



## Governance Committee Meeting

Thursday, August 22, 2024

6:00 p.m.

MS Teams Only

### AGENDA

#### A - 1 **Opening Call to Order**

(a) Roll Call

(b) Declaration of Conflict of Interest

(c) Welcome/Land Acknowledgement

*The Grand Erie District School Board recognizes Six Nations of the Grand River and Mississaugas of the Credit First Nation, as the longstanding peoples of this territory. We honour, recognize, and respect these communities as well as all First Nations, Métis and Inuit Peoples who reside within the Grand Erie District School Board. We are all stewards of these lands and waters where we now gather, learn and play, and commit to working together in the spirit of Reconciliation.*

#### B - 1 **Approval of the Agenda**

##### **Recommended Motion:**

*"THAT the Governance Committee agenda be approved."*

#### C - 1 **Approval of the Minutes**

\*

##### **Recommended Motion**

*"THAT the Minutes of the Governance Committee dated March 21, 2024, be approved."*

#### D - 1 **Business Arising from Minutes and/or Previous Meetings**

#### E - 1 **New Business – Governance Items**

\*

(a) Amendments to the Borrowing By-law and Trustee Code of Conduct

##### **Recommended Motion:**

*"THAT the amendments to the Trustee Code of Conduct be forwarded to the September 23, 2024 Regular Board meeting for approval."; and*

*"THAT the amendments to the Borrowing By-law be forwarded to the November 25, 2024 Regular Board meeting for approval."*

#### F - 1 **Other Business**

#### G - 1 **Adjournment**

##### **Recommended Motion:**

*"THAT the Governance Committee meeting be adjourned."*

H - 1 **Next Meeting Date:** October 17, 2024



# Governance Committee Meeting

Thursday, August 22, 2024

6:00 p.m.

MS Teams Only

## AGENDA

### A - 1 **Opening Call to Order**

(a) Roll Call

(b) Declaration of Conflict of Interest

(c) Welcome/Land Acknowledgement

*The Grand Erie District School Board recognizes Six Nations of the Grand River and Mississaugas of the Credit First Nation, as the longstanding peoples of this territory. We honour, recognize, and respect these communities as well as all First Nations, Métis and Inuit Peoples who reside within the Grand Erie District School Board. We are all stewards of these lands and waters where we now gather, learn and play, and commit to working together in the spirit of Reconciliation.*

### B - 1 **Approval of the Agenda**

#### **Recommended Motion:**

*"THAT the Governance Committee agenda be approved."*

### C - 1 **Approval of the Minutes**

\*

#### **Recommended Motion**

*"THAT the Minutes of the Governance Committee dated March 21, 2024, be approved."*

### D - 1 **Business Arising from Minutes and/or Previous Meetings**

### E - 1 **New Business – Governance Items**

\*

(a) Amendments to the Borrowing By-law and Trustee Code of Conduct

#### **Recommended Motion:**

*"THAT the amendments to the Borrowing By-law and Trustee Code of Conduct be forwarded to the September 23, 2024 Regular Board meeting for approval."*

### F - 1 **Other Business**

### G - 1 **Adjournment**

#### **Recommended Motion:**

*"THAT the Governance Committee meeting be adjourned."*

H - 1 **Next Meeting Date:** October 17, 2024



# Governance Committee Meeting

Thursday, March 21, 2024

6:30 p.m.

MS Teams

## MINUTES

**Present:** Committee Chair: S. Gibson, Trustees: J. Bradford, B. Doyle, T. Waldschmidt, C. VanEvery-Albert

**Administration:** Director: J. Roberto, Recording Secretary: K. Ireland-Aitken

**Visiting Trustee:** R. Collver

A - 1 **Opening**

(a) **Roll Call**

The meeting was called to order at 6:31 p.m. by Chair S. Gibson and roll call was completed.

(b) **Declaration of Conflict of Interest**

There were no conflicts of interest.

(c) **Welcome /Land Acknowledgment Statement**

Committee Chair S. Gibson read the Land Acknowledgement Statement.

B - 1 **Approval of the Agenda**

Moved by: B. Doyle

Seconded by: J. Bradford

That the Governance Committee agenda be approved.

**Carried**

C - 1 **Approval of the Minutes**

THAT the Minutes of the Governance Committee meeting, dated October 19, 2023, be approved.

Moved by: J. Bradford

Seconded by: C. VanEvery-Albert

**Carried**

D - 1 **Business Arising from the Minutes/Previous Meeting** - Nil

E - 1 **New Business – Governance Items**

(a) **Amendments to the General Governance Policy**

Moved by: T. Waldschmidt

Seconded by: J. Bradford

THAT the amendments to the General Governance Policy be forwarded to the March 25, 2024, Regular Board meeting for approval.

**Carried**

Amendments included:

- General Governance Policy, Section 4.0 and Section 4.2

F - 1 **Other Business** - Nil



C-1

## Governance Committee Meeting

Thursday, March 21, 2024

6:30 p.m.

MS Teams

### MINUTES

#### G - 1 **Adjournment**

Moved by: T. Waldschmidt

Seconded by: C. VanEvery-Albert

That the Governance Committee meeting be adjourned at 6:36 p.m.

**Carried**

# GRAND ERIE DISTRICT SCHOOL BOARD

## Borrowing By-law

Revised the 30<sup>th</sup> day of October 2023

[Revised the 23rd day of September 2024](#)

### 1.1 Education Act

The Grand Erie District School Board recognizes that the *Education Act* RSO 1990, c.E.2 and other statutes, the Regulations made thereunder, and Ministry of Education policies and guidelines have superior authority to this By-law.

### 1.2 Borrowing by the Treasurer

The Board of Trustees shall by annual resolution authorize the Treasurer pursuant to Section 243 (1) of the *Education Act* RSO 1990, c.E.2 to borrow from time to time the sums considered necessary to meet the current expenditures of the board until the current revenue has been received.

### 1.3 Corporate Status

This authorization does not limit any other powers that the Grand Erie District School Board may have pursuant to s.58.5(1) of the *Education Act*, RSO 1990, c.E.2.

### 1.4 Current Borrowing

Original By-Law	Date	Borrowing Bylaw	Amount	Maturity Date
BL10	October 26, 2009	Good Places to Learn (GPL) Stage 1 Financing	\$11,845,000	November 15, 2031
BL14	January 28, 2008	GPL Primary Class Size Borrowing	\$9,456,198	March 3, 2033
BL20	February 11, 2011	OFA Financing of Capital GPL Stage 3	\$3,716,520	March 11, 2036
BL22	May 25, 2009	Capital Related Debt – Not Permanently Financed (NPF)	\$3,520,452	June 2, 2033
BL23	August 23, 2004	Energy Performance Contract Phase II <ul style="list-style-type: none"> <li>Ameresco and Manufacturer's Life Insurance Company</li> </ul>	\$15,345,606	September 10, 2028
	January 3, 2002	Facility Renewal Agreement <ul style="list-style-type: none"> <li>Ameresco</li> </ul>	\$27,366,667	September 10, 2028
BL24	November 24, 2014	Capital Expenditure Finance: 3 Credit Facilities were apportioned the costs	\$3,525,000	January 10, 2025
			\$3,525,000	July 8, 2025

			\$3,525,000	December 23, 2025
BL30	November 23, 2009	New Pupil Places Based Capital Projects	\$13,555,558	November 15, 2029
BL31	April 2021	Bridge Financing SW Brantford Elementary	<del>\$16,270,000</del> <u>\$37,280,000</u>	December 31, 2027
BL37	March 22, 2010	OFA Permanent Capital Financing	\$18,242,787	April 13, 2035
BL40	February 24, 2014	OFA Permanent Capital Financing	\$584,685	March 11, 2039
BL41	March 4, 2013	OFA Permanent Capital Financing	\$41,251,572	March 19, 2038
BL42	October 30, 2023	Bridge Financing Caledonia Elementary School	<del>\$12,290,000</del> <u>\$19,030,000</u>	December 31, 2026



# GOVERNANCE POLICY Policy #4

## Trustee Code of Conduct

**Board Received:** May 2022

**Review Date:** May 2026

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### **Policy Statement / Compliance Requirement**

~~The purpose of the policy is to establish and promote ethical, respectful, and appropriate conduct of the Trustees.~~ Trustees shall comply with the [Grand Erie District School Board's Code of Conduct and any applicable Board By-law, resolution, policy or procedure. \[amended pursuant to Reg. 312/24, section 1\(1\), 2024\]](#)

### **Introduction**

Grand Erie District School Board Trustees are elected community leaders who realize the future welfare of our communities, of the Province, and of Canada, depends in the largest measure on the quality of education we provide in public schools to meet the needs of every learner.

Grand Erie District School Board Trustees also recognize that they should deliberate in many voices and govern in one. We uphold the Board's vision and mission as articulated in the Multi-Year Strategic Plan.

Trustee(s)' where it appears, shall be deemed to include elected and appointed Trustees and Student Trustees where applicable. It is recognized that the roles and responsibilities of all Trustees are set out in the [Education Act](#) and [Regulations](#).

## **1. Code of Conduct**

### **1.1 Integrity**

~~a)~~ [When acting or holding themselves out as a Trustee, Trustees shall conduct themselves in a manner that would not discredit or compromise the integrity of the Board. \[amended pursuant to Reg. 312/24, section 1\(2\), 2024\]](#)

~~a)~~~~b)~~ Trustees shall ensure that students are considered first as the basis for decision-making.

~~b)~~~~c)~~ Trustees shall render all decisions based on available facts and their independent judgement and shall refuse to surrender that judgement to individuals or special interest groups.

~~e)~~~~d)~~ All Trustees of the Board shall accept that authority rests with the Board of Trustees, and that a Trustee has no individual authority other than that delegated by the Board.



## 1.2 Respect

- a) When acting or holding themselves out as a Trustee, Trustees shall treat persons equally without discrimination based on a person's race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identify, gender expression, age, marital status, family status or disability.[amended pursuant to Reg. 312/24, section 1(3), 2024]
- ~~a)~~b) Trustees shall express their individual opinions on issues under consideration by the Board. When expressing individual views, Trustees shall respect the differing points of view of colleagues, staff, students, and the public.
- ~~b)~~c) Trustees shall treat other Trustees and staff of the Grand Erie District School Board with respect and in a cordial and professional manner, in writing and in action.

## 1.3 Confidentiality

- a) ~~a)~~ No Trustee shall disclose confidential information obtained or made available to them in their role as a board member except as authorized by law or by the Board.[amended pursuant to Reg. 312/24, section 2(1)(2), 2024]
- b) No Trustee shall use confidential information obtained or made available to them in their role as a Board member in a manner that would be detrimental to the interests of the Board or for the purpose of personal gain or for the gain of the Trustee's parent, spouse or child (as those terms are defined in section 1 of the *Municipal Conflict of Interest Act*).[amended pursuant to Reg. 312/24, section 2(1)(3) and 2(2)], 2024]
- c) Trustees shall maintain confidentiality of privileged information discussed in closed sessions. Such information includes, but is not limited to:
- The security of the property of the school board;
  - Intimate, personal, or financial information about an identifiable individual or an identifiable group;
  - The acquisition, disposal, or development of a school site;
  - Negotiations with employees of the school board;
  - All legal issue affecting the school board.

## 1.4 Responsibility

- a) Once the Board has voted, Trustees are bound by the majority decision. Trustees shall uphold the implementation of such decision after it has passed. Any Trustee who undermines the implementation of any school board decision risks having their seat vacated.
- b) Trustees shall fulfill all duties as set out in [Section 218.1 of the Education Act](#).
- c) Trustees shall refuse, directly or indirectly, hospitality, financial or other forms of gifts ~~other than~~ if a reasonable person might conclude that the gift could influence

the Trustee when performing their duties unless the gift is ~~those~~ of a nominal value, the gift is given as an expression of courtesy or hospitality and accepting the gift is reasonable in the circumstances. [amended pursuant to Reg. 312/24, section 2(1)(4), 2024]

d) No Trustee shall use or permit the use of Board resources for any purpose other than the business of the Board. [amended pursuant to Reg. 312/24, section 2(1)(1), 2024]

e)

~~e)~~ Trustees shall carefully review all Board packages in preparation for discussion at all scheduled meetings of the Board.

~~e)~~ Trustees shall base their actions on unimpeachable conduct, acting at all times with utmost good faith in accordance with their fiduciary duty to act with a view to the best interests of Grand Erie District School Board.

~~f)~~ Trustees shall ensure that their comments are issue-based and not personal, demeaning or disparaging with regard to school board staff, fellow Board members and/or the broader community.

~~g)~~ Trustees shall endeavor to participate in Trustee development opportunities to enhance their ability to fulfill their obligations.

~~h)~~ The Chair of the Board is the spokesperson to the public on behalf of the Board, unless otherwise determined by the Board. No other Trustee shall speak on behalf of the Board or act as a spokesperson to the public on behalf of the Board unless expressly authorized by the Chair of the Board or Board of Trustees to do so. When individual Trustees express their opinions in public, they must make it clear that they are not speaking on behalf of the Board. [amended pursuant to Reg. 312/24, section 2(1)(5), 2024]

## 1.5 Relationships

- a) Trustees shall speak as the voice of their entire community at the Board table, including people who do not have children in the school system.
- b) Trustees shall work with other Trustees in a spirit of respect, openness, courtesy, cooperation, and proper decorum, despite differences of opinion that may arise during debate.
- c) Trustees shall refrain from exerting any pressure on any Grand Erie District School Board staff that might result in any infringement, favored or unequal application of rules, regulations, policies or procedures, in respect of the management of the Grand Erie District School Board's assets, opportunities, human resources, or financial transactions.
- d) Trustees shall not intervene personally or express a position that might limit Grand Erie District School Board Management.
- e) Trustees are not permitted to attend any School or facility within the Grand Erie District School Board without the prior approval of the Director of Education or direction of the Board. This does not apply to the Grand Erie District School Board's Education Centre.

- f) Trustees are not permitted to communicate with Senior Board staff, without the prior approval of the Director of Education or direction of the Board. Senior Board staff includes Supervisory Officers, Principals, Vice-Principals and Managers.
- g) The Director of Education's approval in e) and f) will not be unreasonably withheld.

Sections e) and f) above do not apply to communications between Trustees and Senior Board staff that are congratulatory, expression of condolence, school events, matters covered by the Governance Policy 1 Public Concerns, forwarding a parent/caregiver/community member email, or work involving Board committees. For further clarity, nothing in subsections e) and f) shall impede a trustee from fulfilling the duties set out [Section 218.1](#) of the *Education Act*, where such duties include attending a Board school and/or communication with Senior Board staff.

## 1.6 Conflict of Interest

- a) Trustees shall declare any pecuniary conflict of interest (direct, indirect, or deemed) in accordance with the [Municipal Conflict of Interest Act, RSO, 1990, c.M-50](#) provisions.
- b) Where a Trustee 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:
  - i) Shall, prior to any consideration of the matter at the meeting, disclose the interest and the general nature related to the interest; and
  - ii) Shall not take part in the discussion of, or vote on any question in respect of the matter; and
  - iii) Shall not attempt in any way before, during or after the meeting to influence the voting on the matter
- c) Where the meeting is in private session (in-camera), in addition to complying with the requirements listed in above, the Trustee will leave the meeting or the part of the meeting during which the matter is under consideration and the fact that the Trustee has left the meeting will be recorded in the minutes.
- d) At the next meeting that is open to the public, the declaration of conflict of interest shall be recorded in the minutes but not the general nature of that interest.
- e) At a meeting at which a Trustee discloses a conflict of interest, or as soon as possible afterwards, the Trustee shall file a written statement of the conflict of interest and its general nature with the Director of Education and Secretary of the Board (Section 3)
- f) All written statements of conflict of interest shall be maintained in a Declaration of Interest Registry on granderie.ca for four years.

## 1.7 Social Media

- a) Trustees shall take all reasonable steps to ensure that their personal social media usage:
  - i) Is accurate;

- ii) Is not in breach confidentiality (refer to Section 1.3 herein);
  - iii) Respects all applicable laws and regulation, including but not limited those pertaining to copyright, disclosure and privacy;
  - iv) Does not reflect negatively on the work of the Board of Trustees;
  - v) Would not cause reputational harm to other Trustees, the Grand Erie District School Board, or any employee of the Grand Erie District School Board;
- b) Trustees shall refrain from using social media during a Board or committee meeting unless requested or permitted.

## 1.8 Annual Review

- a) This Code of Conduct shall be reviewed annually by the Governance Committee, for review and approval by the Board of Trustees.
- b) Training on this Code of Conduct shall be provided to each new Trustee as part of the new Trustee's orientation.
- c) The Code of Conduct Summary, as outlined at Section 2, shall be read at each Inaugural meeting.

## 2. Trustee Code of Conduct Summary

### 1. Integrity

- a) I will conduct myself in a manner that would not discredit or compromise the integrity of the Board. [amended pursuant to Reg. 312/24, section 1(2), 2024]
- ~~a)~~b) I will ensure that students are considered first as the basis for decision making.
- ~~b)~~c) I will render all decisions based on available facts and their independent judgement and shall refuse to surrender that judgement to individuals or special interest groups.
- ~~e)~~d) I will accept that authority rests with the Board and that a Trustee has no individual authority.

### 2. Respect

- a) I will treat persons equally without discrimination based on a person's race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identify, gender expression, age, marital status, family status or disability.[amended pursuant to Reg. 312/24, section 1(3), 2024]
- ~~a)~~b) I will express my individual opinions on issues under consideration by the Board. When expressing individual views, I will respect the differing points of view of colleagues, staff, students, and the public.
- ~~b)~~c) I will treat other Trustees and staff of the Grand Erie District School Board with respect and in a cordial and professional manner, in writing and in action.

### 3. Confidentiality

- a) ~~a~~ I will not disclose confidential information obtained or made available to me in my role as a Trustee except as authorized by law or by the Board. ~~[amended pursuant to Reg. 312/24, section 2(1)(2), 2024]~~
- b) I will not use confidential information obtained or made available to me in my role as a Trustee in a manner that would be detrimental to the interests of the Board or for the purpose of personal gain or for the gain of my parent, spouse or child ~~[amended pursuant to Reg. 312/24, section 2(1)(3) and 2(2)], 2024]~~
- c) I will maintain confidentiality of privileged information discussed in closed sessions. Such information includes but is not limited to:
- The security of the property of the school board;
  - Intimate, personal, or financial information about an identifiable individual;
  - The acquisition or disposal of a school site;
  - Negotiations with employees of the school board;
  - Litigation affecting the school board.

#### 4. Responsibility

- a) Once the Board of Trustees has voted, I will be bound by the majority decision. I will be prepared to explain the rationale for the decision and ensure that it is understood, implemented, and monitored. If I wish to explain the minority position on a decision, I may do so provided it does not in any way undermine the implementation of the resolution.
- b) I will refuse direct or indirect hospitality, economic expressions of gratitude and/or gifts ~~if a reasonable person might conclude that the gift could influence me in the performance of my duties~~ other than ~~those gifts~~ of a nominal value ~~that are which would be reasonable~~ given as an expression of courtesy or hospitality and that are ~~reasonably accepted in the circumstances.~~ ~~ly accepted as a courtesy in a business relationship from individuals, agencies or organizations doing business with the Board.~~ ~~[amended pursuant to Reg. 312/24, section 2(1)(4), 2024]~~
- c) I will declare any pecuniary interest (direct, indirect, or deemed).
- ~~e~~d) I will not use or permit the use of Board resources for any purpose other than the business of the Board. ~~[amended pursuant to Reg. 312/24, section 2(1)(1), 2024]~~
- ~~e~~e) I will carefully review all information packages in preparation for discussion at all scheduled meetings of the Board.
- ~~e~~f) I will base my actions on unimpeachable conduct, acting at all times with utmost good faith in accordance with my fiduciary duty.
- ~~f~~g) I will ensure that my comments are not personal, demeaning or disparaging with regard to board staff or fellow board members.
- ~~e~~h) I will endeavor to participate in Trustee development opportunities to enhance my ability to fulfill my obligations.
- ~~h~~i) I will ensure that when I express my opinions in public, I make it clear that I am not speaking on behalf of the Board of Trustees, and that such opinions in no way undermine the work of the Board.

#### 5. Relationships

- a) I will represent my constituents (including people who do not have children in the school system) at the Board table.

- b) I will work with other Trustees in a spirit of respect, openness, courtesy, cooperation, and proper decorum, despite differences of opinion that may arise during debate.
- c) I will refrain from exerting any pressure on any Grand Erie District School Board staff that might result in any infringement, favored or unequal application of rules, regulations, policies or procedures, in respect of the management of the Grand Erie District School Board’s assets, opportunities, human resources, or financial transactions.
- d) I will never intervene personally or express a position that might limit Grand Erie District School Board Management.
- e) I will refrain from unannounced, unsanctioned or otherwise unapproved visits to a school or to another operational premise, or direction of non-Director of Education staff that was not approved by the Chair of the Board.

**3. Trustee Declaration of Conflict of Interest**

Pursuant to subsection 5.1 of the *Municipal Conflict of Interest Act*, a Trustee must file a written statement in the form set out below, with the Secretary of the Board when making a declaration of conflict of interest, at any Meeting.

To: Secretary of the Board

I, Trustee Name, declare a potential (deemed, direct or indirect) conflict of interest with respect to:

Subject Matter/Agenda Item:

Meeting Date & Name:

I am making this declaration because (state the general nature of the conflict):

I confirm that I will not vote on the matter, I will not take part in discussion in respect to the matter, and I will not attempt in any way, whether before, during or after the meeting to influence the voting on the matter.

Trustee Signature:

Date:

Secretary of the Board Acknowledgement:

Received on:

Secretary of the Board Signature:

**4. Code of Conduct Complaints by Members of the Board**

**4.1 Informal Resolution Process**

A Trustee, who has reasonable grounds to believe that another Trustee of the Board has breached the Code of Conduct may bring the breach to the attention of the Chair of the Board informally. If the issue involves one (1) Trustee, the Board Chair may counsel that Trustee individually and decide whether the formal resolution process needs to be commenced. If the issue involves more than one (1) Trustee, then the Chair of the Board may counsel only those Trustees involved and decide whether the formal procedure needs to be commenced. Notwithstanding the above, a complainant Trustee may elect to proceed to the formal resolution stage.

#### **4.2 Formal Resolution Process**

- a) If the informal resolution process does not resolve the matter, the Trustee may forward to the Chair of the Board, a written, signed complaint setting out the following:
  - i. The name of the Trustee who is alleged to have breached the Code;
  - ii. The alleged breach or breaches of the Code;
  - iii. Information as to when the breach came to their attention;
  - iv. The grounds for the belief that a breach of the Code has occurred;
  - v. The names and contact information of any witnesses to the breach or any other persons who may have relevant information regarding the alleged breach.
- b) The complaint must be submitted no later than six (6) weeks after the breach becomes known to the Trustee reporting the breach. Notwithstanding the foregoing, in no circumstance shall an inquiry into a breach of the Code be undertaken after the expiration of six (6) months from the time the contravention is alleged to have occurred.
- c) The Chair of the Board shall provide to all Trustees of the Board a confidential copy of the complaint within ten (10) days of receiving it.

#### **4.3 Assessment and Investigation**

- a) All written complaints will be directed to a third party, who will make an initial assessment whether the complaint is frivolous, vexatious or more appropriately refer it to another venue for resolution.
- b) The preliminary assessment will be provided to the Chair or Vice-Chair as the case may be, in writing and, if warranted, an investigation will be conducted by a third party or legal counsel, in accordance with the principles of fairness, due process and natural justice.
- c) If the third party or legal counsel deems an investigation is not warranted, the trustee, who filed the complaint, will be so notified.
- d) All documentation of any kind generated by an investigation, or any other action taken under this policy is confidential, and such documentation will be securely retained by the third party or legal counsel who investigates the complaint.

#### 4.4 The Decision

- a) The report of the third party shall outline the finding of facts but no opinion as to whether the Code of Conduct has been breached. This will be determined by the Board of Trustees as a whole with the advice of legal counsel if necessary.
- b) The report shall be delivered to the Board of Trustees, and a decision by the Board of Trustees as to whether the Code of Conduct has been breached and the sanction, if any, for the breach shall be made as soon as practical after receipt of the report by the Board.
- c) Trustees shall consider only the findings in the final report when voting on the decision and sanction. No Trustee shall undertake their own investigation of the matter.
- d) The determination of a breach of the Code of Conduct and the imposition of a sanction must be done by resolution of the Board at a meeting of the Board, and the vote on the resolution shall be open to the public. The resolutions shall be recorded in the minutes of the meeting.
- e) If the breach involves matters that need to be discussed in-camera as per [207\(2\)\(a\) to \(e\) of the Education Act](#), then the meeting shall be in-camera.
- f) The Trustee who was alleged to have breached the Code of Conduct may be present during the deliberations but shall not participate, answer questions, or vote.

#### 4.5 Obstruction

Anyone who intentionally interferes with or obstructs any investigation undertaken under this section will be subject to appropriate discipline and/or other available legal sanctions.

#### 4.6 Reprisal

Any person who commits or attempts to commit any act of reprisal, as defined at Subsection 5.2 b) below, will be subject to appropriate discipline and/or available legal sanctions, and a report to the Board shall occur on such reprisal.

#### 4.7 Sanctions

- a) Sanctions will follow the philosophy of progressive discipline with consequences of increasingly serious steps being imposed in order to correct unacceptable behavior or conduct.
- b) If the Board determines that the Trustee has breached the Trustee Code of Conduct, the Board may impose one or more of the following sanctions:
  - i. Public Censure of the Trustee;
  - ii. Barring the Trustee from attending all or part of a committee meeting or Board meeting;
  - iii. Barring the member from sitting on one or more committees of the Board, for the period of time specified by the Board.
- c) A Trustee who is barred from attending all or part of a meeting of the Board is



- not entitled to receive any materials that relate to that meeting or that part of the meeting and that are not available to members of the public.
- d) The Board will give the Trustee written notice of the determination and sanction imposed by the Board which will inform the Trustee that they may appeal the decision within 14 days.
  - e) The Board will consider any appeal and shall confirm or revoke the decision within 14 days after receiving the appeal.

## **5. Reporting of Wrongdoing by Individuals not on the Board of Trustees**

### **5.1 General**

- a) The Trustees, individually and as members of the Grand Erie District School Board, are committed to ensuring that actions and operations are performed, with transparency to the extent permitted by law, accountability, honesty, and integrity.
- b) To that end, this section of the Trustee Code of Conduct imposes a duty on every Board Trustee, employee, independent contractor, agent, and volunteer to Report, in confidence, any reasonable knowledge or suspicion of wrongdoing of any Trustee as defined herein. If warranted, the alleged wrongdoing will be investigated, and appropriate action will be taken on the report of the investigation.
- c) This section also encourages members of the public to report any knowledge or suspicion of wrongdoing.
- d) This section establishes that any person or legal entity reporting any wrongdoing reasonably and in good faith, ("Reporting Party"), shall not be subject to any reprisal as defined herein.
- e) For greater clarity, the role and relationships between the Board and the Reporting Party shall not, in any way, be adversely affected by any Report made pursuant to this section reasonably and in good faith.

### **5.2 Definitions of Wrongdoing and Reprisal**

- a) "Wrongdoing" is defined as any action or inaction, past, present, or intended, by a Trustee which is contrary or prohibited by any Federal or Provincial Legislation, or Regulations enacted thereunder, Common Law, or Municipal Bylaw.

Wrongdoing also includes but is not limited to:

- i) Professional Misconduct as defined by relevant Professional Organizations;
- ii) Intentional breach of Board Policies, Practices and Procedures;
- iii) Instructing, counselling, or extorting anyone to commit an act of wrongdoing;
- iv) Statutory or Common Law Conflicts of Interest;
- v) Mismanagement or maladministration of Board operations;

- vi) Dishonest or unethical behaviour; and
  - vii) Sexual misconduct of any nature or description.
- b) “Reprisal” is defined as any action, inaction, or threat of any such action or inaction against a Reporting Party by reason of a Report made under this section, including but not limited to:
- i) Employment status;
  - ii) Working conditions;
  - iii) Legal relationship with the Board;
  - iv) Discipline; and
  - v) Threats, intimidation or bullying.

### **5.3 The Report of Wrongdoing**

- a) Unless as otherwise provided herein, reports of reasonable knowledge or reasonable suspicion of wrongdoing by a Trustee will be made promptly to the Chair of the Board. The Chair of the Board may designate an independent third party to receive such Report(s).
- b) In the event the Chair of the Board is the subject of the complaint, the Vice-Chair will assume all of the responsibilities in this section previously delegated to the Chair of the Board.

### **5.4 Content and Anonymous Report of Wrongdoing**

- a) The Report will be sent in writing or in electronic form to the Chair of the Board.
- b) The Report should contain the details of the alleged wrongdoing including specifics with regard to dates, times and potential witnesses to the wrongdoing. The Chair of the Board may decide not to proceed with an anonymous Report of Wrongdoing.

### **5.5 Assessment and Investigation**

- a) All reports will be directed to a third party, who will make an initial assessment regarding whether the stated wrongdoing satisfies the definition of wrongdoing and is not vexatious, frivolous or more appropriately directed to another venue for resolution, such as legal counsel, police, or another statutory authority.
- b) The preliminary assessment will be provided to the Chair of the Board in writing, and if warranted, an investigation will be conducted by the third party or legal counsel, in accordance with the principles of fairness, due process and natural justice.
- c) If the third party or legal counsel deems an investigation is not warranted, the complainant will be so notified.

- d) The Report and the identity of the Reporting Party will not be disclosed unless required by law.
- e) All documentation of any kind generated by an investigation, or any other action taken under this Policy, is confidential, unless disclosure is required by law, and such documentation will be securely retained by the independent third party who investigates the Report.

## **5.6 Receipt of Investigative Report**

- a) Upon receipt of the Report of the investigation, the Board of Trustees will determine, on the advice of legal counsel, whether any other legal authorities should be notified, to what extent the reporting party can be informed of the results of the investigation, and whether any other action under this section or otherwise should be taken.
- b) Where the Board of Trustees has determined a wrongdoing has occurred, the Board shall decide available legal sanctions including those within section 4.7 of this Code.

## **5.7 Report to Board**

The Chair of the Board will report to the Board of Trustees annually if applicable on any investigation(s) of Reports of Wrongdoing.