

## POLICY 4

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### TRUSTEE CODE OF CONDUCT

Trustees as members of the corporate Board shall act prudently, ethically and legally, in keeping with the requirements of provincial legislation. This includes proper use of authority and appropriate decorum in terms of group and individual behaviour.

**Specifically:**

Trustees shall:

1. Carry out their responsibilities as detailed in Policy 3 Role of the Trustee, with reasonable diligence;
2. Endeavor to work with fellow Board members in a spirit of harmony and cooperation in spite of differences of opinion that may arise during debate;
3. Respectfully bring forward and advocate for local issues and concerns, providing however that in carrying out their defined role Trustees must represent the best interests of the entire Division;
4. Represent the Board responsibly in all Board-related matters with proper decorum and respect for others;
5. Disclose the nature of any conflict of interest, abstain and absent themselves from discussion or voting on the matter in question;
6. Serve the children of the Division to the best of their ability, always taking actions which put the interests of students first;
7. Always act in accordance with their fiduciary responsibilities to the Division;
8. Promote the interests of the Division as a whole in the context of Catholic education;
9. Exercise the powers and duties of their office honestly and in good faith, exercising the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances;
10. Recognize that the Board is a corporation and that authority rests with the Board only in official meetings;
11. Recognize that the Board Chair or designate is the only person authorized to speak to the media on behalf of the Board. Trustees shall not presume to speak for the Board when interacting with the public, media or other entities. Trustees shall represent the Board's corporate position when interacting with the public or other entities;

12. Recognize that an individual Trustee has no legal authority to act for the Board outside official meetings, except as delegated by the Board;
13. Refuse to make individual commitments or take any independent action that might compromise the Board as a whole;
14. Base their decisions on all available facts, respect the opinions of others, and uphold the majority decisions of the Board;
15. Strive to develop positive working and learning relations with each other, the Superintendent and within the Division as a whole;
16. Maintain the confidentiality of privileged or confidential information, including statements made during *in-camera* sessions of the Board;
17. Recognize that the Superintendent has full administrative authority for properly carrying out his/her professional responsibilities within the limits of Board policy, such that all administrative matters, complaints and criticisms will be referred to the Superintendent;
18. Not attempt to exercise individual authority over the Superintendent or any member of the staff, and in particular not encourage direct communication with employees who attempt to bypass administration, but encourage employees to utilize communication lines within the administration;
19. Recognize that the Superintendent is the Board's Chief Executive Officer and Chief Education Officer, and is to be present at all Board meetings except when his/her contract and salary are under consideration;
20. Avoid using their official position to obtain benefit for themselves or family members, or for any business with which Trustees or relatives are associated, in accordance with provisions of the *Education Act*;
21. Be properly prepared for Board deliberation;
22. Regularly take part in Board and Trustee development activities that will assist them in carrying out their responsibilities; and
23. Do their utmost to attend regular Board meetings, meetings of the Board committees to which they have been appointed, and meetings for which they have been appointed to serve as Board representative.

Consequences for the failure of individual Trustees to adhere to the Trustee Code of Conduct are specified in Policy 4 Appendix – Trustee Code of Conduct Sanctions.

Legal Reference: Section 33, 34, 51, 52, 53, 64, 67, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96 Education Act