

Title Board Code of Conduct

Policy Number CPL-16-10

Policy Type Governance

Approval Date May 16, 2022

Review Date May 2024

Notes Originally adopted May 2012; Revised April 18, 2016, April 16, 2018 and June 15, 2020



Purpose

As per Section 223.2 of the Municipal Act, “a municipality shall establish codes of conduct for members of the council of the municipality and of its local boards”. As the definition of a local board within the relevant section of the Act explicitly excludes public library boards, a distinct code has been adopted to promote a common understanding of the expectations of conduct for individual Board Members and the Board as a whole and to provide guidance during the term of service. Every Board Member 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.

This Code of Conduct is written and published with respect to the responsibility assumed by Members 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 Board Members 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, Library staff and all other Library stakeholders.

All members of the Board will be required to acknowledge their receipt and understanding of the Code of Conduct upon initial appointment to the Board and upon any revision to the document.

Governing Style

The Board will govern in a manner emphasizing:

- Encouragement of, and respect for, diversity of opinions and experiences;
- 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, succession planning and through active recruitment of new Board members; and,
- Monitor and discuss the Board's performance.

Guidelines

A Board Member 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 they represent 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 behaviour.
- As per the *Caledon Public Library Board By-laws (CPL-16-06)*, each "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 Board Members 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 themselves 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 Members will express no opinion or assessment of the CEO/Chief Librarian or any individual staff member's job 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.
- Adhere to all relevant guidelines within the *Caledon Public Library Social Media Policy (CPL-17-19)*.
- 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)*.
- Provide comments and insights regarding the CEO/Chief Librarian's performance in support of the CEO/Chief Librarian Performance Evaluation Committee's annual appraisal of the CEO/Chief Librarian.
- 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.

Non-Compliance with the Code

As per the *Caledon Public Library Board By-Laws (CPL-16-06)*, and in alignment with the *Public Libraries Act*:

- The Chair of a meeting may deny a Member the right to speak on a particular topic if the Member is disruptive or persistently interrupts others.
- The Chair of a meeting may exclude a Member from the meeting who has been given a warning but continues to disregard the rulings from the Chair.

Any Board Member who identifies or witnesses behaviour or an activity by a fellow Member of the Board that is believed to be in contravention of this Code, should first inform the Member of these concerns, providing an opportunity for them to address the issue and/or modify their conduct.

Those with ongoing concerns regarding continued non-compliance may file a complaint with the Board Chair. Any such complaint concerning the conduct of the Board Chair should be directed to the Vice-Chair. The Chair or Vice-Chair shall then investigate the complaint and provide the full Board with a report of their findings and any recommended remedies.

Complex investigations or persistent violations of this policy by a Member may prompt the Board to seek the assistance of an external advisor or issue a request to Town Council for an investigation to be undertaken by the municipality's Integrity Commissioner.

Acknowledgement

I hereby acknowledge that I have read the *Caledon Public Library Board Code of Conduct (CPL-16-10)*. I understand my responsibilities as a member of the Board and representative of the Library, and will act in accordance with the fundamental principals confirmed within the Policy and Guidelines.

Name	Signature	Date
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Related Documents:

- [Municipal Act](#), 2001, S.O. 2001, c. 25
- [Public Libraries Act](#), R.S.O. 1990, c. P.44
- [Municipal Conflict of Interest Act](#), R.S.O. 1990, c. M.50
- CPL-16-06 Caledon Public Library Board By-Laws
- CPL-16-07 Caledon Public Library Annual Board Assessment Policy
- CPL-17-19 Caledon Public Library Social Media Policy