



**DURHAM CATHOLIC  
DISTRICT SCHOOL BOARD**  
*Learning and Living in Faith*

## Memorandum

To: Board of Trustees  
From: Tracy Barill, Director of Education  
Date: March 27, 2023  
Subject: **Trustee Code of Conduct**

## Recommendation

Moved by \_\_\_\_\_, seconded by \_\_\_\_\_

“THAT in accordance with Regulation 246/18 the Durham Catholic District School Board confirm the revised Trustee Code of Conduct as referenced in section 6.3 and contained in the Supplementary Documents of the General Working By-Law Number 2021 (Rev. Oct. 25, 2022).”

Moved by \_\_\_\_\_, seconded by \_\_\_\_\_

“THAT the Durham Catholic District School Board make available the revised Trustee Code of Conduct to the public on the Durham Catholic District School Board website.

## Rationale

Regulation 246/18 states:

### **MEMBERS OF SCHOOL BOARDS - CODE OF CONDUCT**

#### *Code of conduct*

1. (1) Every board shall adopt a code of conduct that applies to the members of the board.
- (2) Every board that has not adopted a code of conduct before the day this Regulation comes into force shall adopt a code of conduct on or before May 15, 2019.
- (3) Every board shall make its code of conduct available to the public.

*Review of code of conduct*

2. (1) Every board that adopted a code of conduct before the day this Regulation came into force shall review its code of conduct, in accordance with subsection (3), on or before May 15, 2019 and on or before May 15 in every fourth year thereafter.

(2) Every board referred to in subsection 1 (2) shall review its code of conduct, in accordance with subsection (3), on or before May 15, 2023 and on or before May 15 in every fourth year thereafter.

(3) A board shall review a code of conduct by complying with the following requirements:

1. The board shall determine whether any changes are required to the code of conduct and,
  - i. if changes are required, make the required changes, or
  - ii. if no changes are required, confirm the existing code of conduct.
2. The board shall pass a board resolution setting out the course of action determined under paragraph 1.

## **Information/Analysis/Research**

The Trustee Code of Conduct was formally reviewed and revised by the By-Law Committee with the assistance of legal counsel in 2021 when the General Working By-Laws for the Board of Trustees was last updated.

In the fall of 2022, the Board of Trustees approved the new Multi-Year Strategic Plan which includes a new Board Mission Statement. The Trustee Code of Conduct has been revised to update the Mission Statement and is included in Appendix 1.

The Code of Conduct outlines the expectations of Trustee conduct with respect to:

- Catholic Faith, Community and Culture
- Integrity and Dignity of Office
- Civil Behaviour
- Complying with Legislation
- Upholding Decisions
- Avoidance of Personal Advantage and Conflict of Interest
- Perceived or Potential Conflict of Interest
- When Interest is Not a Conflict
- Lobbying
- Respect for Confidentiality
- Respect for Board Resources

The Code of Conduct also outlines procedures for:

- Enforcement of Code of Conduct
- Response to a Finding of Breach
- Reconsideration
- Reversal
- Confirmation
- Meeting in Camera

It is expected that all Trustees have fully reviewed the Trustee Code of Conduct, are familiar with its contents, and endeavour at all times, to conduct themselves accordingly.

TB/eb

Attachment: Appendix 1 – Trustee Code of Conduct



## Trustee Code of Conduct

### Our Mission

~~We are called to celebrate and nurture the God-given talents of each student as we serve with excellence in the light of Christ.~~

To be an inclusive Catholic learning community that inspires every student to achieve their full potential through faith and education.

### Catholic Faith, Community and Culture

Each Durham Catholic District School Board Trustee (“Trustee”) as an extension of the Church’s ministry shall, within the duties prescribed in the *Education Act*, Regulations and other applicable statutes:

- recognize and affirm that Catholic schools are an expression of Catholic Church teachings;
- model in word and deed their commitment to the teachings of the Church;
- provide a Catholic education consistent with programs approved by the Canadian Conference of Catholic Bishops and the provincial Minister of Education;
- defend the constitutional right of Catholic education and the democratic and corporate authority of the Board;
- respect the confidentiality of the Board;
- conduct the affairs of the Board with a spirit of collaboration, openness, justice and compassion;
- commit to improve personal knowledge of current Catholic educational research and practices subject to Board policy;
- affirm the development of Christian Catholic Community; and
- provide support, encouragement and prayer for the efforts of all persons engaged in the ministry of Catholic education.

## **Integrity and Dignity of Office**

Holding positions of public trust and confidence, Trustees shall:

- discharge their duties and responsibilities professionally, ethically and in a manner that is consistent with Gospel values, the teachings of the Catholic Church, the *Education Act* and Regulations, the *Municipal Freedom of Information and Protection of Privacy Act* and Regulations, the *Municipal Conflict of Interest Act*, the Board's By-laws, Policies and other applicable statutes;
- act in the best interests of the Durham Catholic District School Board, taking into account members of the public and stakeholders served by the DCDSB;
- commit to excellence in Catholic education by promoting student achievement and well-being through the delivery of effective and appropriate education programs and effective stewardship of the board's resources.

## **Civil Behaviour**

Sharing in the responsibility to create a positive governance environment that is safe, inclusive and respectful, Trustees shall:

- act with decorum and be respectful of other Trustees, the Director of Education, staff, all members of the Durham Catholic District School Board community and the public;
- serve as role models of exemplary behaviour reflective of the values articulated in the Ontario Catholic School Graduate Expectations, including but not limited to:
  - respecting all applicable federal, provincial and municipal laws;
  - adhering to Robert's Rules of Order;
  - demonstrating honesty and integrity, respecting differences in people, their ideas, and their opinions, treating one another with dignity and respect at all times, and especially when there is disagreement;
  - respecting and treating others fairly, regardless of race, ancestry, place of origin, colour, ethnic origin, citizenship, religion, gender, sexual orientation, age, disability or other difference.
- be prepared for meetings, avoiding at all times unnecessary disruptions and refraining from engaging in conduct that contributes to a tone of sarcasm or denigration;

- adhere to the Acceptable Use Policy with respect to on-line communications and demonstrate professionalism in communication with stakeholders and other community members;
- comply with all policies of the board;
- notwithstanding the right of individual trustees to debate a motion before the Board, and personally disagree with a decision of the Board, a Trustee shall publicly uphold resolutions approved by the Board and at all times refrain from making disparaging or offensive remarks.

## **Complying with Legislation**

Individual Trustees shall comply with the duties of Board members, including but not limited to those set out in section 218.1 of the *Education Act*, which states that:

*A member of a board shall,*

- (a) carry out his or her responsibilities in a manner that assists the board in fulfilling its duties under this Act, the regulations and the guidelines issued under this Act, including but not limited to the board's duties under section 169.1;*
- (b) attend and participate in meetings of the board, including meetings of board committees of which he or she is a member;*
- (c) consult with parents, students and supporters of the board on the board's multi-year plan under clause 169.1(1)(f);*
- (d) use appropriate communication protocols to bring concerns of parents, students and supporters of the board to the attention of the board;*
- (e) uphold the implementation of any board resolution after it is passed by the board;*
- (f) entrust the day-to-day operations and management of the board to its staff through the Board's Director of Education;*
- (g) maintain focus on student achievement and well-being through the development of policies; and*
- (h) comply with the Board's code of conduct.*

## **Upholding Decisions**

As the governing body of a corporation, Trustees understand that they may deliberate with many voices, but must govern as one. Trustees shall therefore:

- accept that authority rests with the Board of Trustees and that an individual Trustee has no independent authority to make decisions or act on behalf of the Board, except as specifically delegated by resolution of the Board;
- uphold the implementation of any Board resolution after it is passed by the Board;
- comply with Board policies and procedures; and
- refrain from speaking on behalf of the Board unless authorized by resolution of the Board to do so.

## **Avoidance of Personal Advantage and Conflict of Interest**

Trustees are subject to the *Municipal Conflict of Interest Act*, and in addition are responsible and accountable for exercising good judgment and avoiding situations that might present a conflict of interest or the appearance of a conflict of interest.

The *Act* holds a Trustee to the standard of an independent and trusted decision-maker. Only the Trustee may declare that their own interest is in conflict with the interest of the Board.

Where a Trustee, either on their own behalf or while acting for, by, with or through another, has any pecuniary interest in any matter, whether direct or indirect, as defined by the *Municipal Conflict of Interest Act*, and the Trustee is present at a meeting of the Board or Committee at which the matter is the subject of consideration, the Trustee:

- (a) shall, prior to any consideration of the matter at the meeting, disclose the interest and the general nature thereof;
- (b) shall not take part in the discussion of, or vote on any question in respect of the matter; and
- (c) shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question.

Where the meeting *in camera*, the Trustee shall, in addition to complying with the requirements herein, forthwith leave the meeting or the part of the meeting during which the matter is under consideration.

Where the interest of a Trustee has not been disclosed as required by reason of the Trustee's absence from the meeting, the Trustee shall disclose the interest and otherwise comply with this Code of Conduct at the next Board or Committee meeting, as the case may be, at which they are in attendance.

The pecuniary interest, direct or indirect, of a parent or the spouse or any child of the Trustee shall, if known to the Trustee, be deemed to be also the pecuniary interest of the Trustee, and must be so declared.

Where a declaration of an interest is made at a meeting open to the public, the Secretary shall record the declaration of the interest and the nature thereof in the minutes. Where the meeting is not open to the public, the Secretary shall record the declaration but not the nature of the interest in the minutes of the next public meeting of the board.

At a meeting at which a Trustee discloses an interest, or as soon as possible thereafter, the Trustee shall also file a written statement of the interest and its general nature with the Secretary of the Board. The Board shall establish and maintain a registry in which it will keep a copy of each statement of interest filed with the Secretary, and a record of each declaration of an interest. The register shall be available for public inspection.

Where a Trustee, either on their own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter that is being considered by an officer or employee of the board, or by a person or body to which the board has delegated a power or duty, the Trustee is also prohibited from using their office in any way to attempt to influence any decision or recommendation that results from consideration of the matter.

## **Perceived or Potential Conflict of Interest**

DCDSB Trustees are responsible for maintaining an unimpeachable standard of integrity in all their relationships, both inside and outside the Board. Trustees must not therefore use their position, authority or influence to give any person or organization special treatment that might, or might be perceived to, advance the interests of the Trustee, or the interests of a relative, friend and/or business associate of the Trustee, or in any manner conflict with the interests of the Board.

Under the *Municipal Conflict of Interest Act*, there is no requirement that a Trustee act on the basis of a perceived conflict of interest. However, each Trustee must evaluate whether or not their judgment and decision-making could be conflicted by other interests and whether a particular decision made as a Trustee could result in a personal advantage. If so, they should refrain from acting in that matter.

A Trustee who questions whether a fellow Trustee has a conflict of interest, or is sensitive to the potential perception of a conflict of interest, may raise the matter respectfully and informally with the potentially conflicted Trustee, but may not declare a conflict on that Trustee's behalf, or assert that the Trustee should be denied the opportunity to participate in discussion or cast a vote.

A Trustee shall exercise extreme caution and discretion in accepting any gift, hospitality or benefit from a person or entity that has dealings with the Board. Where a reasonable person could conclude that the gift hospitality or benefit could have real, potential or perceived influence on a Trustee in the performance of their duties to the Board, the gift should be refused.

Where a Trustee is not confident in their assessment of whether or not they have a conflict, they may choose to seek a separate legal opinion from their own legal counsel.



## **When is an Interest Not a Conflict**

The Trustee's interest does not constitute a conflict with the interests of the Board when:

- (a) the Trustee's pecuniary interest is common to the general electorate;
- (b) the interest is so insignificant or remote in nature that it could not reasonably be regarded as likely to influence the Trustee in the exercise of their responsibilities.

A competing interest giving rise to a conflict must also be distinguished from personal bias. It is assumed that in meeting statutorily defined board responsibilities Trustees may be biased by their values, experiences and individual assessment of policy priorities. Personal differences may lead to varying but valid interpretations of the Board's best interests. Such differences of opinion are inherent to the governance process and are intended to be resolved by the application of *Robert's Rules of Order*, the Board's By-law, and adherence to this Code of Conduct. However, a personal bias or opinion does not in and of itself constitute a conflict of interest as defined by the *Municipal Conflict of Interest Act* or this Code of Conduct.

## **Lobbying**

In the interests of fair and transparent procurement practices and in compliance with the *Broader Public Sector Procurement Act*, Trustees have an obligation to:

- i. report any inquiries or communications for the purpose of influencing the procurement of goods and services and the awarding of contracts to the Director of Education;
- ii. refrain from communicating with anyone during a procurement process and abstain from exercising their influence to gain or advance the interests of any individual or group during such a process.

## **Respect for Confidentiality**

Recognizing that protecting the confidential information of the DCDSB is a fiduciary duty of every Trustee, each Trustee shall abide by the confidentiality agreement attached hereto as Appendix A.

## **Respect for Board Resources**

Trustees shall not use Board resources for personal gain, and shall not permit their relatives, friends and/or business associates to use Board resources for personal gain. Trustees recognize that such inappropriate use of Board resources, directly or indirectly, for their benefit may constitute a breach of trust contrary to section 122 of the Criminal Code (Canada). All Trustees shall comply with Board Policies and General

Administrative Procedures regarding the use of Board resources, including information technology resources.

## **Respect for Board Staff**

Trustees shall model respect for and deference to the roles and responsibilities of Board staff. Recognizing that a Trustee's workplace is in the boardroom, a Trustee shall not attempt to influence staff decision-making or staff activities outside the boardroom.

Trustees shall in particular demonstrate sensitivity to weight of their office if it is necessary to address a school issue concerning the Trustee's child. Where another parent cannot communicate on behalf of the family, a Trustee shall ensure that all electronic and telephone communications are sent to and from a personal address or phone, and that the Trustee's occupation of the office remains as removed as possible from interactions with their child's school.

For greater clarity, any attempt to use the weight of the office of Trustee to gain personal advantage for a family member, or to advance a matter of interest or policy outside the boardroom, will be deemed to be an exercise of undue influence, a misuse of the office of Trustee, and contravention of this Code of Conduct.

## **Enforcement of Code of Conduct**

In accordance with the provisions of section 218.3 of the *Education Act*, a breach of this Code of Conduct by a Trustee shall be addressed employing the procedures in the paragraphs that follow.

A Trustee who has reasonable grounds to believe that another Trustee has breached this Code of Conduct may bring the alleged breach to the attention of the Board, provided that they do so within six (6) weeks of when they became aware that the alleged breach took place.

The Trustee who has reported the alleged breach shall be asked to consider an informal resolution process, whereby the actions are brought to the attention of the Trustee who is alleged to have breached the Code, with a view to determining if an apology or other corrective measure would be appropriate.

If the Trustee alleging a breach of the Code does not agree to informal resolution, they shall put their complaint in writing and submit it to the Chair, or if alleging a breach by the Chair, then to the Vice Chair. The complaint shall include the name of the Trustee alleged to have breached the Code, information regarding when the breach became known, their grounds for believing a breach occurred, and contact information for any witnesses or people who may have information relevant to an investigation. The written complaint shall be shared with all Trustees on a confidential basis within seven (7) days of receipt.

Upon receipt of a written complaint, the Chair and at least one other Trustee appointed by the Board shall investigate the matter and shall make a finding of fact as to whether

the action took place as alleged, and report their findings to the Board. If the allegation involves the Chair, the investigation shall be led by the Vice Chair. The investigation shall be conducted in private, and shall include at a minimum an opportunity for the Trustee alleged to have breached the Code to review the written complaint and make an oral and written response.

If the Chair (or Vice Chair) and Trustee appointed by the Board to investigate determine that the complaint is frivolous, out of time, not made in good faith, or unsubstantiated by any finding of fact, they shall confidentially recommend to the complainant that the complaint withdraw the complaint. Where the complainant refuses to withdraw the complaint the complaint shall be considered by the Board.

If the Chair (or Vice Chair) and Trustee appointed by the Board to investigate find that the facts support a conclusion that the Code of Conduct was breached, they shall report their findings to the Board.

The Board shall consider the findings of the investigation and based solely on what has been reported make a determination as to whether the Code of Conduct was breached.

### ***Response to a Finding of Breach***

Notwithstanding a conclusion that the Code of Conduct was breached, the Board may nevertheless determine by resolution that the contravention was trivial, made through inadvertence, or in good faith, and impose no sanction.

The Board may alternatively impose by resolution one or more of the following sanctions:

- (a) Censure of the Trustee in accordance with Board Policy and Procedures;
- (b) Bar the Trustee from attending all or part of a meeting of the Board or a meeting of a committee of the Board; and/or
- (c) Bar the Trustee from sitting on one or more committees of the Board, for the period of time specified by the Board.

A Trustee who is barred from attending all or part of a meeting of the Board or a meeting of a committee of the Board, or sitting on committee of the Board, is not entitled to receive any materials that relate to that meeting or that part of the meeting that are not available to the members of the public.

In appropriate circumstances, the Board may also resolve to disassociate the Board from any action or statement of a Trustee.

If the Board determines that a Trustee has breached this Code of Conduct, the Board shall forthwith give the Trustee written notice of the determination and any sanction imposed, and notify the Trustee of their right to request a reconsideration.

## **Reconsideration**

The notice of decision shall inform the Trustee that he or she may make written submissions to the Board in respect of a reconsideration of the determination of a breach or a sanction imposed, by the date specified in the notice that is at least fourteen (14) days after the notice is received by the Trustee.

The Board shall consider any submissions made by the Trustee and shall confirm or revoke the determination within 14 days after the Trustee's submissions are received.

## **Reversal**

If the Board revokes a determination that the Trustee breached the Code of Conduct, any sanction imposed by the Board shall be revoked.

## **Confirmation**

If the Board confirms its determination that the Trustee breached the Code of Conduct, the Board shall, within 14 days after the Trustee's submissions were received, confirm, vary or revoke the sanction(s) imposed by the Board.

If a sanction is varied or revoked, the variation or revocation shall be deemed to be effective as of the date the original determination about the alleged breach was made by the Board.

## **Meeting In Camera**

In accordance with subsection 207(2) of the *Education Act* the Board may meet *in camera* to consider an alleged breach of the Code of Conduct that involves any of the following matters:

- (a) the security of the property of the Board;
- (b) the disclosure of intimate, personal or financial information in respect of a Trustee or committee, an employee or prospective employee of the Board or a student or his or her parent or guardian;
- (c) the acquisition or disposal of a school site;
- (d) decisions in respect of negotiations with employees of the Board; or
- (e) litigation affecting the Board.

Notwithstanding the foregoing, the Board shall meet in public in order to vote on any resolution regarding:

- (a) a determination that a Trustee has breached this Code of Conduct;

- (b) the imposition of a sanction on a Trustee for a breach of this Code of Conduct;
- (c) confirmation or revocation of a determination regarding a Trustee's breach of this Code of Conduct;
- (d) confirmation, variation or revocation of a sanction after confirming or revoking a determination regarding a Trustee's breach of the Code of Conduct.

A Trustee who is alleged to have breached this Code of Conduct shall not vote on any of the resolutions listed above.

When a resolution listed above is approved, the resolution shall be recorded in the Minutes of the meeting.

The *Statutory Powers Procedure Act* does not apply to any of the enforcement provisions under section 218.3 of the *Education Act*.

Nothing in this Code of Conduct prevents a Trustee's breach of the *Municipal Conflict of Interest Act* from also being dealt with in accordance with that *Act*.

A Trustee who is subject to a Board investigation and determination of whether the Trustee has breached the Code of Conduct has a right to retain and be represented by legal counsel throughout the process. Legal expenses will not be paid unless extraordinary circumstances are determined to warrant payment, as determined by Board motion.

Where the number of Trustees who, by reason of the provisions of the *Municipal Conflict of Interest Act*, are unable to participate in a meeting is such that at that meeting the remaining members are not of sufficient number to constitute a quorum, then, despite any other provision of this by-law, the remaining number of Trustees shall be deemed to constitute a quorum, provided such number is not less than two.

Effective: June 30, 2021  
Revised: March 27, 2023



## Appendix A

# Confidentiality Agreement

I \_\_\_\_\_, Trustee of the Durham Catholic District School Board understand that, as part of my duties as a Trustee that:

I may be privy to private, confidential and/or legally privileged financial, business and/or commercial information belonging to the Board that may provide a financial, business, commercial or competitive advantage, and/or legal matters and opinions. Such information may include, but is not limited to, information relating to the Board's organizational structure, operations, business plans, technical projects, business costs, research data results, inventions, trade secrets or other work produced, developed by or for the Board. I have a duty to the DCDSB not to disclose any such information.

Except as required by law, I agree not to use, directly or indirectly, for my benefit or the benefit of any person, organization, firm, or other entity, the Board's proprietary or confidential information disclosed or entrusted to me, and recognize that such inappropriate use of confidential information for personal benefit or disclosed to others may constitute a breach of trust contrary to section 122 of the Criminal Code (Canada).

I will respect and comply with my responsibilities under the *Education Act* and *Municipal Freedom of Information and Protection of Privacy Act* to protect the privacy rights of students, parents/guardians and staff. As a member of the Board, I understand that I may only collect, use, disclose and store personal information in accordance with these *Acts*.

Further to the public nature of my role, I will be particularly mindful not to discuss confidential or personal information in public or where another student, parent, employee or member of the school community or public could accidentally overhear or read such information.

I acknowledge that my Trustee duty of confidentiality and protection of privacy survives my term as Trustee.

\_\_\_\_\_  
Trustee Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Date