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Subject: Board Members' Code of Conduct

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ACCESSIBILITY:

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POLICY STATEMENT:

Waterloo Catholic District School Board ("Board") Trustees represent and are responsible to separate school supporters through the democratic process. The separate school supporters of Waterloo Region have entrusted Trustees, through the democratic process, with the education of all students in its schools and to serve as their advocates. The public is entitled to expect the highest standards from the school Trustees it elects.

A code of conduct contributes to public confidence in the education system by setting standards of conduct for Trustees. The Board has developed this Board Members' Code of Conduct ("Code of Conduct") to establish standards for acceptable Trustee behaviour, to provide a complaint and enforcement mechanism, and to comply with the Education Act and Regulations. This Code of Conduct applies to all Trustees of the Board, including the Chair and Student Trustees.

Under the *Education Act* (s. 218.1) members of school boards shall comply with the Board's code of conduct

STANDARDS OF CONDUCT:

Trustees of the Board will act in accordance with the following standards.

1. Faith Leadership

In addition to the duties of a Trustee under Section 218.1 of the Education Act and Regulations of Ontario, Catholic Trustees honour a set of additional expectations that have been set for them by the Catholic community. These include, but are not limited to:

- a) An appreciation that Catholic schools are an expression of the teaching Ministry of the Church;
- b) The facilitation of the best possible Catholic education according to the programs approved by the provincial Minister of Education and supported by the Canadian Conference of Catholic Bishops;



- c) A recognition and defense of the constitutional right of Catholic education and the democratic and corporate authority of the Board;
- d) An affirmation of a strong sense of Catholic community;
- e) Prayer, support and encouragement for the efforts of all persons engaged in the ministry of Catholic education in Canada;
- f) The promotion of a positive image of the Board.
- g) Finally, Trustees will not cause or allow any conditions, procedures, actions or decisions that are undignified, unprofessional, or contrary to the preservation of Catholic values and teaching.

2. General Duties of Trustees

- a) Trustees must carry out their responsibilities in a manner that assists the Board in fulfilling its duties under the Education Act, including but not limited to the Board's duties under Section 169.1.
- b) Trustees must attend and participate in meetings of the Board, including meetings of Board committees of which they are a member.
- c) Trustees must consult with parents, students and separate school supporters on the Board's multi-year plan.
- d) Trustees must maintain focus on student achievement and well-being through the development of policies.
- e) Trustees shall bring concerns of parents, students and supporters of the Board to the attention of the Board.
- f) Trustees who sit on committees of the Board will bring on-going reports back to the Board describing the work and any new learning and information gained as a result of the work of the committee.
- g) Trustees are responsible and accountable for exercising good judgement and avoiding situations that might present a conflict of interest or an appearance of a conflict of interest.
- h) Trustees shall comply with this Code of Conduct and any applicable Board by-law, resolution, board policy or administrative procedure.
- i) Trustees shall comply with the Education Act and any other applicable legislation.
- j) Trustees will treat each other with the respect and dignity requisite with their office including proper use of authority and appropriate decorum when acting as Board members.

Further, individual Trustees are expected to:

- k) Familiarize themselves with their duties and any requirements of them as prescribed by the Education Act, Regulations, and PPMs;
- l) Familiarize themselves with their duties and any requirements of them as prescribed by the Municipal Freedom of Information and Protection of Privacy Act and their related regulations;
- m) Familiarize themselves with positions, policies and directions of the Ontario Catholic School Trustees Association;
- n) Commit to being fully prepared to participate and deliberate on all matters before the Board; and
- o) Share in the distribution of Board workload including preparing, attending and participating in meetings, committees, public events such as graduations or other assignments as appointed.

3. Acting with Integrity and Dignity

- a) When acting or holding themselves out as a Trustee, Trustees must conduct themselves in a manner that would not discredit or compromise the integrity of the Board.
- b) When acting or holding themselves out as a Trustee, Trustees must treat all persons equally without discrimination based on race, ancestry, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, marital status, family status or disability.
- c) Trustees shall discharge their duties loyally, faithfully and impartially.

- d) Trustees must uphold the dignity of the office and conduct themselves in a professional manner, especially while attending Board events or on Board property.
- e) Trustees shall endeavour to ensure that school board funds are expended efficiently and in the best interest of students.

4. Avoiding Conflicts of Interest

- a) No Trustee shall accept a gift from any person, group or entity that has dealings with the Board 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.
- b) No Trustee shall use or permit the use of Board resources for any purpose other than the business of the Board.
- c) A Trustee must not use their office to advance the Trustee's interests or those of their family members or of any person or organization with whom the Trustee is associated or related.
- d) Trustees must not use their office to obtain employment with the Board for the Trustee or a family member.
- e) Further, Trustees must comply with the Municipal Conflict of Interest Act in declaring any and all direct and indirect pecuniary interests in a matter before the Board.

5. Maintaining Confidentiality

- a) No Trustee shall disclose confidential information obtained or made available to them in their role as Trustee, except as authorized by law or by the Board. Confidential information includes personal information about Board students, staff and other identifiable individuals, information subject to solicitor-client privilege, and any other information that is not publicly available.
- b) No Trustee shall use confidential information obtained or made available to them in their role as Trustee in a manner that would be detrimental to the interests of the Board or for the purpose of personal gain or the gain of their parent, spouse or child.
- c) Trustees shall maintain the confidentiality of any information discussed in camera (i.e. at a meeting or part of a meeting of the Board or committee of the Board that was closed to the public), and not disclose the substance of such private deliberations, unless required by law or authorized by the Board.

6. Respecting the Authority of a Trustee:

- a) Trustees may not attempt to exercise individual authority over the Board.
- b) Trustees shall uphold the implementation of any Board resolution after the Board has made a decision.
- c) Trustees shall entrust the day-to-day management of the board to its staff through the Director of Education (CEO)
- d) Trustees' interactions with the CEO, or with staff, must recognize the lack of authority vested in individuals except when explicitly authorized by the Board.
- e) Trustees' interactions with the public, press or other entities must recognize the same limitation of any Trustee to speak for the Board, except when explicitly authorized by the Board. If individual Trustees speak in public, they must make it clear that they are not speaking on behalf of the Board;

- f) Except for participation in Board deliberation about whether reasonable interpretation of Board policy has been achieved by the CEO, Trustees will not express individual judgements of performance of employees of the CEO.

ENFORCEMENT OF CODE OF CONDUCT AND MUNICIPAL CONFLICT OF INTEREST ACT:

Definitions

“Business Day” means a day from Monday to Friday and excluding statutory holidays.

“Code” means this Code of Conduct.

“Complainant” means the Trustee alleging a breach of the Code.

“Formal Complaint Procedure” means the process described below, which is initiated when a Trustee provides a Notice.

“Informal Complaint Procedure” means the process described below in which the Board attempts to deal with a complaint internally, before following the Formal Complaint Procedure.

“Integrity Commissioner” means a person appointed by the Board from the Minister of Education's roster of integrity commissioners, or, during the time no such roster exists, a person appointed by the Board who holds the qualifications to be appointed an integrity commissioner prescribed by Regulation 306/24.

“Notice” means a written complaint by a Trustee that a Trustee has breached this Code of Conduct, which includes the information listed below and is proceeding through the Formal Complaint Procedure.

“Regulation 306/24” means Ontario Regulation 306/24 “Integrity Commissioners and Process for Alleged Breaches of the Code of Conduct”, as amended from time to time.

7. Complaint Process

Who May Submit a complaint

A complaint may be submitted by:

- a) Any current Trustee of the Board
- b) The Director of Education

Informal Complaint Procedure

Generally, trustees will first follow the Informal Complaint Procedure (i.e. before Notice of an alleged breach) to address any complaints about a Trustee's conduct internally as a Board.

The purpose of the informal process is to address concerns in a respectful, confidential, and timely manner, encouraging resolution without formal proceedings or legal representation.

It is expected that whenever possible, allegations of a breach of the Code of Conduct (“Code”) by a Trustee shall be investigated following the Informal Complaint Procedure, prior to initiating a Formal Complaint Procedure

It is recognized that from time to time a contravention of the Code may occur that is trivial, or committed through inadvertence, or an error of judgment made in good faith. In the spirit of collegiality and the best interests of the Board, the first purpose of alerting a Trustee to a breach of the Code is to assist the Trustee in understanding their obligations under the Code.

The Chair of the Board may, on their own initiative or at the request of a Trustee, address an alleged breach of the Code. A formal Notice is not required. Before meeting with the Trustee who is alleged to have breached the Code, the Chair will provide the Trustee with the description of the alleged breach, the date it occurred, and the name and contact information of the Trustee bringing the complaint forward. The Chair may then meet informally with the Trustee to discuss the matter.

The purpose of the meeting is to bring the allegation of the breach to the attention of the Trustee to discuss next steps and remedial measures to correct the offending behaviour if applicable.

The Informal Complaint Procedure is conducted in private.

At the discretion of the Chair, they may include the Vice-Chair of the Board, or another Trustee of the Board in the above meeting. The trustee alleged to have breached the Code may be accompanied by an individual of their choosing at the meeting.

If the allegation of a breach of the Code involves the Chair of the Board, the Vice-Chair of the Board may carry out the duties described above. At the Vice-Chair's discretion, they may include another Trustee of the Board to attend the above meeting.

Only serious and/or recurring breaches of the Code by a Trustee should be investigated following the Formal Complaint Procedure. However, a Complainant does not have to first attempt an informal resolution of a complaint before providing a written formal Notice, as described below.

The remedial measures may include, a warning, an apology, and/or the requirement of the Trustee to engage in the successful completion of professional development training such as that offered by the Ontario Education Services Corporation Professional Development Program for School Board Trustees.

If a resolution of the informal complaint cannot be achieved, a Formal Complaint Procedure will commence.

Formal Complaint Procedure

Notice of Alleged Breach

- a) A Trustee who has reasonable grounds to believe that a Trustee has breached this Code may provide written notice of the alleged breach (the "Notice") to one of the following:
 - i. The Chair of the Board;
 - ii. The Vice Chair of the Board, if the notice relates to the conduct of the Chair or if the Chair is the Complainant; or
 - iii. Another Trustee, who is neither the Complainant nor the subject of the complaint, if the notice relates to the conduct of both the Chair and Vice Chair.
- b) The Complainant also provides a copy of the Notice to the Board's Director of Education.
- c) The person who received the Notice (i.e. Chair, Vice-Chair or other Trustee as applicable) shall immediately provide a copy of the Notice to the Trustee whose conduct is at issue and to the rest of the Board of Trustees.

- d) The Notice shall include the following:
 - i. Name of the Complainant and their contact information;
 - ii. Name of the Trustee alleged to have breached the Code and their contact information;
 - iii. Date of the alleged breach;
 - iv. Description of the alleged breach;
 - v. Names and contact information of any witnesses to the alleged breach or those with relevant information; and
 - vi. Date the Complainant became aware of the alleged breach.
- e) Notice of an alleged breach of the Code should generally be made within 60 days of the latest of the date of the alleged breach, or the date it was discovered.
- f) Notice of an alleged breach must not be made in bad faith, or if the allegation is frivolous or vexatious.
- g) No Trustee shall engage in a reprisal or threat of reprisal against a Trustee or an employee of the Board for giving notice of an alleged breach or participating in the investigation of the alleged breach.

Formal Complaint Procedure

- a) Within 20 Business Days of receiving the written Notice, the Board may attempt to resolve the matter prior to appointment of an Integrity Commissioner as follows:
 - i. The Chair of the Board, or if the Notice relates to the conduct of the Chair, the Vice Chair of the Board, or if the Notice relates to the conduct of both the Chair and the Vice Chair, then another Trustee appointed by the Board who is neither the Complainant nor the subject of the complaint, may attempt to resolve the matter in private (in a manner as described above in the Informal Complaint process)
 - ii. The Chair, Vice Chair, or Trustee attempting to resolve the matter (as applicable), may retain legal counsel and/or a mediator, through the Director of Education or his/her designate, to assist in resolving the matter
 - iii. The process may also include a discussion of and the use of remedial measures including, a warning, an apology, and/or the requirement of the Trustee to engage in the successful completion of professional development training. The Chair/Vice-Chair may also recommend the Board use a Restorative Circle approach to bring understanding of the alleged offence and reconciliation of the issue so that, as a group, the Trustees can move on and healing occur. If this method is selected an outside facilitator, trained in Restorative Circles, will work with the group on this process.
 - iv. If the matter is resolved, the Complainant may withdraw their Notice.
 - v. The Board will be advised of whether the matter has been resolved and any agreed upon remedial measures of other basis for resolving the matter.
- b) If the matter described in the Notice is not resolved within 20 Business Days from the date that the Notice was received by the Trustee alleged to have breached the Code, the matter shall be referred to an Integrity Commissioner, in accordance with the process below and the Education Act and Regulation 306/24.

9. Appointment of Integrity Commissioner

- a) If the matter is not resolved as set out above, the Trustee who received the Notice (i.e. Chair, Vice-Chair or other Trustee as applicable) shall refer the complaint forthwith to the Integrity Commissioner, who will be appointed and paid by the Board.
- b) If the Minister of Education has created a roster of Integrity Commissioners, the board shall appoint an Integrity Commissioner from that roster.
- c) If the Minister of Education has not created a roster of Integrity Commissioners, the board shall appoint an independent person with the qualifications set out in Regulation 306/24.

- d) The appointment of an Integrity Commissioner is delegated to the Trustee who received the Notice (i.e. Chair, Vice Chair or other Trustee as applicable), in consultation with the Director of Education.

10. Investigation

- a) Within 14 days of appointment or such other time period as may be prescribed by regulation, the Integrity Commissioner shall commence the investigation into the alleged breach of the Code, subject to the discretion to refuse to investigate described below.
- b) The Integrity Commissioner may define the scope of the investigation.
- c) In accordance with the Education Act and Regulation 306/24, the Integrity Commissioner may refuse to commence an investigation into the alleged breach of the Code if:
 - i. The Notice was received more than 60 days after the latest of the day the alleged breach occurred or was discovered, unless the Integrity Commissioner is satisfied the delay was incurred in good faith and no substantial prejudice will result to any person affected by the delay; or
 - ii. In the opinion of the Integrity Commissioner, the complaint is made in bad faith or is frivolous or vexatious.
- d) If the Integrity Commissioner refuses to investigate (for the reasons described above), the Integrity Commissioner shall provide written notice of such decision to the Trustee who is the subject of the complaint and to the Board. Such decision of the Integrity Commissioner is final.
- e) In conducting the investigation, the Integrity Commissioner may:
 - i. require the production of any records that may in any way relate to the investigation;
 - ii. examine and copy any records required under paragraph (a) above; and
 - iii. require any officer of the Board or any other person to appear before them and give evidence, on oath or affirmation, relating to the investigation.
- f) Section 33 of the Public Inquiries Act, 2009 applies to an Integrity Commissioner's investigation.

11. Decision of the Integrity Commissioner

- a) The Integrity Commissioner shall make a decision with respect to a complaint of alleged breach of the Code within 90 days of commencing the investigation, or within such other time period as may be prescribed by regulation, unless the Integrity Commissioner notifies the Board and the Trustee who is the subject of the complaint that an extension is necessary and of the reasons for the extension.
- b) The Integrity Commissioner shall provide written notice to the Board, as well as to the Trustee who is the subject of the complaint, of the Integrity Commissioner's decision regarding whether the Trustee breached the Code and any sanctions imposed.
- c) The Integrity Commissioner's written notice of decision must include:
 - i. The reasons for the determination of whether or not the Trustee breached the Code;
 - ii. The reasons for any sanctions; and
 - iii. Information about the right to appeal.
- d) Either the Board or the Trustee whose conduct was subject to investigation may appeal the Integrity Commissioner's decision, the sanctions imposed, or both, in accordance with the provisions of the Education Act and Regulation 306/24.
- e) The Trustee whose conduct was subject to investigation shall not vote on any Board resolution regarding a possible appeal of the Integrity Commissioner's decision.

12. Potential Sanctions

- a) If the Integrity Commissioner determines that the Trustee breached the Code, the Integrity Commissioner may impose one or more of the following sanctions:
 - i. Censure the Trustee;

- ii. Requiring the Board to reduce the Trustee's honorarium by an amount not exceeding the amount prescribed in Regulation 357/06 "Honoraria for Board Members", which is currently 25% of the Trustee's combined base and enrollment amount for the year of the term of office in which the breach occurred, and requiring the Trustee to return any excess already paid;
 - iii. Barring the Trustee from attending all or part of one or more meetings of the Board or one or more meetings of a committee of the Board, for the period of time specified by the Integrity Commissioner up to a maximum of 90 days or the balance of the Trustee's term of office, whichever is less;
 - iv. Barring the Trustee from sitting on one or more committees of the Board, for the period of time specified by the Integrity Commissioner, up to a maximum of 90 days or the balance of the Trustee's term of office, whichever is less
 - v. Barring the Trustee from becoming the Chair or Vice-Chair of the Board or of any committee of the Board, or removing the Trustee from any of these positions;
 - vi. Barring the Trustee from exercising the privileges of a Trustee of the Board or acting as a Board representative, or removing the Trustee from a position the Trustee holds as a Board representative;
 - vii. Subject to any other limits set out in the above paragraphs (i) to (vi), any other sanction that, in the opinion of the Integrity Commissioner, is reasonable and appropriate in the circumstances; and/or
 - viii. Subject to any other limits set out in the above paragraphs (i) to (vi), any other sanction that, in the opinion of the Integrity Commissioner, would promote compliance with the Code.
- b) For greater certainty, the imposition of a sanction barring a Trustee from attending all or part of a meeting of the Board shall be deemed, for the purpose of clause 228(1)(b) of the Education Act to be authorization for the Trustee to be absent from the meeting.
- c) Any Trustee who is barred from attending all or part of a meeting of the Board or a meeting of a committee of the Board is not entitled to receive any materials related to that meeting or that part of the meeting that are not available to members of the public.

13. General Provisions

- a) The Board shall keep records and publish information on its website about the following:
- i. A matter referred to an Integrity Commissioner for investigation and determination;
 - ii. A decision of the Integrity Commissioner to refuse to commence an investigation in accordance with the Education Act and Regulation 306/24;
 - iii. A decision of the Integrity Commissioner that a Trustee has or has not breached the Code and any sanction(s) imposed; and
 - iv. A decision by a panel on appeal upholding or overturning an Integrity Commissioner's decision, including any variation of a sanction.
- b) Where the alleged breach of the Code or the determination regarding the breach involves any of the matters described in s. 207(2) of the Education Act, the Board shall publish only such information as is appropriate.
- c) Nothing in this Code of Conduct prevents a Trustee's breach of the Municipal Conflict of Interest from being dealt with in accordance with that Act.
- d) In the event of any inconsistency between this Code and the Education Act or its Regulations, the provisions of the Education Act or its Regulations shall prevail, and this Code shall be applied accordingly.
- e) A Trustee who is subject to an Integrity Commissioner investigation 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 by Board motion.

14. Code Review Requirements

- a) Every board shall periodically review its code of conduct for, among other things, compliance with this Regulation, and shall pass a board resolution setting out the required changes, or if no changes are required, confirming the code of conduct.
- b) The second review shall be completed no later than May 15, 2027.
- c) Each subsequent review shall be completed in the fourth year following the previous review and no later than May 15 in that year.

15. Public Availability

This Trustee Code of Conduct is available on our board's website, and an archive of past versions will be maintained.