

GOV06 – BOARD CODE OF CONDUCT

Policy Type: Governance **Policy Number:** GOV06 **Reviewed:** March 6, 2026

1. Overview

The Board expects of itself and its members proper use of authority and appropriate decorum in group and individual behaviour when acting as Board members.

All members of the Board are required to acknowledge their receipt and understanding of the Code of Conduct (Appendix A) upon initial appointment to the Board.

2. Guidelines

1. Board members must be loyal to the interests of the diverse community they serve.
 - a. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards, organizations or staffs.
 - b. This accountability supersedes the personal interest of any Board member acting as an individual consumer of the organization's services.
2. Board members must comply with the Ontario *Public Libraries Act*, Ontario *Municipal Act*, and be cognizant of the mission and vision as articulated in the Library's Strategic Plan.
3. Board members must avoid any conflict of interest with respect to their fiduciary responsibility, by adhering to the regulations of the *Municipal Conflict of Interest Act*.
 - a. There must be no self-dealing or any conduct of private business or personal services between any Board member and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to "inside" information.
 - b. Board members must not use their positions to obtain employment in the organization for themselves, family members or close associates.
4. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
 - a. Board members' interaction with the Chief Executive or with staff must recognize the lack of authority in any individual Board member or group of Board members except as noted above.

- b. In the case of Board members or committees requesting information or assistance without Board authorizations, the Chief Executive or staff can refuse such requests that require - in the Chief Executive's judgement - a material amount of staff time or funds or are disruptive.
 - c. Board members' interaction with the public, press or other entities must recognize the same limitation and the similar inability of any Board member or Board members to speak for the Board, with the exception of the Chair or designate.
 - d. Board members will express no opinion and make no judgements of the Chief Executive or staff performance except as that performance is assessed against explicit Board policies by the official process.
5. Board members will exercise the necessary self-discipline to govern with excellence. Such self-discipline will apply to:
 - a. Attendance
 - b. Informed preparation for Board deliberations
 - c. Policy making principles
 - d. Respective roles
 - e. Rules of order
 - f. Speaking with one voice on a matter arising from a Board decision
 6. Board members will respect and protect all In Camera discussions and confidential materials.
 7. Board members will respect the privacy of others and will not disclose or release by any means to any members of the public, any confidential information acquired by virtue of their position within the Library. Members will maintain this obligation even after leaving the Board.
 8. Board members and Councillors will not be eligible for employment with the Whitchurch-Stouffville Public Library.
 9. Within the framework of the legislative and policy requirements of the *Ontario Human Rights Code*, and the *Harassment-Free Workplace Policy* and the *Violence-Free Workplace Policy*, members will fulfill their responsibilities in ensuring that the Library is free from discrimination and harassment. No Member shall:
 - a. Speak disrespectfully of any member of the Board, staff or volunteers.
 - b. Use offensive words in meetings of the Board or against any Member.
 - c. Speak in a manner that is discriminatory in nature based on an individual's age, colour, ancestry, race, citizenship, ethnic origin, place of origin, creed, disability, family status, marital status, gender identity/expression, sex, or sexual orientation.

3. Commitment to the Code

The Board is committed to upholding this Code of Conduct in a fair, respectful, and consistent manner, recognizing that accountability helps maintain trust and effective governance.

As per the Stouffville Library Board By-Laws, and in alignment with the Public Libraries Act:

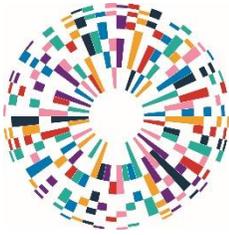
- **By-Law 12-01, Section 2.3** - If a Board member is disruptive or repeatedly interrupts others, the Chair may refuse them permission to speak on a specific subject.
- **By-Law 12-01, Section 3.14** - The Chair of the Board meeting may expel from the meeting any person who, in the opinion of the Chair has behaved improperly.

If a Board member observes another member acting contrary to the Code of Conduct, they are encouraged to raise the concern directly and allow an opportunity for the behaviour to be addressed. If the concern continues, a complaint may be submitted to the Board Chair. Complaints involving the Chair should be directed to the Vice-Chair. The Chair or Vice-Chair will review the matter and report findings and recommendations to the Board.

4. Related Documents

- By-Law 12-01 - Board Meetings
- GOV03 - Duties and Responsibilities of the Board
- ADMIN - HR05 – Harassment & Discrimination Free Workplace Policy
- ADMIN – HR06 – Violence Free Workplace Policy
- Public Libraries Act, R.S.O. 1990, c. P.44
- Municipal Act, 2001, S.O. 2001, c.25
- Municipal Conflict of Interest Act, R.S.O. 1990, c. M.50

Appendix A



Stouffville Library

Board Code of Conduct Acknowledgement

I hereby acknowledge that I have read the *Whitchurch-Stouffville Public Library Board Code of Conduct (GOV06)*.

I understand my responsibilities as a member of the Board and representative of the Library and will act in accordance with the principals confirmed within the Code of Conduct and all other Library policies and By-Laws.

I hereby acknowledge having read and agreed to comply with the follow Board Code of Conduct.

Name:	
Signature:	
Date:	