

Toronto District School Board

Policy P075

Title: **BOARD MEMBER CODE OF CONDUCT**

Adopted: September 21, 2005

Effected: September 21, 2005

Revised: November 26, 2008; September 23, 2009; June 18, 2014; June 17, 2015; November 22, 2017; May 22, 2019; **October 9, 2024**

Reviewed: November 2012; June 2013; May 24, 2014; November 22, 2017; May 22, 2019; **October 9, 2024**

Authorization: Board of Trustees

1. RATIONALE

This Board Member Code of Conduct (“Code of Conduct”) affirms TDSB’s commitment to meeting high standards of conduct by Trustees and upholding public confidence and integrity of the TDSB.

The Code of Conduct is governed by the *Education Act* and Ontario Regulation 312/24: Members of School Boards – Code of Conduct, and supports implementation of Board-established bylaws, policies and procedures that set out the governance and accountability framework at the TDSB.

2. OBJECTIVE

To establish governing principles and standards for expected ethical behaviour by Members of the Board

3. DEFINITIONS

Board means the Board of Trustees - collective governing body of the TDSB, constituted as a board pursuant to the *Education Act*, including section 208(1) of the Act.

Discrimination means discriminatory behaviour as indicated by the TDSB Workplace Violence Prevention (P072), Workplace Harassment Prevention (P034), and Human Rights (P031) policies.

Harassment means harassing behaviour as indicated by the TDSB Workplace Violence Prevention (P072), Workplace Harassment Prevention (P034), and Human Rights (P031) policies.

Integrity Commissioner means the Integrity Commissioner appointed by the Board in accordance with legislation and Board Bylaws.

Members of the Board (also referred to as Trustees) means the Chair and all members of the Board of Trustees.

Official Business means duties and responsibilities of Trustees as prescribed by the *Education Act* and further explained in the Governance Policy (P086), and directly related to operations of the Toronto District School Board.

Staff members means employees of the Toronto District School Board.

TDSB means the Toronto District School Board.

Trustee means Member of the Board.

Trustee Office means the authority and public duties attached to the position of being elected as a TDSB Trustee.

4. RESPONSIBILITY

The Board, Integrity Commissioner and the Director of Education.

5. APPLICATION AND SCOPE

This Code of Conduct applies to all Members of the Board.

6. POLICY

Transparency, accountability, and public confidence are fundamental components for the effective governance of school boards as public bodies responsible to their communities and to the provincial government. The conduct of the Members of the Board must be of the highest standard to maintain the confidence of the public.

This Code of Conduct represents the TDSBs commitment to meeting high standards of conduct.

6.1. General Principles

The following principles are a guide to the interpretation and application of the Code of Conduct:

- (a) Members of the Board must serve their school communities in a constructive, respectful, conscientious, and diligent manner.
- (b) Members of the Board will govern in a manner that is responsible to the entire community; act in the interests of all learners of the district; and promote confidence in publicly funded education through communications about the goals and achievements of the TDSB.

- (c) Members of the Board will expend TDSB funds efficiently and in the best interests of students.
- (d) Members of the Board will perform their functions with integrity and avoid the improper use of the influence of their office, and conflicts of interest, both apparent and real.
- (e) Members of the Board are expected to perform their duties in office and arrange their private affairs in a manner that promotes public confidence and will bear close public scrutiny.
- (f) Members of the Board will seek to serve the public interest by upholding both the letter and the spirit of the laws of the Federal Parliament and Ontario Legislature, and the bylaws and policies adopted by the Board.
- (g) Members of the Board agree to the common understanding that individual Trustees will not participate in activities that grant, or appear to grant, any special consideration, treatment, or advantage to an individual Trustee which is not available to every other individual. Allowable activities include those activities that are reasonably related to a Trustee's Office, taking into consideration the different interests and the diverse profiles of their wards/communities.
- (h) Members of the Board recognize that their Oath of Office binds them to the provisions of the *Municipal Conflict of Interest Act* (MCIA). The Integrity Commissioner has no authority to receive or investigate complaints regarding alleged contraventions of the MCIA.
- (i) This Code of Conduct operates as a supplement to the existing statutes governing the conduct of Members of the Board in all their roles. The following primary provincial and federal legislation govern the conduct of Members of the Board:
 - *Criminal Code of Canada.*
 - *Education Act*
 - *Municipal Conflict of Interest Act*
 - *Municipal Elections Act, 1996*
 - *Municipal Freedom of Information and Protection of Privacy Act*
 - *Occupational Health and Safety Act*
 - *Ombudsman Act*
 - *Ontario Human Rights Code*
- (j) The Integrity Commissioner should be consulted for advice by Members of the Board if the application of any section of this Code of Conduct is unclear.

6.2. Confidential Information

- (a) No Member of the Board will disclose or release by any means to any member of the public, any confidential information acquired by virtue of their office, in either oral or written form, except when required by

law or authorized by the Board to do so. This is a continuous obligation that extends beyond the member's term of office.

- (b) No Member of the Board will use confidential information in a manner that would be detrimental to the interests of the TDSB or for the purpose of personal gain or for the gain of the member's parent/guardian/caregiver, spouse or child.
- (c) Members of the Board should not access or attempt to gain access to confidential information in the custody of the TDSB unless it is necessary for the performance of their duties and not prohibited by TDSB policy.
- (d) Confidential information includes information in the possession of, or received in confidence by the TDSB, that the TDSB is either prohibited from disclosing, or is required to refuse to disclose, under the *Municipal Freedom of Information and Protection of Privacy Act* ("MFIPPA"), or other legislation, or received in confidence from other third parties of a corporate, commercial, scientific or technical nature, information that is personal, and information that is subject to solicitor-client privilege.
- (e) Under the Board Bylaws, a matter that has been discussed by the Board in closed session in accordance with section 207(2) of the *Education Act* is confidential. No Member of the Board will disclose the content of any such matter, or the substance of deliberations, of the closed session meeting until the Board discusses the information at a meeting that is open to the public or releases the information to the public.
- (f) Confidentiality may attach to information concerning:
 - Litigation or any potential litigation affecting the TDSB
 - Intimate, personal or financial information in respect of a Member of the Board or committee of the Board, an employee or prospective employee of the TDSB or a pupil or their parent/guardian/caregiver;
 - The acquisition or disposal of the TDSB's real property, including a school site;
 - Decisions in respect of negotiations with employees of the TDSB
 - Information deemed to be "personal information" under MFIPPA;
 - Information subject to solicitor-client privilege.
- (g) Individual Members of the Board are only entitled to information in the possession of the TDSB that is relevant to matters before the Board or a committee of the Board. Otherwise, an individual Trustee enjoys the same level of access rights to information as any other member of the community.
- (h) If there is uncertainty about whether information is confidential, the Member of the Board should check with the appropriate staff member,

consult with the Director of Education or seek the advice of the Integrity Commissioner.

6.3. Gifts, Benefits and Hospitality

Members of the Board are expected to carry out their duties with impartiality and objectivity. Members of the Board must decline from accepting a gift, benefit or hospitality because of the risk that this will compromise the objectivity of the Member of the Board or lead to an appearance of lack of objectivity, bias or influence on the part of the member. For these purposes, a gift, benefit or hospitality provided with the member's knowledge to a member's spouse, child, or parent, or to a member's staff that is connected directly or indirectly to the performance of the member's duties is deemed to be a gift to that Member of the Board.

No Member of the Board will accept a gift from any person, group or entity that has dealings with the TDSB if a reasonable person might conclude that the gift could influence the member when performing their duties unless:

- i. the gift is of nominal value;
- ii. the gift is given as an expression of courtesy or hospitality; and,
- iii. accepting the gift is reasonable in the circumstances.

There are circumstances in which the acceptance of a gift, benefit or hospitality occurs as part of the social protocol or community events linked to the duties of an elected official and their role in representing the TDSB . For that reason, this section outlines the limited exceptions to the rule that Members of the Board should not accept any gifts or benefits from persons connected directly or indirectly to their public office.

The following are recognized as exceptions, which do not apply in the case of vendors of goods and services, or those expecting to be vendors to the TDSB:

- (a) compensation authorized by law;
- (b) such gifts or benefits that normally accompany the responsibilities of office and are received as an incident of protocol or social obligation;
- (c) a political contribution otherwise reported by law, in the case of members running for office;
- (d) services provided without compensation by persons volunteering their time;
- (e) a suitable memento of a function honouring the member;
- (f) food, lodging, transportation and entertainment provided by provincial, regional and local governments or political subdivisions of them, by the federal government or by a foreign government within a foreign country, or by a conference, seminar or event organizer where the

member is either speaking or attending in an official capacity. For the purposes of this exception, “*official capacity*” refers to attendance in a ceremonial, presentational or representational role on behalf of the Board or where the TDSB has authorized the member to attend on behalf of the organization;

- (g) food and beverages consumed at banquets, receptions or similar events, if:
 - i. attendance serves a legitimate business purpose;
 - ii. the person extending the invitation or a representative of the organization is in attendance; and
 - iii. the value is reasonable and the invitations infrequent;
- (h) communication to the offices of a member, including newspapers and periodicals;
- (i) gifts of a nominal value (e.g., baseball cap, t-shirt, book, etc.) valued at no more than \$25.00.

An invitation to attend a function where the invitation is connected directly with the performance of a member’s duties of office (i.e., for which the Trustee has a ceremonial, presentational or representational official role) is not considered by this Code of Conduct, to be a gift. This type of attendance is considered to be fulfillment of official public duties.

6.4. Use of TDSB Property, Services and Other Resources

No Member of the Board will use, or permit the use of TDSB staff members, TDSB events, TDSB facilities, TDSB funds, TDSB information and TDSB infrastructure or other resources (e.g., TDSB-owned materials, websites, and social media platforms) for activities other than the business of the TDSB.

No Member of the Board may obtain personal financial gain from the use or sale of TDSB-developed intellectual property (e.g., inventions, creative writings and drawings), computer programs, technical innovations, or other items capable of being patented, since all such property remains exclusively that of the TDSB.

6.5. Election Campaign Work

Election activity refers to campaigns for municipal, provincial, and federal office or campaigns on a question on a ballot.

No Member of the Board will use the facilities, equipment, supplies, services or other resources of the TDSB (including newsletters, TDSB logos, social media sites and websites linked through the TDSB’s website, contact information including email addresses obtained as a result of the member’s performance of their duties as a Trustee) for any election campaign or campaign-related activities.

No Member of the Board will undertake campaign-related activities on TDSB property unless permitted by TDSB policy.

No Member of the Board will use the services of persons for election-related purposes during hours in which those persons receive any compensation from the TDSB.

6.6. Board Spokesperson

No Member of the Board will act as a spokesperson to the public on behalf of the Board unless authorized by the Board.

When individual Trustees express their opinions in public, they must make it clear that they are not speaking on behalf of the Board.

6.7. Improper Use of Influence

(a) No Member of the Board will use the influence of their office for any purpose other than for the exercise of their official duties. This includes using the influence of the office to obtain employment for a family member, or otherwise using one's status as a member of the Board to improperly influence the decision of another person to the private advantage of oneself, or one's parents, children or spouse, staff members, friends, or associates, business or otherwise. Also prohibited is the holding out of the prospect or promise of future advantage through a member's supposed influence within the TDSB in return for present actions or inaction. It includes refraining from using one's status to improperly influence the decision of another person to improperly prejudice another person or persons.

(b) For the purposes of this provision, "private advantage" and "improperly prejudice" does not include a matter:

- i. that is of general application;
- ii. that affects a Member of the Board, their parents, children or spouse, staff members, friends, or associates, business or otherwise as one of a broad class of persons; or
- iii. a committee or Board matter that concerns the remuneration or benefits of a Member of the Board.

6.8. Conduct Regarding Current and Prospective Employment

No Member of the Board will allow any current employment or the prospect of their future employment by a person or entity to improperly or for personal gain affect the performance of their duties to the Board.

6.9. Conduct at Board and Committee Meetings

Members of the Board act in the service of the community. They have the opportunity to set an example for future leaders who may look to them for guidance and leadership. They are expected to respect the procedural rulings

of the Chair. They are expected to refrain from verbally attacking or belittling those who complain or do not agree with them. It is vital that Members of the Board conduct themselves with decorum at Board and committee meetings and in accordance with the provisions of Board Bylaws concerning meeting procedures.

6.10. Conduct Respecting Staff Members

- (a) No Member of the Board will maliciously or falsely injure the professional or ethical reputation, or the prospects or practice of staff members of the TDSB, and all Members of the Board will show respect for the professional capacities of staff members.
- (b) No Members of the Board will compel staff members to engage in partisan political activities or be subjected to threats or discrimination for refusing to engage in such activities. No Member of the Board will use, or attempt to use, their authority or influence for the purpose of intimidating, threatening, coercing, commanding, or influencing any staff member with the intent of interfering with that person's duties, including the duty to disclose improper activity.
- (c) Members of the Board will carry out their duties as defined within section 218.1 of the *Education Act*. The Board as a whole approves budget, policy, committee processes, and other such matters. Staff members serve the Board as a whole. Members of the Board will be respectful of the role of staff members to provide advice based on political neutrality and objectivity and without undue influence from any individual member or faction of the Board. Members of the Board will respect the distinct roles of staff in implementing policy in accordance with the provisions of the *Education Act* and the Board's Governance Policy (P086).

6.11. Discreditable Conduct

- (a) All Members of the Board have a duty to treat members of the public, one another, and staff members respectfully and without abuse, bullying or intimidation, and to ensure that their work environment is free from discrimination and harassment. This provision applies to all forms of written and oral communications, including via social media.
- (b) When acting or holding themselves out as a Member of the Board, the member will conduct themselves in a manner that would not discredit or compromise the integrity of the TDSB.
- (c) When acting or holding themselves out as a Member of the Board, the member will treat persons equally without discrimination based on a person's race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, marital status, family status, disability or socio-economic status.

- (d) Harassing or discriminatory behaviour, as indicated in the TDSB Workplace Harassment Prevention and Human Rights policies and the *Ontario Human Rights Code*, which occurs in the course of, or is related to, the performance of official business and duties of Board members is subject to this Code of Conduct. If an employee or a member of the public brings forward a harassment complaint against a Member of the Board or to the TDSB Human Rights Office, the complaint will be immediately forwarded to the Integrity Commissioner. If a complaint is filed with the Integrity Commissioner, after an initial assessment, they will consult with the TDSB Human Rights Office and then determine the appropriate next steps, including referral of the complaint to an independent investigator. Upon receipt of the independent investigator's findings, the Integrity Commissioner will make a final determination on Board Member Code of Conduct compliance.

6.12. Failure to Adhere to Board Policies and Procedures

- (a) Board members will comply with the Code of Conduct, Board Bylaws, and applicable resolutions of the Board, policies or procedures.
- (b) Board members will comply with the provisions of the Employee and Trustee Expenses Policy (P016) and corresponding procedures as amended from time-to-time.

6.13. Reprisals and Obstruction

- (a) Members of the Board will respect the integrity of this Code of Conduct and are obliged to cooperate with inquiries conducted in accordance with the procedures set by the Board for addressing complaints of a breach of this Code of Conduct.
- (b) No Member of the Board will give notice of an alleged breach of the code of conduct under subsection 218.3 (1) of the *Education Act* if the allegation is frivolous or vexatious or the notice is given in bad faith.
- (c) No Member of the Board will engage in reprisal or the threat of reprisal against:
 - i. a member who gave notice of an alleged breach of the code of conduct under subsection 218.3 (1) of the *Education Act*, or
 - ii. any person who provides information about the alleged breach to the integrity commissioner appointed under clause 218.3 (3) (b) of the *Education Act*.
- (d) Any reprisal or threat of reprisal against a complainant or anyone else for providing relevant information to the Integrity Commissioner is prohibited. The TDSB's Reporting of Suspected Wrongdoing (Whistleblowing) Policy (P066) applies.

- (e) It is a violation of this Code of Conduct to obstruct the Integrity Commissioner in the carrying out of their responsibilities, for example, by destroying documents or erasing electronic communications.
- (f) Members of the Board have a duty to respond to and comply with all requests of the Integrity Commissioner and failure to do so is a violation of this Code of Conduct.

6.14. Acting on the Advice of Integrity Commissioner

- (a) If there is uncertainty about whether an action or activity refers to conduct prohibited by the Code of Conduct, the Member of the Board may directly seek the advice of the Integrity Commissioner. Only following an investigation by the Integrity Commissioner can a determination of violation of the Code of Conduct be made.
- (b) Where a Member of the Board has received written advice from the Integrity Commissioner on a particular matter, the advice is binding on the Board in any subsequent consideration of the conduct of the member in the same matter as long as the Member of the Board disclosed all relevant facts to the Integrity Commissioner at the time the advice was provided.

6.15. Compliance with the Code of Conduct

The *Education Act* authorizes the Board to impose one or more of three sanctions on a Member of the Board following an inquiry into whether the member has breached this code of conduct.

- i. Censuring the Member of the Board;
- ii. Barring the Member of the Board from attending all or part of a meeting of the Board or a meeting of the committee of the Board;
- iii. Barring the Member of the Board from sitting on one or more committees of the Board, for the period of time specified by the Board;

Where the Board has appointed an Integrity Commissioner, the Integrity Commissioner following an investigation, may recommend to the Board any remedial actions that the Integrity Commissioner deems appropriate and necessary, for example, directing the member to return a gift, reimburse a donor for the value of any gift or benefit already consumed, or to remit the value of any gift or benefit already consumed to the TDSB.

6.16. Code Publicly Available

- (a) TDSB will make its Code of Conduct publicly available on its website.
- (b) TDSB will indicate on its website the effective date of every change it makes to its Code of Conduct, other than changes of a typographical or similar nature.

- (c) TDSB will maintain an archive of all previous versions of its Code of Conduct, indicating the time period during which each version applies, and will ensure that the versions are publicly accessible.
- (d) If one or more changes are set out in a Board resolution under subsection (1) of Ontario Regulation 312/24, the Board will update its Code of Conduct to reflect the changes no later than August 31 in the year of the review.

7. SPECIFIC DIRECTIVES

The Board has authority to issue operational procedures to implement this Code of Conduct.

8. EVALUATION

This Code of Conduct will be reviewed as required, and in accordance with the timelines set out in Ontario Regulation 312/24 – Members of School Boards – Code of Conduct:

- Next review period will be no later than May 15, 2027
- Each subsequent review will be completed every four (4) years and no later than May 15 in the year of the review.

9. APPENDICES

N/A

10. REFERENCE DOCUMENTS

Policies and Bylaws:

- Board Bylaws
- Employee and Trustee Expenses Policy (P016)
- Governance Policy (P086)
- Human Rights Policy (P031)
- Reporting of Suspected Wrongdoing (Whistleblowing) Policy (P066)
- Workplace Harassment Prevention for Non-Human-Rights-Code Harassment Policy (P034)
- Workplace Violence Prevention Policy (P072)

Procedures:

- Code of On-line Conduct (PR571)
- Trustee Expense Procedure (PR582(b))

Legislative Acts and Regulations:

- *Criminal Code of Canada*
- *Education Act*
- Ontario Regulation 312/24: Members of School Boards – Code of Conduct
- *Municipal Conflict of Interest Act*
- *Municipal Elections Act, 1996*
- *Municipal Freedom of Information and Protection of Privacy Act*
- *Occupational Health and Safety Act*
- *Ombudsman Act*
- *Ontario Human Rights Code*