

Title	Board Code of Conduct
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Policy Type	Governance
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Purpose

This Code of Conduct is written and published with respect to the responsibility assumed by trustees of the Board of the Caledon Public Library (the “Board”) by virtue of applying for and accepting the role. It outlines fundamental principles to guide Library trustees to act in a way that is fair, ethical, accountable and beneficial to Caledon Public Library (the “Library”), all residents of the Town of Caledon’s community of communities that the Board represents, Library staff and all other Library stakeholders.

This code was written to promote a common understanding of the expectations of conduct for individual trustees and the Board as a whole and to provide guidance during the term of service. Every trustee is expected to comply with both the content and spirit of this code while serving as a Board member and to continue to abide by its provisions after leaving the Board.

Governing Style

The Board will govern in a manner emphasizing:

- Encouragement of, and respect for, diversity of opinions;
- Strategic leadership;
- Clear distinction between Board and CEO roles; and,
- Collective, rather than individual, decisions.

Furthermore, the Board will:

- Operate in all ways mindful of its civic trusteeship obligation to the Caledon Public Library
- Speak with one voice;
- Ensure continuous good governance through periodic discussion of process improvement, and through active recruitment of new Board members; and,
- Monitor and discuss the Board’s performance

Guidelines

A trustee is expected to abide by the following guidelines:

Leadership and Advocacy

- Strive to achieve the vision and mission as set out in the Caledon Public Library Strategic Plan
- Ensure that all Board activities are in compliance with the Ontario *Public Libraries Act*, R.S.O. 1990, Amended 2009, and the by-laws and policies of Caledon Public Library
- Leverage personal and professional interests and connections to raise the Library's profile in the community and support the shared Library vision
- Engage in public advocacy for the Library by promoting its work, keeping informed about its programs and activities, understanding the message it strives to deliver, and inviting the public's opinions and reporting input to the Board
- Remember that he or she represents all of Caledon, not just an individual location, community or ward

Integrity and Impartiality

- Act with honesty, fairness and openness in all dealings as a member of the Board
- Maintain a professional level of courtesy, respect and objectivity in all Board activities
- Assist other members of the Board in upholding the highest standards of professional conduct
- Conduct oneself in a manner which does not damage or undermine the reputation of the Board or Library, avoiding actual impropriety and any appearance of improper behavior
- As per the Caledon Public Library Board By-laws, "member will be courteous and will not engage in any action, which disturbs a meeting of the Board."

Conflicts of Interest

- Exercise the powers vested in trustees for the good of the Library rather than to secure any benefit or advantage to a Board member, family or business connection
- Make all decisions solely on the basis of what is in the best interests of the Board or Library
- Disclose and deal with conflicts of interest, either pecuniary or non-pecuniary (or the appearance thereof) promptly
- Declare any conflict of interest, as defined in the Ontario *Municipal Conflict of Interest Act*, and absent himself or herself from any discussion or decision-making related thereto
- Avoid accepting gifts and hospitality that might reasonably be thought to influence a Board member's judgment
- Must not use their positions to obtain employment in the organization for themselves, family members or close associates.
- Should a board member be considered for employment with the Library, he/she must temporarily withdraw from the board deliberation, voting and access to applicable board information.

Accountability and Responsible Stewardship

- Comply with the Ontario *Public Libraries Act*, Ontario *Municipal Act*, and be cognizant of the mission and vision stated in the Library's Strategic Plan
- Act with probity and sustainability to protect all financial assets and resources of the Library and ensure that they are used to deliver the Library's objectives
- Exercise the fiduciary standard of care that would be expected of a reasonable and prudent person in the management of his or her own affairs
- Exercise the fiduciary duty to be informed by being proactive in requiring regular financial information and insuring that government regulations are met

Individual Authority

- Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in board policies
- Board members' interaction with the CEO/Chief Librarian or with staff must recognize the lack of authority in any individual board member or group of board members except as noted above.
- Board members' interaction with the public, press or other entities must recognize the same limitation and the similar inability of any board member or board members to speak for the board.
- Board member will express no judgements of the CEO/Chief Librarian or staff performance except as that performance is assessed through the official process.

Effective Board Performance

- Respect the appropriate confidentiality of Board papers, discussions, decisions and related correspondence
- Commit to a process that fosters candid discussions and open engagement of all members leading to consensus decisions whenever possible
- Strive to attend all Board meetings being prepared to contribute to productive meetings
- Make informed decisions and give due consideration to differing points of view
- Accept and endorse Board decisions as publicly communicated by the Board Chair, or an appointed spokesperson
- Apply principles consistent with effective Board performance in all communication and dissemination of information including over the Internet, in person and through social and traditional media
- Work co-operatively with Library staff, recognizing their roles and responsibilities
- Participate in the Board's performance appraisal, renewal and succession planning as identified in the Annual Board Assessment Policy (CPL-16-07)
- Actively participate in committees of the Board and special meetings

- Take responsibility for personal training, attend relevant conferences and library association meetings to enhance Board performance

Related Documents:

- **Public Libraries Act**, R.S.O. 1990, c. P.44
- **Municipal Conflict of Interest Act**, R.S.O. 1990, c. M.50
- **Caledon Public Library Board By-Laws**, CPL-16-06
- **Caledon Public Library Annual Board Assessment Policy**, CPL-16-07