



GOVERNANCE POLICIES

Section	Number
GP	4.0

POLICY TYPE **Governance Process**

Policy Title: **Board Members' Code of Conduct**

Policy:

The Trustees of The Northwest Catholic District School Board (the "Board") commit to ethical and business-like conduct. This commitment includes proper use of authority and appropriate decorum when acting as Board members.

Introduction:

"Act Justly, Love tenderly and walk humbly with your God". (Micah: 8)

Deliberate with Many Voices: Act with One

1. Catholic Faith, Community and Culture

The aim of Catholic education is the development of each student toward personal fulfillment and responsible citizenship motivated by the Spirit of the Gospel and modeled in the example of Jesus Christ. The Board of Trustees within the duties prescribed in the *Education Act*, its Regulations, other applicable legislation and reflecting a Ministry with the Church shall:

- a) acknowledge that Catholic schools are an expression of the teaching mission of the Church;
- b) provide an example to the Catholic community that reflects the teaching of the Church;
- c) provide the best possible Catholic education according to the programs approved by the Canadian Conference of Catholic Bishops and the Minister of Education;
- d) recognize and rigorously defend the constitutional rights and protections with respect to Catholic education and the democratic and corporate authority of the Board;
- e) respect the confidentiality of the Board;
- f) ensure the affairs of the Board are conducted with openness, justice and compassion;

- g) work to improve personal knowledge of current Catholic educational research and practices;
- h) affirm a strong sense of Christian Catholic Community; and
- i) provide support, encouragement and prayer for the efforts of all persons engaged in the Ministry of Catholic Education in Canada.

2. Integrity and Dignity of Office

The Trustees of the Board occupy positions of public trust and confidence. They are expected to discharge their duties and responsibilities in a professional and ethical manner, consistent with Gospel Values, the teachings of the Catholic Church, the *Education Act* and Regulations, the *Municipal Freedom of Information and Protection of Privacy Act* and Regulations, the *Municipal Conflict of Interest Act*, the Board's Governance By-Laws and Policies and any other Act or Regulation that may be applicable to the Trustees' duties.

It is imperative that the Trustees act, and be seen to act, in the best interests of the public they serve. Trustees are elected to represent all stakeholders in the Board by articulating and supporting a shared commitment to excellence in Catholic education that promotes student achievement and well-being through the delivery of effective and appropriate education programs and effective stewardship of the Board's resources.

Trustees are governors, advocates and community leaders. As governors, Trustees provide strategic direction, oversight and evaluation to ensure the development and delivery of quality education programs in order to maximize the achievement and well-being of all students. As advocates, they inform and influence public perceptions and provincial education law and policy. As community leaders, Trustees engage with the public to build understanding, guidance and active support for publicly-funded Catholic education.

3. Civil Behaviour

Trustees share in the responsibility for creating a positive environment that is safe, harmonious, comfortable, inclusive and respectful. Trustees shall at all times act with decorum and shall be respectful of other Trustees, the Director of Education, staff, all members of the Board community, as well as the public. As stewards of the system, Trustees are held to a high standard of conduct and should serve as role models of exemplary behavior reflective of the values articulated in the Ontario Catholic School Graduate Expectations.

Trustees must:

- respect and comply with all applicable federal, provincial and municipal laws;
- demonstrate honesty and integrity;
- respect differences in people, their ideas and their opinions;
- treat one another with dignity and respect at all times, and especially when there is disagreement;

- respect and treat others fairly, regardless of race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, marital status, family status, or disability;
- respect the rights of others; and
- conduct themselves in accordance with this Code of Conduct.

Trustees will:

- listen carefully and respectfully;
- maintain a courteous tone;
- respect the opinions of others;
- respect and support the decision of the Board;
- participate actively in Board and Committee meetings;
- adhere to ethical behaviour, the Board's Governance Policies, Governance By-Laws and Robert's Rules of Order;
- address all debate, remarks and questions to the Chair;
- recognize that authority over the organization is only vested in the full Board when it meets in legal session. Trustees do not attempt to exercise individual authority;
- maintain the integrity of the Board and the position of the Trustee when communicating and interacting with outside individuals and agencies;
- demonstrate discretion when making public statements to minimize the impression that such statements reflect the corporate opinion of the Board;
- maintain the highest standards of civility and respect accorded to public office through the absence of unwarranted criticism of fellow Board members, the Board, or employees, in or out of the Board room;
- represent everyone the Board serves, not a particular interest group or geographic area;
- deal appropriately with sensitive issues and respect the confidentiality of discussions that take place during closed sessions;
- respect the majority decisions of the Board;
- be loyal to the interests of the Board;
- declare a conflict of interest between their personal life and/or business interests and their position on the Board in accordance with the provisions of the *Municipal Conflict of Interest Act*. The pecuniary interest, direct or indirect, of a parent or the spouse or any child of the Trustee shall, if known by the member, be deemed to be also the pecuniary interest of the member;
- shall, prior to any consideration of the matter at a meeting, disclose the interest and the general nature thereof;
- refrain from discussion and voting on any matter in which they are in conflict; and
- not attempt in any way whether before, during or after the meeting to influence the voting on any such question.

Trustees will not:

- engage in any activities that negatively affects the work of the Board;
- verbally or physically intimidate or abuse any Board member or staff;
- succumb to an issue on an emotional level;

- criticize fellow Board members or staff either in or outside the Boardroom;
- discuss the confidential workings of the Board outside the Board;
- speak for more than five minutes or more than three times on the same question without permission from the Chair.

Trustees shall be prepared for meetings, avoid disrupting the process and refrain from engaging in conduct or contributing to a tone of sarcasm, mockery, cynicism or denigration during meetings of the Board and at all other times that would discredit or compromise the integrity of the Board.

In performing their duties as Trustees, and in all matters of communication including email, telephone and face-to-face meetings with staff, parents and other stakeholders, appropriate language and professionalism are expected.

Trustees must adhere to the *Acceptable Use Procedure* regarding on-line communications and the relevant standards of behaviour and expectations set out in this Board Member's Code of Conduct. Trustees are bound to uphold and abide by all pertinent Board governance policies and procedures.

Subject to the duty of a Trustee under section 218.1(e) of the *Education Act* to uphold the implementation of any Board resolution after it is passed by the Board, a Trustee may comment on, or disagree with, a decision taken by the Board. A Trustee may not make disparaging remarks about another Trustee or a group of Trustees in expressing such comment or disagreement or speculate on the motives of a Trustee or a group of Trustees, or staff.

Any Trustee who fails or refuses to comply with the rules of the Board, uses offensive language, disobeys the decisions of the Chair or the Board on points of order, or makes any disorderly noise or disturbance may be ordered by the Chair to leave for the remainder of the meeting, and in the case of a refusal to do so, may, on the order of the Chair, be removed from the room where such meeting is taking place and/or the Board Office. Such a removal will be recorded in the minutes of the meeting.

Section 207(3) of the *Education Act* addresses the exclusion of persons from Board meetings. It provides: "The presiding officer may expel or exclude from any meeting any person who has been guilty of improper conduct at the meeting."

4. Complying with Legislation

All Trustees will comply with the letter and spirit of all laws of Canada and the Province of Ontario and any contractual obligations of the Board in conducting the business of the Board.

The Trustees acknowledge they may only act on behalf of the Board through resolution and may not act individually or purport to represent the interests of the Board without the knowledge and consent of the Board of Trustees shown through resolution.

Trustees shall ensure that all information they communicate in the course of their duties is accurate and complete.

It is every Trustee's responsibility to familiarize themselves with their duties and any requirements of them as prescribed by the *Education Act*, the *Municipal Freedom of Information and Protection of Privacy Act*, the *Municipal Conflict of Interest Act* and any other Act or Regulation that may be applicable to the Trustee's duties from time-to-time, and/or Ministry of Education requirements and the Board's By-Laws, Policies and General Administrative Procedures.

All Trustees are expected to comply with the following duties of Board members as set out in section 218.1 of the *Education Act*:

"A member of a Board shall,

- a) carry out his or her responsibilities in a manner that assists the Board in fulfilling its duties under this Act, the regulations and the guidelines issued under this Act, including but not limited to the Board's duties under section 169.1;
- b) attend and participate in meetings of the Board, including meetings of Board committees of which he or she is a member;
- c) consult with parents, students and supporters of the Board on the Board's multi-year plan under clause 169.1(1)(f);
- d) bring concerns of parents, students and supporters of the Board to the attention of the Board;
- e) uphold the implementation of any Board resolution after it is passed by the Board;
- f) entrust the day-to-day management of The Northwest Catholic District School Board to its staff through the Board's Director of Education;
- g) maintain focus on student achievement and well-being; and
- h) comply with the Board's code of conduct."

5. Upholding Decisions

Trustees must understand their role as a corporate body and the expectation that as such, they may deliberate with many voices but must act as one. Trustees must:

- a) accept that authority rests with the Board and that they have no individual authority other than that delegated by the Board;
- b) uphold the implementation of any Board resolution after it is passed by the Board;
- c) comply with Board policies and procedures; and
- d) refrain from speaking on behalf of the Board unless authorized to do so.

6. Avoidance of Personal Advantage and Conflict of Interest

All Trustees are expected to comply with the provisions of the *Municipal Conflict of Interest Act*, attached as Appendix C, which requires that Trustees declare and disclose

the general nature of the interest for all direct and indirect pecuniary conflicts of interest and abstain from making a decision.

Trustees are not permitted to vote on or discuss matters in which they have a direct or indirect pecuniary interest. The direct or indirect pecuniary interest of a parent, spouse or child is deemed to be the interest of the Trustee. Section 3 of the Act provides:

“For the purpose of this Act, the pecuniary interest, direct or indirect, of a parent or the spouse or any child of the member shall, if known to the member, be deemed to be also the pecuniary interest of the member.”

A parent is defined as “a person who has demonstrated a settled intention to treat a child as a member of his or her family.”

A spouse is defined as “a person to whom the person is married or with whom the person is living in a conjugal relationship outside marriage.”

A child is defined as “a child born within or outside marriage and includes an adopted child and a person whom a parent has demonstrated a settled intention to treat as a child of his or her family.”

Any direct or indirect financial interest on the part of the Trustee may raise a conflict of interest. A direct conflict of interest will arise where the Trustee himself or herself stands to benefit or suffer financially by a decision of the Board.

Where a Trustee, either on his or her own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter and is present at a meeting of the Board at which the matter is the subject of consideration, the Trustee shall:

- a) prior to any consideration of the matter of the meeting, disclose the interest and the general nature thereof;
- b) not take part in the discussion of, or vote on any question in respect of the matter; and
- c) not attempt in any way whether before, during or after the meeting to influence the voting on such question.

Where the meeting referred to above is not open to the public, the Trustee will forthwith leave the meeting or the part of the meeting which the matter is under consideration.

At the meeting at which the Trustee discloses an interest as set out above, or as soon as possible afterwards, the Trustee shall file a written statement of the interest and its general nature with the secretary of the committee or Board, as the case may be.

Where the interest of the Trustee has not been disclosed by reason of the Trustee's absence from the meeting, the Trustee shall disclose the interest and otherwise comply with the above requirements of the first meeting of the Board attended by the Trustee after the meeting referred to above.

When the meeting is open to the public, every declaration of interest shall be recorded in the Minutes of the Board meeting. When the meeting is not open to the public, every declaration of interest shall be recorded in the Minutes of the next meeting of the Board that is open to the public.

The Board shall establish and maintain a registry in which shall be kept a copy of each statement filed or declaration recorded as indicated above. The registry will be available for public inspection during the normal Board business hours.

It is an expectation of the Board that Trustees will not only comply with the requirements of the *Municipal Conflict of Interest Act*, but also avoid conflicts of interest as defined by this Code of Conduct.

Every Trustee is responsible and accountable for exercising good judgment and avoiding situations that might present a conflict of interest or the appearance of a conflict of interest, and where a conflict of interest might exist each Trustee has an affirmative duty to disclose such conflict when it becomes apparent.

No Trustee shall use his or her position, authority or influence for personal, financial or material gain or personal business purposes or for the personal, financial or material gain or business purposes of a relative, friend and/or business associate. Every Trustee shall uphold and enhance all Board business operations by:

- a) maintaining an unimpeachable standard of integrity in all their relationships, both inside and outside the Board;
- b) fostering the highest standard of professional competence amongst those for whom they are responsible;
- c) complying with and being seen to comply with the letter and spirit of:
 - The laws of Canada and the Province of Ontario,
 - Contractual obligations applicable to the Board; and
- d) rejecting and denouncing any business practice that is improper or inappropriate or may appear to be improper or inappropriate.

A Trustee shall not use his or her position, authority or influence to give any person or organization special treatment that might, or might be perceived to, advance the interests of the Trustee, or the interests of a relative, friend and/or business associate of the Trustee.

A Trustee must not participate in any decision or recommendation in which he or she or a relative, friend or business associate may have a financial, commercial or business interest.

All Trustees shall disclose a conflict of interest and the general nature of the interest, to the Board of Trustees.

7. Lobbying

On occasion, lobbyists may attempt to communicate with Trustees for the purpose of influencing Trustees with respect to the procurement of goods and services and the awarding of contracts. Trustees must report such inquiries to the Director of Education. Trustees must not communicate with a lobbyist during a procurement process and must not use their influence to gain nor advance the interests of any particular party during a procurement process.

8. Respect for Confidentiality

All Trustees acknowledge that, as part of their duties to the Board they may be privy to private, confidential and/or legally privileged financial, business and/or commercial information belonging to the Board that may provide a financial, business, commercial or competitive advantage, and that they may be privy to private and confidential student and personnel information, and/or legal matters and opinions. Such information may include, but is not limited to, information relating to the Board's organizational structure, operations, business plans, technical projects, business costs, research data results, inventions, trade secrets or other work produced, developed by or for the Board.

Except as required by law, all Trustees and former Trustees agree not to use, directly or indirectly, for the Trustee's benefit or the benefit of any person, organization, firm, or other entity, the Board's proprietary or confidential information disclosed or entrusted to that Trustee, and Trustees recognize that such inappropriate use of confidential information for their benefit may constitute a breach of trust contrary to section 122 of the *Criminal Code* (Canada).

The confidentiality of personal/educational student and family information received in the course of duties must be respected, protected and kept confidential. Information received should not be discussed or reviewed in public or where another student, parent, employee or member of the school community or public could accidentally overhear or read such information.

Except as required by law, and in accordance with the *Education Act* and *Municipal Freedom of Information and Protection of Privacy Act*, all Trustees agree not to use or disclose the personal and/or educational information of students and their families that may come to the attention of a Trustee.

Except as required by law, and in accordance with the *Municipal Freedom of Information and Protection of Privacy Act*, all Trustees agree not to use or disclose the personal and/or employment information of Board employees and their families that may come to the attention of a Trustee.

A Trustee's duty of confidentiality with respect to private and confidential financial, business and/or commercial information, personnel information, student information, and legal matters and opinions survives his or her term as Trustee.

9. Board Resources

No Trustee shall use Board resources for personal gain. No Trustee shall permit relatives, friends and/or business associates to use Board resources for personal gain.

Trustees recognize that such inappropriate use of Board resources, directly or indirectly, for their benefit may constitute a breach of trust contrary to section 122 of the *Criminal Code* (Canada).

All Trustees shall comply with Board Policies and General Administrative Procedures regarding the use of Board resources, including information technology resources.

10. Enforcement of Code of Conduct and the *Municipal Conflict of Interest Act*

In accordance with the provisions of section 218.3 of the *Education Act*, a breach of this Code of Conduct by a Trustee may be dealt with by the following procedures:

A Trustee who has reasonable grounds to believe that another Trustee has breached this Code of Conduct may bring the alleged breach to the attention of the Board. (218.3(1))

If an alleged breach is brought to the attention of the Board, the Board shall make inquiries into the matter and shall, based on the results of the inquiries, determine whether there has been a breach. (218.3(2))

If the Board determines that a Trustee has breached this Code of Conduct, the Board may impose one or more of the following sanctions: (218.3(3))

- a) Censure of the Trustee.
- b) Barring the Trustee from attending all or part of a Meeting of the Board or a Meeting of a Committee of the Board.
- c) Barring the Trustee from sitting on one or more Committees of the Board, for the period of time specified by the Board.
- d) The Board may reduce Honorarium payable to the member under (191.2(5)). The Board may provide for a deduction of a reasonable amount from the allowance of a member because of absence from meetings of the Board and Committees of the Board.
- e) A 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 that relate to that Meeting or that part of the Meeting that are not available to the members of the public. (218.3(5))

If there is a sanction on a Trustee; if they are not present at meetings, they are not deemed as missing meetings. If a member is censured, this is authorization for the Trustee to be absent from the meeting. (218.3(4))

In appropriate circumstances, the Board may also resolve to disassociate the Board from any action or statement of a Trustee.

If a Board determines that a Trustee has breached this Code of Conduct, the Board shall give the Trustee written notice of the determination and of any sanction imposed by the Board. (218.3(6)(a))

The notice shall inform the Trustee that he or she may make written submissions to the Board in respect of the determination or sanction by the date specified in the notice that is at least 14 days after the notice is received by the Trustee. (218.3(6)(b))

The Board shall consider any submissions made by the Trustee and shall confirm or revoke the determination within 14 days after the Trustee's submissions are received. (218.3(6)(c))

If the Board revokes a determination that a Trustee has breached this Code of Conduct, any sanction imposed by the Board is also revoked. (218.3(7))

If the Board confirms a determination that a Trustee has breached this Code of Conduct, the Board shall, within 14 days after the Trustee's submissions were received, confirm, vary or revoke the sanction(s) imposed by the Board. (218.3(8))

If a sanction is varied or revoked, the variation or revocation shall be deemed to be effective as of the date of the original determination about the alleged breach was made by the Board. (218.3(9))

Under section 218.3(10) of the *Education Act*, despite subsection 207 (1) of the *Education Act* which requires meetings of the Board to be open to the public, but subject to the requirements below for specific resolutions of the Board to be made in public, the Board may close to the public the part of the meeting during which a breach or alleged breach of this Code of Conduct is considered when the breach or alleged breach involves any of the following matters:

- a) the security of the property of the Board;
- b) the disclosure of intimate, personal or financial information in respect of a Trustee or Committee, an employee or prospective employee of the Board or a student or his or her parent or guardian;
- c) the acquisition or disposal of a school site;
- d) decisions in respect of negotiations with employees of the Board; or
- e) litigation affecting the Board.

Under section 218.3(11), the Board shall do the following things by resolution at a meeting of the Board, and the vote on the resolution shall be open to the public:

- a) Make a determination that a Trustee has breached this Code of Conduct.
- b) Impose a sanction on a Trustee for a breach of this Code of Conduct.
- c) Confirm or revoke a determination regarding a Trustee's breach of this Code of Conduct.
- d) Confirm, vary or revoke a sanction after confirming or revoking a determination regarding a Trustee's breach of this Code of Conduct.

A Trustee who is alleged to have breached this Code of Conduct shall not vote on any of the resolutions listed above. (218.3(12))

When a resolution listed above is passed, the resolution shall be recorded in the Minutes of the meeting. (218.3(13))

The *Statutory Powers Procedure Act* does not apply to any of the enforcement provisions under section 218.3(14) of the *Education Act*.

Nothing in this Code of Conduct prevents a Trustee's breach of the *Municipal Conflict of Interest Act* from being dealt with in accordance with that *Act*.

A Trustee who is subject to a Board inquiry to determine whether the Trustee has breached the Code of Conduct 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.

11. Guidelines for Gifts and Hospitality

Moderate hospitality and gifts are an accepted courtesy of a business relationship. However, the recipients should not allow themselves to reach a position whereby they might be influenced in making a business decision as a consequence of accepting such hospitality.

Trustees should not use their position for improper gain or benefit, nor under any circumstances accept gifts of more than \$25.00.

12. Additional Duties of the Chair

Under the *Education Act*, the Chair of the Board is expected to comply with the additional duties set out in s. 281.4 of the *Education Act*:

- a) preside over meetings of the Board;
- b) conduct the meetings in accordance with the Board's Procedures and Practices for the Conduct of Board meetings;
- c) establish agendas for Board meetings, in consultation with the Board's Director of Education;
- d) ensure the members of the Board have the information needed for informed discussion of the agenda items;
- e) act as a spokesperson to the public on behalf of the Board, unless otherwise determined by the Board;
- f) convey the decisions of the Board to the Board's Director of Education;
- g) provide leadership to the Board in maintaining the Board's focus on a Multi-Year Plan established under section 169.1;
- h) provide leadership to the Board in maintaining the Board's focus on the Board's Mission and Vision; and
- i) assume such responsibilities as may be specified by the Board.

<u>Cross Reference</u>		<u>Date Approved</u> March 22, 2003	Legal/Ministry of Education Reference
Section	Number		<i>Education Act S. 170-171 Duties and Powers of Boards</i>
GP	3.0	<u>Board Motion</u> 11-304	<i>Municipal Conflict of Interest Act</i>
GP	5.0		<i>Municipal Freedom of Information and Protection of Privacy Act</i>
Complaint Chart		<u>Date of Last Review</u> June 2019	<i>Bill 177 – Student Achievement and School Board Governance Act, 2009</i>
			<i>Good Governance Guide for Trustees, School Boards, Directors of Education & Communities</i>
			<i>Education Act 207, 207.3, 169.1, 218.1, 218.3 (1-4), 218.4, 191.2.2(5)</i>
			<i>Criminal Code of Canada s122</i>

Appendix A

The Oath of Affirmation

The statement of affirmation is as follows:

"I solemnly declare that I will truly, faithfully, impartially and to the best of my ability execute the office of Board member, and that I have not received and will not receive any payment or reward or promise thereof for the exercise of any partiality or malversation or other undue execution of the said office, and that I will disclose any pecuniary interest, direct or indirect, as required by and in accordance with the *Municipal Conflict of Interest Act*."

Any person elected or appointed to the Board, before entering on his or her duties as a Board member, may take and subscribe before the Secretary of the Board or before any person authorized to administer an oath, the oath or affirmation of allegiance in the following form, in English or French:

"I swear (affirm) that I will be faithful and bear true allegiance to Her Majesty, Queen Elizabeth 11 (or the reigning sovereign for the time being)."

The declaration and, if any, the oath or affirmation of allegiance, shall be filed with the Secretary of the Board within eight (8) days after it is made or taken, as the case may be.

Appendix B

CODE OF ETHICS

FOR ROMAN CATHOLIC SCHOOL TRUSTEES

Whereas the aim of Catholic Education is the development of each student toward personal fulfillment and responsible citizenship motivated by the Spirit of the Gospel and modeled on the example of Jesus Christ, the Catholic School Trustee shall, within the duties prescribed in Acts and Regulations and reflecting a ministry within the Church:

1. acknowledge that Catholic schools are an expression of the teaching mission of the Church;
2. provide an example to the Catholic Community by active participation in the communal life of a parish, and by a personal lifestyle that reflects the teaching of the Church;
3. provide the best possible Catholic education according to the programs approved by the Canadian Conference of Catholic Bishops and the provincial Minister of Education;
4. affirm a strong sense of Christian Community;
5. recognize and defend the democratic and corporate authority of the Board;
6. respect the confidentiality of the Board;
7. strictly support all Board Policies;
8. ensure the affairs of the Board are conducted with openness, justice and compassion;
9. work to improve personal knowledge of current Catholic educational research and practices;
10. provide support, encouragement and prayer for the efforts of all persons engaged in the ministry of Catholic Education in Canada.

Approved 1998

CANADIAN CATHOLIC SCHOOLS TRUSTEES' ASSOCIATION

Appendix C

MUNICIPAL CONFLICT OF INTEREST ACT

R.S.O. 1990, CHAPTER M.50 LAST AMENDMENT: 2019, C. 1, SCHED. 4, S. 35.

1. Definitions - In this Act,

"child" means a child born within or outside marriage and includes an adopted child and a person whom a parent has demonstrated a settled intention to treat as a child of his or her family; ("enfant")

"controlling interest" means the interest that a person has in a corporation when the person beneficially owns, directly or indirectly, or exercises control or direction over, equity shares of the corporation carrying more than 10 per cent of the voting rights attached to all equity shares of the corporation for the time being outstanding; ("intérêts majoritaires")

"council" means the council of a municipality; ("conseil")

"elector" means,

(a) in respect of a municipality, or a local Board thereof, other than a school Board, a person entitled to vote at a municipal election in the municipality, and

(b) in respect of a school Board, a person entitled to vote at the election of members of the school Board; ("électeur")

"interest in common with electors generally" means a pecuniary interest in common with the electors within the area of jurisdiction and, where the matter under consideration affects only part of the area of jurisdiction, means a pecuniary interest in common with the electors within that part; ("intérêt commun à tous les électeurs")

"judge" means a judge of the Superior Court of Justice; ("juge")

"local Board" means a school Board, Board of directors of a children's aid society, committee of adjustment, conservation authority, court of revision, land division committee, municipal service Board, public library Board, Board of management of an improvement area, Board of health, police services Board, planning Board, district social services administration Board, trustees of a police village, Board of trustees of a police village, Board or committee of management of a long-term care home, or any other Board, commission, committee, body or local authority established or exercising any power or authority under any general or special Act in respect of any of the affairs or purposes, including school purposes, of one or more municipalities or parts thereof, but does not include a committee of management of a community recreation centre appointed by a school Board or a local roads Board; ("conseil local")

Note: On a day to be named by proclamation of the Lieutenant Governor, the definition of "local Board" in section 1 of the Act is amended by striking out "police services Board" and substituting "police service Board". (See: 2019, c. 1, Sched. 4, s. 35)

"meeting" includes any regular, special, committee or other meeting of a council or local Board, as the case may be; ("réunion")

"member" means a member of a council or of a local Board; ("membre")

“**municipality**” includes a Board, commission or other local authority exercising any power in respect of municipal affairs or purposes, including school purposes, in territory without municipal organization, but does not include a committee of management of a community recreation centre appointed by a school Board, a local roads Board or a local services Board; (“municipalité”)

“**parent**” means a person who has demonstrated a settled intention to treat a child as a member of his or her family; (“père ou mère”)

“**school Board**” means a Board as defined in subsection 1 (1) of the *Education Act*, and, where the context requires, includes an old Board within the meaning of subsection 1 (1) of the *Education Act*; (“conseil scolaire”)

“**senior officer**” means the chair or any vice-chair of the Board of directors, the president, any vice-president, the secretary, the treasurer or the general manager of a corporation or any other person who performs functions for the corporation similar to those normally performed by a person occupying any such office; (“dirigeant”)

“**spouse**” means a person to whom the person is married or with whom the person is living in a conjugal relationship outside marriage. (“conjoint”) R.S.O. 1990, c. M.50, s. 1; 1997, c. 25, Sched. E, s. 7; 1997, c. 31, s. 156 (1); 1999, c. 6, s. 41 (1); 2002, c. 17, Sched. F, Table; 2005, c. 5, s. 45 (1, 2); 2006, c. 19, Sched. C, s. 1 (1); 2006, c. 32, Sched. D, s. 10; 2007, c. 8, s. 219; 2016, c. 23, s. 58.

Section Amendments with date in force (d/m/y)

1997, c. 31, s. 156 (1) - 01/01/1998; 1999, c. 6, s. 41 (1) - 01/03/2000

2002, c. 17, Sched. F, Table - 01/01/2003

2005, c. 5, s. 45 (1, 2) - 13/06/2005

2006, c. 19, Sched. C, s. 1 (1) - 22/06/2006; 2006, c. 32, Sched. D, s. 10 - 01/01/2007

2007, c. 8, s. 219 - 01/07/2010

2016, c. 23, s. 58 - 01/01/2017

2018, c. 3, Sched. 5, s. 37 - no effect - see 2019, c. 1, Sched. 3, s. 5 - 26/03/2019

2019, c. 1, Sched. 4, s. 35 - not in force

Principles

1.1 The Province of Ontario endorses the following principles in relation to the duties of members of councils and of local Boards under this Act:

1. The importance of integrity, independence and accountability in local government decision-making.
2. The importance of certainty in reconciling the public duties and pecuniary interests of members.
3. Members are expected to perform their duties of office with integrity and impartiality in a manner that will bear the closest scrutiny.
4. There is a benefit to municipalities and local Boards when members have a broad range of knowledge and continue to be active in their own communities, whether

in business, in the practice of a profession, in community associations, and otherwise. 2017, c. 10, Sched. 3, s. 1.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 1 - 01/03/2019

Indirect pecuniary interest

2 For the purposes of this Act, a member has an indirect pecuniary interest in any matter in which the council or local Board, as the case may be, is concerned, if,

- (a) the member or his or her nominee,
 - (i) is a shareholder in, or a director or senior officer of, a corporation that does not offer its securities to the public,
 - (ii) has a controlling interest in or is a director or senior officer of, a corporation that offers its securities to the public, or
 - (iii) is a member of a body,

that has a pecuniary interest in the matter; or

- (b) the member is a partner of a person or is in the employment of a person or body that has a pecuniary interest in the matter. R.S.O. 1990, c. M.50, s. 2.

Interest of certain persons deemed that of member

3 For the purposes of this Act, the pecuniary interest, direct or indirect, of a parent or the spouse or any child of the member shall, if known to the member, be deemed to be also the pecuniary interest of the member. R.S.O. 1990, c. M.50, s. 3; 1999, c. 6, s. 41 (2); 2005, c. 5, s. 45 (3).

Section Amendments with date in force (d/m/y)

1999, c. 6, s. 41 (2) - 01/03/2000

2005, c. 5, s. 45 (3) - 13/06/2005

EXCEPTIONS

Where ss. 5 and 5.2 do not apply

4 Sections 5 and 5.2 do not apply to a pecuniary interest in any matter that a member may have,

- (a) as a user of any public utility service supplied to the member by the municipality or local Board in like manner and subject to the like conditions as are applicable in the case of persons who are not members;
- (b) by reason of the member being entitled to receive on terms common to other persons any service or commodity or any subsidy, loan or other such benefit offered by the municipality or local Board;
- (c) by reason of the member purchasing or owning a debenture of the municipality or local Board;

- (d) by reason of the member having made a deposit with the municipality or local Board, the whole or part of which is or may be returnable to the member in like manner as such a deposit is or may be returnable to all other electors;
- (e) by reason of having an interest in any property affected by a work under the *Drainage Act* or by a work under a regulation made under Part XII of the *Municipal Act, 2001* or Part IX of the *City of Toronto Act, 2006*, as the case may be, relating to local improvements;
- (f) by reason of having an interest in farm lands that are exempted from taxation for certain expenditures under the *Assessment Act*;
- (g) by reason of the member being eligible for election or appointment to fill a vacancy, office or position in the council or local Board when the council or local Board is empowered or required by any general or special Act to fill such vacancy, office or position;
- (h) by reason only of the member being a director or senior officer of a corporation incorporated for the purpose of carrying on business for and on behalf of the municipality or local Board or by reason only of the member being a member of a Board, commission, or other body as an appointee of a council or local Board;
- (i) in respect of an allowance for attendance at meetings, or any other allowance, honorarium, remuneration, salary or benefit to which the member may be entitled by reason of being a member or as a member of a volunteer fire brigade, as the case may be;
- (j) by reason of the member having a pecuniary interest which is an interest in common with electors generally; or
- (k) by reason only of an interest of the member which is so remote or insignificant in its nature that it cannot reasonably be regarded as likely to influence the member. R.S.O. 1990, c. M.50, s. 4; 2002, c. 17, Sched. F, Table; 2006, c. 32, Sched. C, s. 33 (1); 2017, c. 10, Sched. 3, s. 2.

Section Amendments with date in force (d/m/y)

2002, c. 17, Sched. F, Table - 01/01/2003

2006, c. 32, Sched. C, s. 33 (1) - 01/01/2007

2017, c. 10, Sched. 3, s. 2 - 01/03/2019

DUTY OF MEMBER

When present at meeting at which matter considered

5 (1) Where a member, either on his or her own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter and is present at a meeting of the council or local Board at which the matter is the subject of consideration, the member,

- (a) shall, prior to any consideration of the matter at the meeting, disclose the interest and the general nature thereof;
- (b) shall not take part in the discussion of, or vote on any question in respect of the matter; and

- (c) shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question. R.S.O. 1990, c. M.50, s. 5 (1).

Where member to leave closed meeting

(2) Where the meeting referred to in subsection (1) is not open to the public, in addition to complying with the requirements of that subsection, the member shall forthwith leave the meeting or the part of the meeting during which the matter is under consideration. R.S.O. 1990, c. M.50, s. 5 (2).

Exception, consideration of penalty

(2.1) The following rules apply if the matter under consideration at a meeting or a part of a meeting is to consider whether to suspend the remuneration paid to the member under subsection 223.4 (5) or (6) of the *Municipal Act, 2001* or under subsection 160 (5) or (6) of the *City of Toronto Act, 2006*:

1. Despite clauses (1) (b) and (c), the member may take part in the discussion of the matter, including making submissions to council or the local Board, as the case may be, and may attempt to influence the voting on any question in respect of the matter, whether before, during or after the meeting. However, the member is not permitted to vote on any question in respect of the matter.
2. Despite subsection (2), in the case of a meeting that is not open to the public, the member may attend the meeting or part of the meeting during which the matter is under consideration. 2017, c. 10, Sched. 3, s. 3.

When absent from meeting at which matter considered

(3) Where the interest of a member has not been disclosed as required by subsection (1) by reason of the member's absence from the meeting referred to therein, the member shall disclose the interest and otherwise comply with subsection (1) at the first meeting of the council or local Board, as the case may be, attended by the member after the meeting referred to in subsection (1). R.S.O. 1990, c. M.50, s. 5 (3).

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 3 - 01/03/2019

Written statement re disclosure

5.1 At a meeting at which a member discloses an interest under section 5, or as soon as possible afterwards, the member shall file a written statement of the interest and its general nature with the clerk of the municipality or the secretary of the committee or local Board, as the case may be. 2017, c. 10, Sched. 3, s. 4.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 4 - 01/03/2019

Influence

5.2 (1) Where a member, either on his or her own behalf or while acting for, by, with or through another, has any pecuniary interest, direct or indirect, in any matter that is being considered by an officer or employee of the municipality or local Board, or by a person or body

to which the municipality or local Board has delegated a power or duty, the member shall not use his or her office in any way to attempt to influence any decision or recommendation that results from consideration of the matter. 2017, c. 10, Sched. 3, s. 4.

Exception

(2) However, if a municipality delegates a power to suspend the remuneration paid to a member under subsection 223.4 (5) of the *Municipal Act, 2001* or subsection 160 (5) of the *City of Toronto Act, 2006* to a person or body, and the person or body is considering exercising that power with respect to a member, subsection (1) of this section does not prevent the member from attempting to influence any decision or recommendation of the person or body that results from consideration of the matter. 2017, c. 10, Sched. 3, s. 4.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 4 - 01/03/2019

RECORD OF DISCLOSURE

Disclosure to be recorded in minutes

6 (1) Every declaration of interest and the general nature thereof made under section 5 shall, where the meeting is open to the public, be recorded in the minutes of the meeting by the clerk of the municipality or secretary of the committee or local Board, as the case may be. R.S.O. 1990, c. M.50, s. 6 (1).

Idem

(2) Every declaration of interest made under section 5, but not the general nature of that interest, shall, where the meeting is not open to the public, be recorded in the minutes of the next meeting that is open to the public. R.S.O. 1990, c. M.50, s. 6 (2).

REGISTRY

Requirement to establish registry

6.1 (1) Every municipality and local Board shall establish and maintain a registry in which shall be kept,

- (a) a copy of each statement filed under section 5.1; and
- (b) a copy of each declaration recorded under section 6. 2017, c. 10, Sched. 3, s. 5.

Access to registry

(2) The registry shall be available for public inspection in the manner and during the time that the municipality or local Board, as the case may be, may determine. 2017, c. 10, Sched. 3, s. 5.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 5 - 01/03/2019

REMEDY FOR LACK OF QUORUM

Quorum deemed constituted

7 (1) Where the number of members who, by reason of the provisions of this Act, are disabled from participating in a meeting is such that at that meeting the remaining members are not of sufficient number to constitute a quorum, then, despite any other general or special Act, the remaining number of members shall be deemed to constitute a quorum, provided such number is not less than two. R.S.O. 1990, c. M.50, s. 7 (1).

Application to judge

(2) Where in the circumstances mentioned in subsection (1), the remaining number of members who are not disabled from participating in the meeting is less than two, the council or local Board may apply to a judge without notice for an order authorizing the council or local Board, as the case may be, to give consideration to, discuss and vote on the matter out of which the interest arises. R.S.O. 1990, c. M.50, s. 7 (2).

Power of judge to declare s. 5, 5.1 or 5.2 not to apply

(3) The judge may, on an application brought under subsection (2), by order, declare that section 5, 5.1 or 5.2 does not apply to the council or local Board, as the case may be, in respect of the matter in relation to which the application is brought, and the council or local Board thereupon may give consideration to, discuss and vote on the matter in the same manner as though none of the members had any interest therein, subject only to such conditions and directions as the judge may consider appropriate and so order. R.S.O. 1990, c. M.50, s. 7 (3); 2017, c. 10, Sched. 3, s. 6.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 6 - 01/03/2019

ACTION WHERE CONTRAVENTION ALLEGED

Application

8 (1) An elector, an Integrity Commissioner of a municipality or a person demonstrably acting in the public interest may apply to a judge for a determination of the question of whether,

- (a) a member has contravened section 5, 5.1 or 5.2; or
- (b) a former member contravened section 5, 5.1 or 5.2 while he or she was a member. 2017, c. 10, Sched. 3, s. 7.

Six-week period

(2) An application may only be made within six weeks after the applicant became aware of the alleged contravention. 2017, c. 10, Sched. 3, s. 7.

Exception

(3) Despite subsection (2), an application may be made more than six weeks after the applicant became aware of the alleged contravention if all of the following conditions are satisfied:

1. The applicant applied to an Integrity Commissioner for an inquiry under section 223.4.1 of the *Municipal Act, 2001* or under section 160.1 of the *City of Toronto Act, 2006* in accordance with those sections.
2. The Integrity Commissioner conducted an inquiry under section 223.4.1 of the *Municipal Act, 2001* or under section 160.1 of the *City of Toronto Act, 2006* and the Commissioner,
 - i. has advised the applicant under subsection 223.4.1 (16) of the *Municipal Act, 2001* or under subsection 160.1 (16) of the *City of Toronto Act, 2006* that the Commissioner will not be making an application to a judge,
 - ii. has not completed the inquiry within the time limit set out in subsection 223.4.1 (14) of the *Municipal Act, 2001* or subsection 160.1 (14) of the *City of Toronto Act, 2006*, or
 - iii. has terminated the inquiry under subsection 223.4.1 (12) of the *Municipal Act, 2001* or subsection 160.1 (12) of the *City of Toronto Act, 2006*.
3. The application under this section includes a copy of the applicant's statutory declaration made under subsection 223.4.1 (6) of the *Municipal Act, 2001* or under subsection 160.1 (6) of the *City of Toronto Act, 2006*.
4. The application under this section is made within six weeks after the earlier of the following,
 - i. the day the Commissioner advised the applicant under subsection 223.4.1 (16) of the *Municipal Act, 2001* or under subsection 160.1 (16) of the *City of Toronto Act, 2006* that the Commissioner will not be making an application to a judge,
 - ii. the last day on which the Commissioner is required under subsection 223.4.1 (14) of the *Municipal Act, 2001* or subsection 160.1 (14) of the *City of Toronto Act, 2006* to complete the inquiry referred to in paragraph 2 of this subsection, and
 - iii. the day the inquiry was terminated under subsection 223.4.1 (12) of the *Municipal Act, 2001* or subsection 160.1 (12) of the *City of Toronto Act, 2006*. 2017, c. 10, Sched. 3, s. 7.

Same, application by Integrity Commissioner

(4) Despite subsection (2), an application may be made more than six weeks after the applicant became aware of the alleged contravention if the applicant is an Integrity Commissioner and if the application relates to an inquiry conducted by the Commissioner under section 223.4.1 of the *Municipal Act, 2001* or under section 160.1 of the *City of Toronto Act, 2006*. 2017, c. 10, Sched. 3, s. 7.

No application by Integrity Commissioner during regular election

(5) No application shall be made by an Integrity Commissioner of a municipality during the period of time starting on nomination day for a regular election, as set out in section 31 of the *Municipal Elections Act, 1996*, and ending on voting day in a regular election, as set out in section 5 of that Act. 2017, c. 10, Sched. 3, s. 7.

Limitation

(6) Despite subsections (2), (3) and (4), no application shall be made after the sixth anniversary of the alleged contravention. 2017, c. 10, Sched. 3, s. 7.

Contents of notice of application

(7) The notice of application shall state the grounds for finding that the member or former member contravened section 5, 5.1 or 5.2. 2017, c. 10, Sched. 3, s. 7.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 7 - 01/03/2019

Power of judge

9 (1) If the judge determines that the member or former member contravened section 5, 5.1 or 5.2, the judge may do any or all of the following:

1. Reprimand the member or former member.
2. Suspend the remuneration paid to the member for a period of up to 90 days.
3. Declare the member's seat vacant.
4. Disqualify the member or former member from being a member during a period of not more than seven years after the date of the order.
5. If the contravention has resulted in personal financial gain, require the member or former member to make restitution to the party suffering the loss, or, if the party's identity is not readily ascertainable, to the municipality or local Board, as the case may be. 2017, c. 10, Sched. 3, s. 7.

Same

(2) In exercising his or her discretion under subsection (1) the judge may consider, among other matters, whether the member or former member,

- (a) took reasonable measures to prevent the contravention;
- (b) disclosed the pecuniary interest and all relevant facts known to him or her to an Integrity Commissioner in a request for advice from the Commissioner under the *Municipal Act, 2001* or the *City of Toronto Act, 2006* and acted in accordance with the advice, if any, provided to the member by the Commissioner; or
- (c) committed the contravention through inadvertence or by reason of an error in judgment made in good faith. 2017, c. 10, Sched. 3, s. 7.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 7 - 01/03/2019

10 REPEALED: 2017, c. 10, Sched. 3, s. 7.

Section Amendments with date in force (d/m/y)

1997, c. 31, s. 156 (2) - 01/01/1998

2017, c. 10, Sched. 3, s. 7 - 01/03/2019

Appeal to Divisional Court

11 (1) An appeal lies from any order made under section 9 to the Divisional Court in accordance with the rules of court. R.S.O. 1990, c. M.50, s. 11 (1); 2017, c. 10, Sched. 3, s. 8.

Judgment or new trial

(2) The Divisional Court may give any judgment that ought to have been pronounced, in which case its decision is final, or the Divisional Court may grant a new trial for the purpose of taking evidence or additional evidence and may remit the case to the trial judge or another judge and, subject to any directions of the Divisional Court, the case shall be proceeded with as if there had been no appeal. R.S.O. 1990, c. M.50, s. 11 (2).

Appeal from order or new trial

(3) Where the case is remitted to a judge under subsection (2), an appeal lies from the order of the judge to the Divisional Court in accordance with the provisions of this section. R.S.O. 1990, c. M.50, s. 11 (3).

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 8 - 01/03/2019

Proceedings not invalidated but voidable

12 (1) A member's failure to comply with section 5, 5.1 or 5.2 does not invalidate any proceedings in respect of a matter referred to in those sections, but those proceedings are voidable in the circumstances described in subsection (2). 2017, c. 10, Sched. 3, s. 9.

Declaring proceedings void

(2) Subject to subsection (3), if a member has failed to comply with section 5, 5.1 or 5.2 in respect of a matter referred to in those sections, the municipality or local Board, as the case may be, may declare the proceedings to be void before the second anniversary of the date of the passing of the by-law or resolution authorizing the matter. 2017, c. 10, Sched. 3, s. 9.

Exception

(3) Subsection (2) does not apply if declaring the proceedings to be void would adversely affect the rights that any person who acted in good faith and without actual notice of the failure to comply with section 5, 5.1 or 5.2 acquired under or by virtue of the proceedings. 2017, c. 10, Sched. 3, s. 9.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 9 - 01/03/2019

Other proceedings prohibited

13 (1) A proceeding that relates to a member's or former member's alleged conflict of interest and seeks a remedy described in subsection 9 (1) shall be brought only under this Act. 2017, c. 10, Sched. 3, s. 9.

Same

(2) Subsection (1) does not affect the power of a municipality or a local Board to reprimand a member or suspend a member's remuneration under subsection 223.4 (5) or (6) of the *Municipal Act, 2001* or under subsection 160 (5) or (6) of the *City of Toronto Act, 2006*. 2017, c. 10, Sched. 3, s. 9.

Section Amendments with date in force (d/m/y)

2017, c. 10, Sched. 3, s. 9 - 01/03/2019

GENERAL

Insurance

14 (1) Despite section 279 of the *Municipal Act, 2001* or section 218 of the *City of Toronto Act, 2006*, as the case may be, the council of every municipality may at any time pass by-laws,

- (a) for contracting for insurance;
- (b) despite the *Insurance Act*, to enable the municipality to act as an insurer; and
- (c) for exchanging with other municipalities in Ontario reciprocal contracts of indemnity or inter-insurance in accordance with Part XIII of the *Insurance Act*,

to protect a member of the council or of any local Board thereof who has been found not to have contravened section 5, 5.1 or 5.2 against any costs or expenses incurred by the member as a result of a proceeding brought under this Act, and for paying on behalf of or reimbursing the member for any such costs or expenses. R.S.O. 1990, c. M.50, s. 14 (1); 2002, c. 17, Sched. F, Table; 2006, c. 32, Sched. C, s. 33 (2); 2017, c. 10, Sched. 3, s. 10 (1).

Insurance Act does not apply

(2) The *Insurance Act* does not apply to a municipality acting as an insurer for the purposes of subsection (1). R.S.O. 1990, c. M.50, s. 14 (2).

Surplus funds

(3) Despite section 387 of the *Insurance Act*, any surplus funds and the reserve fund of a municipal reciprocal exchange may be invested only in accordance with subsection 279 (2) of the *Municipal Act, 2001* or subsection 218 (3) of the *City of Toronto Act, 2006*, as the case may be. 2017, c. 10, Sched. 3, s. 10 (2).

Reserve funds

(4) The money raised for a reserve fund of a municipal reciprocal exchange may be expended or pledged for, or applied to, a purpose other than that for which the fund was established if two-thirds of the municipalities that are members of the exchange together with two-thirds of the municipalities that previously were members of the exchange and that may be subject to claims arising while they were members of the exchange agree in writing and if section 386 of the *Insurance Act* is complied with. R.S.O. 1990, c. M.50, s. 14 (4); 2009, c. 33, Sched. 21, s. 7.

Local Boards

(5) A local Board has the same powers to provide insurance for or to make payments to or on behalf of its members as are conferred upon the council of a municipality under this section in respect of its members. R.S.O. 1990, c. M.50, s. 14 (5).

Former members

(6) A by-law passed under this section may provide that it applies to a person who was a member at the time the circumstances giving rise to the proceeding occurred but who, prior to the judgment in the proceeding, has ceased to be a member. R.S.O. 1990, c. M.50, s. 14 (6).

Section Amendments with date in force (d/m/y)

1996, c. 32, s. 76 (1) - 06/03/1997

2002, c. 17, Sched. F, Table - 01/01/2003

2006, c. 32, Sched. C, s. 33 (2, 3) - 01/01/2007

2007, c. 7, Sched. 27, s. 1 - 05/05/2008

2009, c. 33, Sched. 21, s. 7 - 15/12/2009

2017, c. 10, Sched. 3, s. 10 (1) - 01/03/2019; 2017, c. 10, Sched. 3, s. 10 (2) - 01/03/2018

Conflict with other Acts

15 In the event of conflict between any provision of this Act and any provision of any general or special Act, the provision of this Act prevails. R.S.O. 1990, c. M.50, s. 15.
