accountability supersedes the personal interest of any Board member acting as an individual.

- 1.2 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. The *Municipal Conflict of Interest Act* sets out three types of financial interest which must be declared by trustees. A conflict of interest arises where a trustee has a direct, indirect or deemed pecuniary interest that is before the Board of Trustees and that interest is not remote.
 - i. Direct Interest – a trustee would have a direct interest if the Board was considering buying property owned by the trustee;
 - ii. Indirect Interest – a trustee is the senior officer of a company bidding for a Board contract;
 - iii. Deemed – a trustee’s spouse, child or parent owns a company that is bidding for a Board contract.
 - c. When a trustee identifies a direct, indirect or deemed conflict of interest in a matter and is present for a meeting of the Board of Committee of the Board at which the matter is being discussed, he or she must declare a conflict before any discussion of the matter begins. The trustee is required to take the following measures to recuse himself/herself:
 - i. Publicly declare the conflict of interest, state the general nature of the interest and have the declaration recorded in the minutes of the meeting;
 - ii. File a written statement of the interest and its general nature with the Secretary of the Board or Committee;
 - iii. The trustee will not vote on any question in respect to the matter;
 - iv. The trustee will not take part in any discussion of the matter;
 - v. The trustee will not attempt to influence the voting on any question related to the matter;
 - vi. In a closed session of a Committee or Board meeting, the trustee declaring the conflict should leave the meeting room for as long as the matter is discussed and the absence will be recorded in the minutes.

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- d. A registry will be kept on file in the Office of the Secretary of the Board containing the following information:
 - i. A copy of each conflict of interest declaration and each conflict of interest statement by a trustee;
 - ii. An excerpt from the minutes of the meeting where the declaration is made;
 - iii. The registry will be organized by date and will include all documents filed for each trustee who declares a conflict of interest;
 - iv. The registry will be kept in a publicly accessible file in the Office of the Secretary of the Board and can be accessed by any member of the public by visiting the Catholic Education Centre during regular office hours.
 - e. There must be no self-dealing or any conduct of private business or personal services between any trustee and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to 'inside' information.
 - f. 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.
- 1.3 Trustee interaction with the public, media or other entities shall respect the role of the Chair/Director.
- 1.4 Trustees shall respect the confidentiality appropriate to the issues of a sensitive nature, and/or discussions that take place in In-Camera/Private Sessions.
- 1.5 Trustees shall at all times act with decorum and shall be respectful of other trustees and members of staff, as well as the public.
- 1.6 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.
- 1.7 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 and bylaws.
- 1.8 A trustee may comment on, or disagree with, a decision taken by the Board. In expressing such a comment of disagreement, a trustee shall exercise caution and restraint in doing so, not make disparaging remarks about a trustee(s), or staff, nor speculate on the motives of a trustee or staff.

2.0 Expectations

- 2.1 Trustees must not use their positions to obtain employment or other financial benefit in the organization for themselves, family members, or close associates.
- 2.2 Trustees shall not attempt to exercise individual authority over the organization.
- 2.3 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.

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- 2.4 Trustees will make no judgements of the Director of Education or staff performance except as that performance is assessed against explicit Board policies by the official process.
- 2.5 During school board election campaigns, Trustees must not use their elected positions to advantage, including access to parents/staff, for the purpose of campaigning; use of Board resources to produce campaign literature (including, but not limited to, Board supplied computers, printers, photo-copiers, paper, ink, etc); or access to Board staff to assist in the production of campaign materials, or organization of campaign events.

3.0 Disciplinary Measures

- 3.1 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 the remainder of the meeting (Such a removal is recorded in the minutes of the meeting).
- 3.2 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:
 - i. becomes disqualified as a trustee;
 - ii. deliberately breaches any relevant or Board policy; and/or
 - iii. 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.
- 3.3 The Board may, by special motion duly passed, remove a trustee from a Board committee. If such resolution is passed, the Board shall, at the same meeting, elect a new trustee to fill the vacancy on that committee.
- 3.4 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:
- i. Breach of Board policy; and/or
 - ii. Breach of any relevant legislation
- 3.5 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.

4.0 Additional Information

- 4.1 The St. Clair Catholic District School Board is committed to the principles of equity and inclusive education, consistent with our Catholic teachings, which value and promote human rights and social justice in all Board policies, programs, guidelines, operations and practices.

DEFINITIONS:

Conflict of Interest – A trustee shall not use or attempt to use his/her position to directly or indirectly benefit himself/herself or his/her spouse, children, siblings or in-laws. In such instances the trustee should remove him/herself from the debate and not vote on the matter before the

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Board. The decision to disclose such an interest is the responsibility of the trustee and he/she can be held personally liable for failing to disclose and act accordingly.

The *Municipal Conflict of Interest Act* refers to three types of financial interest. A conflict of interest arises where a trustee has a direct, indirect or deemed pecuniary interest that is before the Board of Trustees and that interest is not remote.

- 1) Direct Interest – a trustee would have a direct interest if the Board was considering buying property owned by the trustee;
- 2) Indirect Interest – a trustee is the senior officer of a company bidding for a board contract;
- 3) Deemed – a trustee’s spouse, child or parent owns a company that is bidding for a board contract

Self-Dealing – The conduct of a trustee that consists of taking advantage of his/her position in a transaction and acting for his/her own interests rather than for the interests of the public he/she represents as a member of the Board.

In-camera – Such meetings are also termed private meetings of the Board and are restricted by legislation as to the topics which may be considered outside the public realm.

REFERENCES:

Modernizing Ontario’s Municipal Legislative Act
Education Act
Municipal Conflict of Interest Act
Municipal Freedom of Information and Protection of Privacy Act