

## Board Member Code of Ethics

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<i>Topic</i>	Board Governance
<i>Authority</i>	Board
<i>Related Documents</i>	

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Regional Municipality of Wood Buffalo Library Board Members carry out their trustee duties in an ethical and business-like manner by adhering to the following Code of Ethics.

### Accountability

- Board members are accountable to exercise the powers and discharge the duties of their office honestly, in good faith, and in the best interests of Wood Buffalo Regional Library (WBRL).
- This accountability supersedes the personal interest of any Board member as an individual, as a member of a community or special interest group, or as a consumer of library services.
- Board members must demonstrate respect and work harmoniously with each other, with WBRL employees, and with all those associated with WBRL.
- Board members must not publicly demean nor disparage WBRL as an organization.
- Board members must not publicly impugn the motives, abilities or personalities of fellow Board members or WBRL employees.
- Because the Board is a corporate body, individual members may not contradict the decisions of the Board. Board members air questions and disagreement before the decision, not after. The Board speaks with one voice outside the confines of Board meetings.

### Confidentiality

- Board members must not communicate, either directly or indirectly, information designated confidential to anyone not entitled to receive the same.
- Board members must not use information which has been designated as confidential by the Board for personal profit or use by themselves or any other person.
- Board members must respect confidential information in perpetuity.
- All material is considered property of WBRL and must be returned at the expiration of a Board member's term.

### Individual Authority

- Board members may not attempt to exercise individual authority over WBRL except as set forth in Board policies.
- Board members' interaction with the Director or with WBRL employees must recognize that any individual Board member does not have authority other than that explicitly stated in Board policy.
- Board members make no judgments of the Director or employee performance except as that performance is assessed against explicit Board policies.

## Conflict of Interest

- A conflict of interest occurs where the independence or impartiality of a Board member's decisions or actions are impaired or may be perceived to be impaired because of outside employment, political, business, or family interests, or because of the position they hold with the WBRL.
- If a conflict of personal, financial or other interest should arise, the Board member must declare their conflict of interest prior to any discussion and be absent from any portion of the meeting in which the matter is discussed and voted on. Examples of conflict include, but are not limited to:
  - Membership in an interest group seeking to influence Board policy.
  - Participation in decision making about an issue when the person has a direct pecuniary interest in the outcome
  - Participation in decision making about an issue affecting the employment, remuneration or profit of a family member, close relation, or friend.
  - Acceptance of gifts, accommodation, equipment, or travel from a company which has or seeks to establish a close working relationship with the Board.
  - Use or release of confidential information for personal interests.
  - Use of Board property, equipment, or resources for personal interests or profit.
- A Board member who abstains from participation due to conflict of interest is still included in determining quorum.
- The minutes must record all declarations of personal, financial, and other interests, including the nature for such declaration.

## Acceptance of Gifts

- In their capacity as Board members, Board members must not accept a gift, favour, or service from any individual, organization, or corporation, other than the normal exchange of hospitality between persons doing business together, tokens exchanged as part of protocol, or the normal presentation of gifts to persons participating in public functions.
- Tokens and hospitality cannot be connected in any way to a particular service or consideration provided by that Board member.

## Training and Development

- Board members are responsible for acquainting themselves with the documents of the Board 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.
- Board members should regularly take part in continuing education activities that assist them in carrying out their responsibilities.

## Violation of the Code of Ethics

- The Board Chair is responsible for handling all reports of Board member violations of the Code of Ethics policy.
- The process for handling reports of violations is:
  - The Board Chair will discuss the issue with the member concerned.
  - If unresolved, the Board Chair will discuss the issue with the Vice Chair and the Board member.

If unresolved, the Board Chair shall refer the issue to the Board as a whole.

***History***

*Created: October 21, 2020.*

*Revised: January 19, 2022.*