

---

## **TRUSTEE CODE OF CONDUCT**

Trustees shall conduct themselves in an ethical and prudent manner placing first, the interests of the corporate board. Trustees shall treat one another and staff with respect and behave in a manner that reflects the dignity and worth of all individuals.

### **Specifically**

1. Trustees shall be loyal to the interests of the ratepayers in the context of Catholic Education. This loyalty supersedes:
  - 1.1 Any conflicting loyalty such as that to advocacy or interest groups and membership on other Boards or staff positions.
  - 1.2 The personal interest of any trustee acting as an individual or organizational consumer of the District's services or not.
2. Trustees are accountable to exercise the powers and discharge the duties of their office with honesty and in good faith.
3. Trustees shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
4. Trustees shall disclose conflict of interest with respect to their fiduciary responsibility.
  - 4.1 There must be no self-dealing or any conduct of private business or personal services between any trustee and the District, as procedurally controlled to assure openness, competitive opportunity, and equal access to otherwise "inside" information.
  - 4.2 Trustees will annually disclose their involvements with other organizations, with vendors, or any associations, which might be or might reasonably be seen as being a conflict.
  - 4.3 When the Board is to decide upon an issue, about which a member has an unavoidable conflict of interest, that trustee shall absent herself or himself without comment on the issue not only from the vote, but also from the deliberation.
  - 4.4 Trustees shall not use their Board position to obtain employment in the District for themselves, family members, or close associates. Should a trustee apply for employment, he or she must take a leave of absence from the Board. If hired, he or she must first resign from the Board.
5. Trustees will file, within thirty (30) days of being sworn in, with the Chair and Secretary-Treasurer, a statement disclosing:
  - 5.1 The Trustee's involvement with any other organizations, committees, vendors, or associations which might be of might reasonably be seen to constitute, a conflict of interest with the Trustee's role as a member of the Board;

- 5.2 As stated in the School Act:
  - 5.2.1 “The names and employment of the Trustee and the Trustee’s spouse or adult interdependent partner or children;
  - 5.2.2 The names of the corporations, partnerships, firms, governments or persons in which the Trustee has a pecuniary interest;
  - 5.2.3 The names of the corporations, partnerships, firms, governments or persons in which the Trustee’s spouse or adult interdependent partner or children under 18 years of age have a pecuniary interest.”
- 5.3 Trustees are responsible for advising the Chair and Secretary-Treasurer of any changes to the above noted obligations forthwith.
6. Trustees shall respect issues of a sensitive or confidential nature. Confidential information will not be shared or disclosed.
7. Trustees shall not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
  - 7.1 Trustees’ interaction with the Superintendent or with staff must recognize that any individual Trustee or group of trustees does not have authority other than that explicitly stated in Board policy.
  - 7.2 Trustees’ interaction with the public, press or other entities must recognize the same limitation and the similar inability of any Trustee to speak for the Board except to repeat explicitly stated Board decisions.
  - 7.3 Trustees will make no judgments of the Superintendent or staff performance except as that performance is assessed against explicit Board policies by the official process.
  - 7.4 Trustees shall not encourage direct communication with employees who attempt to bypass administration but shall encourage employees to utilize reporting lines within the administration to bring their concerns to the Board.
8. Trustees shall be familiar with the incorporating documents, by-laws, regulations, and policies of the organization as well as the rules of procedure and proper conduct of a meeting so that any decision of the Board may be made in an efficient, knowledgeable and expeditious fashion.
9. Trustees shall be properly prepared for Board deliberations.
10. Trustees shall regularly take part in educational activities which will assist them in carrying out their responsibilities.
11. Trustees shall attend meetings on a regular and punctual basis. Absence of a Trustee from three consecutive meetings of the Board shall disqualify that person from remaining as a Trustee, as stated in the School Act.
12. Trustees shall be deemed present at a Regular or Special Board meeting when participating by electronic means or other communication facilities provided that the communication allows all participants including the public to hear each other.

13. Trustees shall ensure that unethical activities not covered or specifically prohibited by the foregoing or any other legislation are neither encouraged nor condoned.
14. Trustees shall adhere to the Code of Ethics adopted by the Alberta School Boards Association and Alberta Catholic School Trustee Association.
15. In addition, trustees in support of Catholic education, shall:
  - 15.1 Demonstrate leadership in the faith community;
  - 15.2 Commit to helping students become spiritually, physically, mentally and morally strong;
  - 15.3 Demonstrate a willingness to explore and grow in their own faith community;
  - 15.4 Demonstrate a willingness to devote time to trustee work.
16. A Trustee who believes a fellow trustee has violated the Code of Conduct may seek resolution of the matter through appropriate conciliatory measures prior to commencing an official complaint under the Code of Conduct.
17. Trustees shall conduct themselves in an ethical and prudent manner in compliance with the Code of Conduct. The failure by trustees to conduct themselves in compliance with this policy may result in the Board instituting sanctions.
18. A trustee who wishes to commence an official complaint, under the Code of Conduct shall file a letter of complaint with the Board Chair within thirty (30) days of the alleged event occurring and indicate the nature of the complaint and the section or sections of the Code of Conduct that are alleged to have been violated by the trustee.
19. The trustee who is alleged to have violated the Code of Conduct and all other trustees shall be forwarded a copy of the letter of complaint by the Board Chair, or where otherwise applicable in what follows, by the Vice-Chair, within five (5) days of receipt by the Board Chair of the letter of complaint. If the complaint is with respect to the conduct of the Board Chair, the letter of complaint shall be filed with the Vice-Chair.
20. 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 Code of Conduct. Public disclosure of the complaint and any resulting decision taken by the Board may be disclosed by the Board Chair only at the direction of the Board, following the disposition of the complaint by the Board at a Code of Conduct hearing.
21. To ensure that the complaint has merit to be considered and reviewed, at least one (1) other trustee must provide to the Board 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 be heard at a Code of Conduct hearing. Any trustee who forwards such a letter of support shall not be disqualified from attending at and deliberating upon, the complaint at a Code of Conduct hearing convened to hear the matter, solely for having issued such a letter.
22. Where no letter supporting a hearing is received by the Board Chair in the three (3) day period referred to in section 21 above, the complaint shall not be heard. The Board Chair shall notify all other trustees in writing that no further action of the Board shall occur.

23. Where a letter supporting a hearing is received by the Board Chair in the three (3) day period referred to in section 21 above, the Board Chair shall convene, as soon as is reasonable, a special meeting of the Board to allow the complaining trustee to present his/her views of the alleged violation of the Code of Conduct.
24. At the special meeting of the Board, the Board Chair shall indicate, at the commencement of the meeting, the nature of the business to be transacted and that the complaint shall be heard in an in-camera session of the special meeting. Without limiting what appears below, the Board Chair shall ensure fairness in dealing with the complaint by adhering to the following procedures.
25. The Code of Conduct complaint shall be conducted at an in-camera session, Code of Conduct hearing, of a special Board meeting convened for that purpose. All preliminary matters, including whether one or more trustees may have a conflict of interest in hearing the presentations regarding the complaint, shall be dealt with prior to the presentation of the complaint on behalf of the complaining trustee. For the Code of Conduct hearing procedure refer to Policy 4 Appendix.

Legal Reference: Section 60, 61, 68, 72, 80, 81, 82, 83, 84, 85, 86, 246 School Act