



HIGHWAY 14 REGIONAL WATER SERVICES COMMISSION

POLICY AND PROCEDURE HANDBOOK

HUMAN RESOURCES

POLICY: BOARD CODE OF CONDUCT

Policy HUM 1.01

POLICY:

This Code of Conduct is a public declaration of the principles of good conduct and ethics that Members of the Board of Directors of Highway 14 Regional Water Services Commission have decided its stakeholders can reasonably expect the Members to demonstrate in their performance and responsibilities as Directors.

DEFINITIONS:

Confidential Information means any information that is of a personal nature to Commission employees or clients, or information that is not available to the public and that, if disclosed, could result in loss or damage to the Commission or others (see Section 197 of the *Municipal Government Act (MGA)* and Division 2 of Part 1 of the *Freedom of Information and Protection of Privacy Act (FOIP)*) or could give the person to whom it is disclosed an advantage.

Confidential Information includes, but is not limited to the following information:

- a) Information disclosed or discussed at a Closed Session meeting of the Board of Directors',
- b) Information that is circulated to Members of the Board and marked "Confidential",
- c) Information that is given verbally in confidence in preparation of or following types of information as further specified in Division 2 of Part 1 of FOIP:
 - i. Personal matters about an identifiable individual(s),
 - ii. Information about suppliers provided for evaluation which might be useful to other suppliers,
 - iii. matters in relation to legal affairs of the Commission,
 - iv. sources of complaint where the identity of the complainant is given in confidence,

- v. items under negotiation,
- vi. schedules of prices in contract tenders,
- vii. personal information as defined in the FOIP.

Emergency is defined as a situation in which there is imminent danger to public safety or of serious harm to property.

GUIDELINES:

This Code of Conduct identifies the Commission's expectations of Board Members and establishes guidelines for appropriate conduct to ensure that:

- a) the decision-making process of the Board of Directors is transparent, accessible, and equitable,
- b) decisions are made through appropriate channels of government structure,
- c) public office is not used for personal gain,
- d) the conduct of Members of the Board is of the highest standard, and
- e) there is fairness and respect for the differences amongst Members and a duty to work together for good will and the common good.

Principles of the Code of Conduct

Although areas of ethical exposure are generally consistent and understood in governance, the following areas and guidelines have been specifically identified as being paramount to the organizational process:

- a) Roles and Obligations
- b) Confidentiality
- c) Communications and Media Relations
- d) Relations with Staff
- e) Gifts, Hospitality, and Benefits
- f) Conflict of Interest – Pecuniary Interest
- g) Use of Commission Property
- h) Transparency and Openness in Decision-Making
- i) Professional Development
- j) Conduct at Meetings
- k) Harassment
- l) Alcohol and Drug Use
- m) Compliance with the Code – Complaint Protocol
- n) Implementation

Roles and Obligations

Members of the Board recognize their mandate incorporates tasks to:

- a) achieve sound financial management, planning and accountability,
- b) be aware of and understand statutory obligations imposed on the Board as a whole, as well as each individual Member of the Board, by the MGA, other Provincial legislation, and by Commission bylaws and policies.

Confidentiality

In their decision-making process, Members of the Board will have access to information that may be confidential or controversial such as, but not limited to, "Closed Session" meetings.

Members of the Board shall not disclose or release by any means to any member of the public, either in verbal or written form, any Confidential Information acquired by virtue of their office, except when required by law to do so.

All information, documentation, or deliberations received, reviewed, or taken in Closed Session of Board and its committees is Confidential Information until the matter ceases to be confidential, as determined by the Board.

Members shall not permit any person other than those who are entitled thereto to have access to Confidential Information.

Confidential Information that is provided to Members by the Commission does not belong to them. It is property that belongs to the Commission.

The obligation to keep information confidential is a continuing obligation even if the Member ceases to be a Member of the Board.

Members have the same access rights to commission information as any other resident of the Commission, unless the information relates specifically to a matter before the Board. Requests for information should be referred to the appropriated staff to be addressed either as an informal request for access to organizational records, or as a formal request under FOIP.

Communications and Media Relations

Members of the Board will accurately and adequately communicate the attitudes and decisions of the Board, even if they disagree with the majority decision of the Board.

Members shall show respect for the decision-making process of the Board and should publicly support the decisions of the Board despite their individual opinion at the time that the decision was made.

Information concerning adopted policies, procedures, and decisions of the Board shall be conveyed openly and accurately.

Confidential Information will be communicated only when and after determined by the Board that it is appropriate to do so.

Relations with Staff

Members of the Board shall acknowledge and respect that staff work for the Commission as a corporate body and are responsible for making recommendations that reflect their professional expertise and the Commission's corporate objectives, without undue influence from any individual Member.

In addition, Members shall acknowledge and respect that staff carry out directions of the Board as a whole and administer the policies of the Commission. A Member of the Board shall refrain from using his/her position to improperly influence members of staff in their duties or functions or to gain an advantage for him/herself or others.

Members of the Board are free to relay any operational concerns, suggestions, or service requests of their own or of others, to the Chief Administrative Officer (CAO) or department heads, but are not permitted to direct the operations of the Commission or the actions of any staff member. Members of the Board shall not contact any staff directly to discuss official Commission business, except for the CAO and department heads, except during an emergency. Members of the Board may contact any staff member at any time to discuss matters not directly related to the staff member's primary work responsibilities as well as matters of general interest, so long as it does not appear to be placing pressure on that staff member to take direction or action based on the influence of the Member of the Board.

Members of the Board shall refrain from publicly criticizing individual members of staff in a way that casts aspersions on their professional competence and credibility.

Gifts, Hospitality, and Benefits

Members may only receive gifts, hospitality, or entertainment that are received as an incident of protocol or social obligation that normally accompanies the responsibilities of a Board Member. Any gifts, benefits, or hospitality that exceed these guidelines shall be returned with an explanation of this Code of Conduct. Gifts, souvenirs, or mementos with a value greater than \$100, if accepted, shall be the property of the Commission.

Members may accept hospitality or entertainment if the offer is infrequent and appropriate to the occasion.

Nothing in this section prevents the receipt of personal gifts, benefits, rewards, commissions or compensation from any person or organization not connected directly or indirectly with the performance or duties of office (i.e. full-time employment with another organization).

Conflict of Interest – Pecuniary Interest

Members of the Board will recognize their obligations to follow and respect the provisions of the MGA.

Use of Commission Property

Members may only use Commission property or services for activities connected with the discharge of official duties or associated community activities having the sanction of the Board or permitted by Commission policies.

Transparency and Openness in Decision-Making

Members of the Board will endeavor to conduct and convey Commission business in an open and public manner, other than for those issues that may be discussed in Closed Session permitted by the MGA and FOIP, so that stakeholders can understand the process, logic, and rationale used to reach conclusions or decisions.

Conduct at Meetings

During Board meetings, Committee of the Whole meetings, other advisory committee meetings, or any working group meetings, Members shall conduct themselves with decorum and in accordance with the Commission's Procedural Bylaw. Respect for delegations and for fellow Board Members and staff requires that all Members show courtesy and not distract from the business of the Board during presentations and when other Members have the floor.

Harassment

Harassment of another Board Member, staff, or any member of the public is prohibited by Provincial law.

Alcohol and Drug Use (refer to *Health and Safety Manual* for detailed guidelines)

Members of the Board shall abide by applicable laws and regulations governing the possession or use of alcohol and drugs. The illegal use, sale, purchase, transfer, or possession of any restricted or controlled drug, narcotic or any other substance while on Commission premises is prohibited.

It is never permissible for members of the Board to attend to their Board duties and responsibilities having consumed alcohol, or be under the influence of drugs or other similar substances, which might adversely affect performance as Board representatives.

Compliance with the Code – Complaint Protocol

Where an alleged contravention of any provision of this Code of Conduct occurs, the following procedures will be adhered to:

- a) encourage that Board Member to stop the prohibited behavior or activity
- b) keep a written record of the incidents including dates, times, locations, other persons present, and any other relevant information,
- c) advise someone else (for example another Board Member or the CAO) about your concern, your comments to that Board Member and the response of that Board Member,
- d) confirm to that Board Member your satisfaction with the response of the Board member or advise that Board Member of your dissatisfaction with the response.

The CAO shall submit a report at the next regular meeting outlining the findings of the inquiry.

Implementation

Upon adoption of this Code of Conduct and thereafter at the beginning of each term, the Board Members will be required to sign two copies of the Code of Conduct (one for the member and one for the CAO's office) to convey to each other and all stakeholders that they have read, understand and accept it.

DIRECTOR'S APPROVAL MOTION # **13-12**


CHAIRPERSON

MARCH 20 / 13
DATE