

BOARD POLICY MANUAL

Type: Governance Process

Approved: October 25, 2011

Policy: GP-8 Code of Conduct

Revised: March 21, 2024

Last Reviewed: March 21, 2024

The Board expects of itself and its members ethical, business-like and lawful conduct. This includes proper use of authority and appropriate decorum when acting as board members. It expects all personal interactions and relationships to be characterized by mutual respect, which acknowledges the dignity and affirms the worth of each person.

1. Board members must have loyalty to the ownership. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs or acting as an individual consumer of the School's services.
2. Board members are accountable to exercise the powers and discharge the duties of their office honestly and in good faith. Board members shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
3. The Board will take every due and proper measure to ensure that the integrity of SCS and its role in stewardship of the membership's interest is perceived as above reproach.
4. Actions that may serve to compromise the integrity of the School and its stewardship obligation will not be condoned or allowed.
5. The Board occupies a position of trust with respect to students, staff and parents and shall act at all times to preserve that trust.
6. Board members must avoid a conflict of interest with respect to their fiduciary responsibility.
 - 6.1. There must be no self-dealing or any conduct of private business or personal services between any Board Member and the organization, except as procedurally controlled to assure openness, competitive opportunity, and equal access to otherwise "inside" information. Members will annually disclose their involvements with other organizations, with vendors, or any associations that might be or might reasonably be seen as being in conflict.
 - 6.2. When the board is to decide upon an issue, about which a member has an unavoidable conflict of interest, that member shall absent herself or himself without comment from not only the vote, but also from the deliberation.
 - 6.3. Board members will not use their board position to obtain employment in the organization for themselves, family members, or close associates. Should a board member seek employment with the School, he or she must resign from the Board.

- 6.4. Should a board member's spouse or immediate family member apply for *permanent* employment within the School, he or she must resign from the Board. Should a board member's spouse or immediate family member apply for *temporary* employment within the School, he or she must inform the Board.
7. Board members will respect the confidentiality appropriate to issues of a sensitive nature.
8. Board members shall not attempt to exercise individual authority over the organization.
- 8.1. Board members' interaction with the Key Employees or with staff must recognize that individual board members have no authority over staff and no authority to insert themselves into staff operations.
- 8.2. The Board Chair or designate is the only person authorized to speak to the media on behalf of the Board. Board members shall not presume to speak for the Board when interacting with the public, media or other entities. Board members shall represent the Board's corporate position when interacting with the public or other entities. This does not prevent individual trustees from bringing forward the viewpoints of their constituents to the board table, ensuring a diversity of viewpoints is considered. However, once the Board has made a democratic decision, all board members shall respect the decision of the Board and recognize that it can be changed only by the Board.
- 8.3. Except for participation in Board deliberation about whether the Director or Principal has achieved reasonable interpretation of Board policy, board members will not express individual judgments of performance of employees of the Director or Principal.
9. Board members shall be familiar with the incorporating documents, by-laws, regulations, and policies of the organization as well as the rules of procedure and proper conduct of a meeting so that any decision of the Board may be made in an efficient, knowledgeable and expeditious fashion.
10. Board members will be properly prepared for board deliberation.
11. Board members shall regularly take part in educational activities that will assist them in carrying out their responsibilities.
12. Board members will support the legitimacy and authority of board decisions, regardless of the board members' personal position on the issue.
13. Board members shall attend meetings on a regular and punctual basis. Absence of a board member from more than 3 consecutive regular meetings shall be considered a resignation from the Board. A board member may request reinstatement. The Board may, at its discretion, reinstate a board member upon such a request. Only one such reinstatement per board member is permitted.
14. Board members shall ensure that unethical activities not covered or specifically prohibited by the foregoing or any other legislation are neither encouraged nor condoned.
15. Board members shall sign the Board Candidacy Declaration annually at the start of each board year.
16. A board member who is alleged to have violated the Code of Conduct (as found in the Board Candidacy Declaration) shall be informed in writing and shall be allowed to present his or her views of such alleged breach at the next Board meeting. The complaining party must be identified. If the complaining party is a board member, he or she and the respondent board member shall absent themselves from any vote upon resolution of censure or other action that may be brought by the Board. Board members who are found to have violated the Code of Conduct may be subject to censure.

17. If there is a complaint against a board member, that complaint should be sent to the Board's general email account at board@saskatoonchristianschool.ca.

The Administrative Assistant - Board shall then forward the complaint to all board members.

If the complaint is against anyone other than the Board Chair, then the Board Chair shall lead the discussion with the rest of the Board as to what steps will be taken, and he/she will be the one to follow up with communication to the person filing the complaint.

If the complaint is against the Board Chair, then the Vice Chair will lead the discussion and ensure follow-up communication.