

<b>Issue Date</b>	<b>June 15, 2015</b>
<b>Revision Date</b>	<b>November 14, 2022</b>
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## **Background/Purpose**

Board membership is a significant challenge and responsibility. Decisions made by Board members directly affect the quality of educational services provided to students and the overall direction of the school. The importance of this role substantiates the need for Board members to establish and adhere to a code of conduct.

## **Policy Statement**

The Board of Directors commits itself and its members to conduct that meets the highest ethical standards and is focused on students' best interests. All personal interactions and relationships will be characterized by mutual respect, acknowledging the dignity and worth of each person.

Consequences for the failure of individual Board members to adhere to the Board Code of Conduct are specified in Appendix II: Board Code of Conduct Sanctions.

## **Guidelines**

1. Board Members are responsible to:
  - a. think in terms of students first;
  - b. understand that the basic function of Board members is governance and policy-making, and accept the responsibility of learning to discriminate between governance and operations;
  - c. participate in Board governance training at the commencement of their term;
  - d. be well informed concerning the duties of Board members and the proper functions of the school;
  - e. in understanding Aurora School policies and procedures, meeting agendas, and reports, and arrive at Board meetings prepared;
  - f. follow communications protocols as outlined in Appendix I: Board Communication Matrix
  - g. accept the responsibility for seeking the improvement of education throughout the province of Alberta;

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- h. ensure the presence of the Superintendent and Secretary-Treasurer at regular meetings of the Board;
- i. grant the Superintendent opportunities for discussion at Board meetings; and

2. Board Member Responsibility to the School Community

Board members shall:

- a. fairly appraise both the present and the future educational needs of the school community;
- b. support school community aims and activities;
- c. ensure that all school business transactions be conducted on an ethical basis; and
- d. refuse to use their positions on the Board for personal gain.

3. Board Member Relationship with Other Board Members

Board members respect their relationship with other members of the Board when they:

- a. recognize that authority rests only with the Board, as a whole, in official meetings and that an individual member has no authority to commit the Board to any course of action or position.
- b. recognize the integrity of their predecessors and associates and the merit of their work;
- c. make decisions only after relevant facts bearing on the subject are made known; and
- d. actively listen and hear each other, are open-minded, use courteous language and behaviour, take ownership of their behaviour and decisions, are transparent in their agendas, are solution-focused, and act on the behalf of the team

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#### 4. Board Member Relationship with Staff

Board members shall:

- a. strive to procure the best professional leaders when vacancies exist;
- b. allow administration full authority for properly discharging their professional duties and expect responsibility for the achievement of desired results within established parameters;
- c. maintain a positive working relationship with the Superintendent and staff; and
- d. respect the confidentiality of privileged Board business and decision-making.

#### 5. Board Member Conflict of Interest

Each Board member is directly responsible to the membership and to the Board. Upon election to office, Board members assume a position of public trust and are expected to conduct themselves in a manner that shall not impair the trust accorded to them or to the Board.

- a. The Board expects that:
  - i. all Board members shall be familiar with sections 85 to 90 of the Education Act, the Charter School Regulation, the articles of association, and the Aurora charter document.
  - ii. each Board member shall be solely responsible for declaring a position of conflict of interest and for disclosing the nature of a pecuniary interest in which they may profit personally or in other ways;
  - iii. the Board member shall make a declaration of conflict of interest during a meeting of the board and prior to board discussions of the subject matter that may place the Board member in a conflict of interest; and
  - iv. whether a conflict exists shall be determined, if necessary, by the remaining Board members voting on the issue.

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- b. The Secretary-Treasurer shall record any declaration of a conflict of interest in the minutes of the meeting at which such declaration is made.
- c. Upon a Board member declaring a conflict of interest, the chairperson shall excuse that Board member from participation in the discussion and the vote on the issue. That Board member may leave the room in which the meeting is being held until discussion on the matter is concluded or may abstain from the discussion. That Board member shall not participate in any voting on the matter, and the Secretary-Treasurer shall record that the Board member did not participate in the voting on the matter.

## **COMMUNICATION CHANNELS**

Board members, administrators and staff receiving complaints from parents, groups, or community members will respect the lines of communication as outlined in Appendix I: Board Communication Matrix.

## **PROTOCOLS REGARDING ELECTED OFFICIALS**

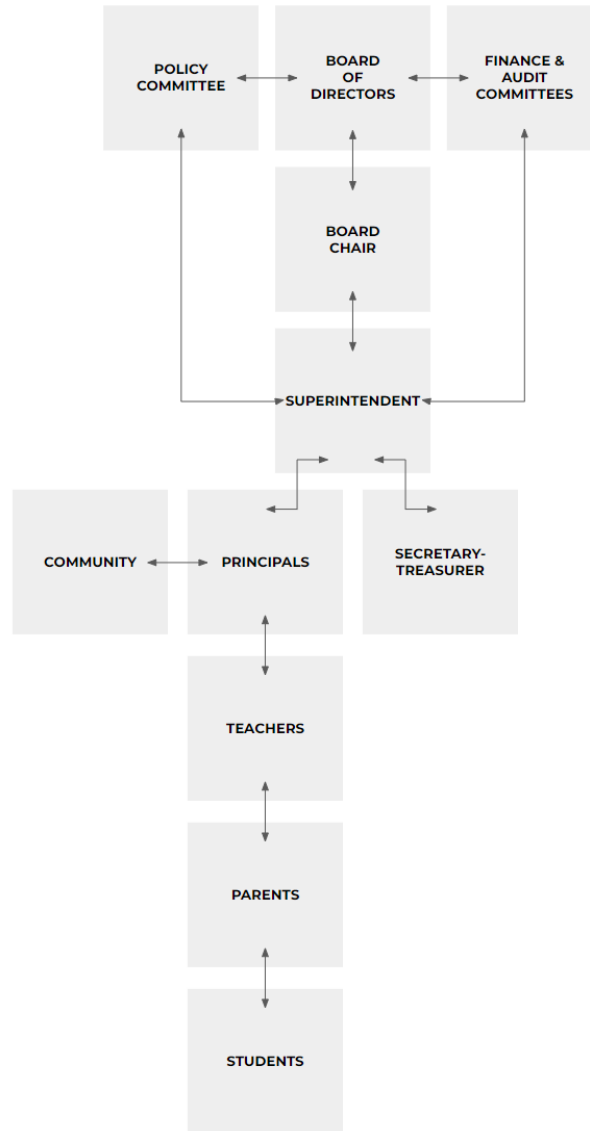
Schools may choose to invite or be asked to host elected officials for a variety of reasons. All requests to host an elected official to visit must be directed to the Superintendent, who will communicate the following to the Board Chair:

- The purpose of the visit
- The educational value
- The proposed school, date, time (and alternate time) of the visit
- The participant list, including the number of students and staff
- The composition of media

The Superintendent will inform the Principal of the school regarding approvals following direction from the Board Chair. When visits have been confirmed, the Board Chair will be informed and provided the option to attend.

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**Appendix I: Board Communication Matrix**



**Appendix II: Board Code of Conduct Sanctions**

1. Board members must conduct themselves ethically and prudently in compliance with the Board Code of Conduct. Board members' failure to conduct themselves in compliance with this policy may result in the Board

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instituting sanctions.

2. A Board member who believes that a fellow Board member has violated the Board Code of Conduct may seek resolution of the matter through appropriate conciliatory measures before commencing an official complaint under the Board Code of Conduct.
3. A Board member who wishes to commence an official complaint under the Board Code of Conduct shall file a letter of complaint with the Board Chair within thirty (30) days of the alleged event occurring and indicate the nature of the complaint and the section or sections of the Board Code of Conduct that are alleged to have been violated by the Board member. The Board member who is alleged to have violated the Board Code of Conduct and all other Board members must be forwarded a copy of the letter of complaint by the Board Chair or, where otherwise applicable in what follows, by the Vice-Chair, within five (5) days of receipt by the Board Chair of the letter of complaint. If the complaint is concerning the Board Chair's conduct, the letter of complaint shall be filed with the Vice-Chair.
4. When a Board member files a letter of complaint, and a copy of that letter of complaint is forwarded to all Board members, the filing, notification, content and nature of the complaint shall be deemed to be strictly confidential, the public disclosure of which shall be considered to be a violation of the Board Code of Conduct. Public disclosure of the complaint and any resulting decision taken by the Board may be disclosed by the Board Chair only at the Board's direction, following the complaint's disposition at a Board Code of Conduct hearing.
5. To ensure that the complaint has merit to be considered and reviewed, at least one (1) other Board member must provide to the Board Chair within three (3) days of the notice in writing of the complaint being forwarded to all Boards a letter indicating support for having the complaint heard at a Board Code of Conduct hearing. Any Board member who forwards such a letter of support shall not be disqualified from attending and deliberating upon the complaint at a Board Code of Conduct hearing convened to hear the matter, solely for having issued such a letter.

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6. Where the Board Chair receives no letter supporting a hearing in the three (3) business day period referred to in section 5 above, the complaint will not be heard. The Board Chair shall notify all other Board members in writing that no further action of the Board will occur.
7. Where a letter supporting a hearing is received by the Board Chair in the three (3) day period referred to in section 5 above, the Board Chair shall convene, as soon as is reasonable, a special meeting of the Board to allow the complaining Board member to present his/her views of the alleged violation of the Board Code of Conduct.
8. At the said special meeting of the Board, the Board Chair shall indicate, at the commencement of the meeting, the nature of the business to be transacted and that the complaint shall be heard in a closed session of the special meeting.

Without limiting what appears below, the Board Chair shall ensure fairness in dealing with the complaint by adhering to the following procedures:

- a. The Board Code of Conduct complaint shall be conducted at a closed session, Board Code of Conduct hearing, of a special Board meeting convened for that purpose. All preliminary matters, including whether one (1) or more Board members may have a conflict of interest in hearing the presentations regarding the complaint, must be dealt with before the presentation of the complaint on behalf of the complaining Board member.
- b. The sequence of the Board Code of Conduct hearing shall be:
  - i. The complaining Board member shall provide a presentation which may be written or oral or both;
  - ii. The respondent Board member shall provide a presentation which may be written or oral or both;

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- iii. The complaining Board member shall then be allowed to reply to the respondent Board member's presentation;
  - iv. The respondent Board member shall be provided a further opportunity to respond to the complaining Board member's presentation and subsequent remarks;
  - v. The remaining Board members of the Board shall be allowed to ask questions of both parties;
  - vi. The complaining Board member shall be allowed to make final comments; and
  - vii. The respondent Board member shall be allowed to make final comments.
- c. Following the presentation of the parties' respective positions, the parties and all persons other than the remaining Board members who do not have a conflict of interest must leave the room, and the remaining Board members shall deliberate in private, without assistance from administration. The Board may, however, in its discretion, call upon legal advisors to assist them on points of law or the drafting of a possible resolution.
- d. If the remaining Board members in deliberation require further information or clarification, the parties shall be reconvened and the requests made in both parties' presence. If the information is not readily available, the presiding Chair may request a recess or, if necessary, an adjournment of the Board Code of Conduct hearing to a later date.
- e. In the case of an adjournment, no discussion by Board members whatsoever of the matters heard at the Board Code of Conduct hearing may occur until the meeting is reconvened.
- f. The remaining Board members in deliberation may draft a resolution indicating what action may be taken regarding the respondent Board



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member.

- g. The presiding Chair shall reconvene the parties to the Board Code of Conduct hearing and request a motion to revert to the open meeting to pass the resolution.
  - h. All documentation related to the Board Code of Conduct hearing shall be returned to the Superintendent or his or her designate immediately after the Board Code of Conduct hearing and shall be retained according to legal requirements.
  - i. The presiding Chair shall declare the special Board meeting adjourned.
9. A violation of the Board Code of Conduct may result in the Board instituting, without limiting what follows, any or all of the following sanctions:
- a. Having the Board Chair write a letter of censure marked “personal and confidential” to the offending Board member, on the approval of a majority of those Board members present and allowed to vote at the special meeting of the Board;
  - b. Having a motion of censure passed by a majority of those Boards members present and allowed to vote at the special meeting of the Board;
  - c. Having a motion to remove the offending Board from one (1), some or all Board committees or other appointments of the Board passed by a majority of those Board members present, excluding the offending Board member, and allowed to vote at the special meeting of the Board;
  - d. Having a motion to terminate the offending Board member’s membership on the Board passed unanimously by those Board members present and allowed to vote at the Board’s special meeting.

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10. Notwithstanding, the Board member may be removed from office by the passage of a special resolution at a Special Meeting of the Society.
  
11. The Board may, in its discretion, make public its findings at the special meeting or at a regular meeting of the Board where the Board has not upheld the complaint alleging a violation of the Board's Board Code of Conduct or where there has been a withdrawal of the complaint or under any other circumstances that the Board deems reasonable and appropriate to indicate its disposition of the complaint publicly.