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## **POLICY BBF – Trustee Code of Conduct**

**This Trustee Code of Conduct, in conjunction with the Trustee Code of Ethics, defines and standardizes expectations for trustees and establishes core values and ethical standards.**

### **PURPOSE**

To provide a framework to guide trustees in meeting their professional and ethical obligations.

### **DEFINITIONS**

**Fiduciary** – a person to whom property or power is entrusted for the benefit of another.

**Fiduciary Obligation** - a multitude of special relationships in which one party is required to look after the best interests of the other in an exemplary manner. Fiduciary relationships require trust and confidence and demand that fiduciaries act honestly, in good faith, and strictly in the best interests of the beneficiaries of such relationships.

### **GUIDELINES & PROCEDURES**

1. Compliance with this policy and Policy BBG - Trustee Code of Ethics is mandatory and that Policy BBG and this policy are to be read as complimentary and in the case of any difference between them, the policy that creates the highest duty or obligation on the trustee shall prevail.
2. Trustees shall maintain the highest standards of meeting etiquette, including civility and respect for others. Trustees shall abstain from unwarranted criticism of fellow trustees, the Board, or employees in or out of the boardroom, including any electronic communications. Trustees must comply with public meeting rules adopted by the Board and have authority to make decisions **ONLY** at official board meetings.
3. Trustees shall recognize that decisions are made by a majority vote and shall support and reflect the Division's policies and decisions when communicating with the public. This does not prevent a trustee from calling for a recorded vote, in instances where a trustee wishes to have his or her vote for or against a motion recorded. Equally this provision does not prevent a trustee from vigorously making and defending a point of view during debate on a motion.
  - a) If approached about a matter on which the Board has no established policy, individual trustees should not commit themselves to any position or promise other than to discuss the matter with the Superintendent or to present it to the Board for consideration.
  - b) Individual trustees should refer all complaints or requests directly or indirectly relating to instruction, personnel or services to the Superintendent or designate charged with the responsibility of correcting deficiencies in these areas.
  - c) Individual trustees acting as members of a committee of the Board are bound to operate by the committee's Terms of Reference.

4. Trustees shall respect issues of a sensitive or confidential nature and not disclose or discuss these issues outside of the meeting in which they arose.
5. Trustees shall exercise the greatest discretion at all times when discussions regarding school board (including individual schools) business arise outside a board meeting.
6. Trustees shall not use board membership to influence employment and other types of personal or family gain or prestige or otherwise engage in conduct that a reasonable person would consider a breach of the fiduciary obligations of the trustee.
7. While elected from specific wards, trustees must represent the best interests of the entire division.
8. Fiduciary responsibility supersedes any conflicting loyalty howsoever arising.
9. Trustees must declare openly and immediately, any conflict of interest relating to any matter before the Board. Trustees must bear in mind that the *Education Act* is not a complete codification of what may constitute conflict of interest and must be mindful of common law doctrines that may support a finding of the existence of a conflict of interest.
  - a) When a Trustee declares a perceived conflict of interest, he/she will absent themselves from the Board table and shall leave the meeting room until the discussion and voting on the matter are concluded.
  - b) Trustees shall act in such a manner as to demonstrate loyalty to the interests of Peace Wapiti Public School Division:
    - i) This commitment shall supersede any other loyalty, such as that to advocacy or interest groups or memberships on other boards or staffs.
    - ii) This commitment shall also supersede the personal interest that a trustee may have as a result of being a recipient of the Division's services.
10. Trustees shall represent the Board responsibly in all board-related matters with proper decorum and respect for others.
11. Any trustee who reports any breach to the Trustee Code of Conduct shall not be disqualified from participating in the process.

12. **Sanctions**

Trustees shall conduct themselves in an ethical and prudent manner in compliance with this policy and Policy BBG. The failure by trustees to conduct themselves in compliance with this policy, and Policy BBG, may result in the Board instituting sanctions. In particular, the Trustee Code of Conduct requires that trustees shall respect the confidentiality appropriate to issues of which they become aware in their capacity as trustees.

13. **Breach of Confidentiality**

Failure to comply with the requirement that trustees shall respect the confidentiality appropriate to each issue constitutes a failure of fiduciary duty. An individual trustee may bring a suspected breach of confidentiality to the attention of the Board Chair, or where the complaint is about the Chair, to the Vice-Chair. The Board Chair, or Vice-Chair, as the case may be, shall discuss the matter with the trustee in respect of whom the allegation has been made in an attempt to resolve the concern informally. If

unresolved, the trustee making the initial allegation may refer the matter to an in-camera meeting of the Board.

Any trustee who reports any breach to the Trustee Code of Conduct shall not be disqualified from participating in the process. If, by majority vote at a public meeting following the in-camera meeting, the Board agrees that there is a prima facie case that bears further investigation by the Board, the following procedure shall be invoked:

- a) The Board Chair shall request the Superintendent or designate to appoint an independent investigator to review the matter.
- b) The independent investigator shall conduct an investigation and submit a report of findings and recommendations to the Board Chair and to the Superintendent.
  - i) The Board Chair shall present the report of the independent investigator at an in-camera meeting of the Board. At this time, the trustee in question shall have an opportunity to present any additional, relevant information.
  - ii) If it is determined by a majority vote of the Board that a willful violation of confidentiality has occurred, for a first occurrence, a motion to write a letter of censure marked “Personal and Confidential” is required. This decision requires approval by a majority vote of trustees at the first public meeting of the Board following the in-camera session.
- c) For subsequent occurrences, a motion of censure against the trustee in question may be brought directly to a public meeting of the Board. This motion must be approved by a majority vote of trustees present at such a meeting. In addition, at a public meeting of the Board, a motion to remove the trustee from one (1) or more Board appointments may be presented. This motion must be approved by a majority vote of trustees present at such a meeting.

**14. All Other Breaches of the Trustee Code of Conduct:**

- a) A trustee who believes that a fellow trustee has violated the Trustee Code of Conduct for matters other than a breach of fiduciary duty related to confidentiality may seek resolution of the matter through appropriate conciliatory measures prior to commencing an official complaint under the Trustee Code of Conduct.
- b) A trustee who wishes to commence an official complaint under the Trustee Code of Conduct shall file a letter of complaint with the Board Chair, or if the complaint is about the Board Chair then with the Vice-Chair, within thirty (30) days of the alleged event occurring and indicate the nature of the complaint and the section or sections of the Trustee Code of Conduct that are alleged to have been violated by the trustee.
- c) The trustee who is alleged to have violated the Trustee Code of Conduct, and all other trustees, shall be forwarded a copy of the letter of complaint by the Board Chair, or the Vice-Chair, as the case may be, within five (5) days of receipt of the letter of complaint.
- d) When a trustee files a letter of complaint and a copy of that letter of complaint is forwarded to all trustees, the filing, notification, content, and nature of the complaint shall be deemed to be strictly confidential, the public disclosure of which shall be deemed to be a violation of the Trustee Code of Conduct. Public disclosure of the complaint and any resulting decision taken by the Board may be

- disclosed by the Board Chair or the Vice-Chair if the complaint was about the Chair, only at the direction of the Board, following the disposition of the complaint by the Board at a hearing.
- e) To ensure that the complaint has merit to be considered and reviewed, at least one other trustee must provide to the Board Chair, or the Vice-Chair if the complaint is about the Chair, within three (3) days of the notice in writing of the complaint being forwarded to all trustees, a letter indicating support for having the complaint heard at a hearing. Any trustee who forwards such a letter of support shall not be disqualified, from attending at and deliberating upon, the hearing convened to hear the matter, solely for having issued such a letter.
  - f) Where no letter supporting a hearing is forthcoming, the complaint shall not be heard. The Board Chair, or the Vice-Chair if the complaint is about the Chair, shall notify all other trustees in writing that no further action of the Board shall occur.
  - g) Where a letter supporting a hearing is forthcoming, the Board Chair, or the Vice-Chair if the complaint is about the Chair, shall add the item to a meeting of the Board as soon as is reasonable.
  - h) A violation of all sections of the Trustee Code of Conduct other than matters of breach of fiduciary duty related to confidentiality shall result in:
    - i) The Board Chair, or the Vice-Chair if the complaint is about the Chair, writing a letter of censure marked “Personal and Confidential” to the trustee in question. This occurs only after such action is discussed at an in-camera meeting of the Board. A majority of trustees at a public meeting of the Board shall approve this decision at the first public meeting of the Board following the in-camera session.
    - ii) For subsequent occurrences, a motion of censure against the trustee in question may be brought directly to a public meeting of the Board. This motion must be approved by a majority vote of trustees present at such a meeting. In addition, at a public meeting of the Board, a motion to remove the trustee from one (1) or more Board appointments may be presented. This motion must be approved by a majority vote of trustees present at such a meeting.
  - i) If a trustee is disqualified under Section 87 or 88 of the *Education Act* from remaining as a trustee of the Board and does not resign as required under Section 90, the Board may follow the procedures as outlined in Section 91 of the *Education Act*.
  - j) Depending on the significance of the violation, the Board may omit steps in the process defined above or take alternate action if deemed more appropriate.

## **REFERENCES**

**Cross References:** *Policy BBG – Trustee Code of Ethics*

**Legal References:** [\*Education Act\*](#) – Sections 33, 53, 52, 77, 85, 87, 88, 90, 91

**BM#:** 20130321.1005; OM20131029.1004; OM20140911.1002; OM20150910.1003; OM20160908.1005; BM20161208.1006; OM20171026.1004; OM20180906.1004; OM20190905.1005; BM20200220.1007; BM20200618.1011; OM20200903.1003

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