

## GOVERNANCE CULTURE

### GC-7: Board Members' Code of Conduct

The Board and its members will conduct themselves lawfully, with integrity and high ethical standards, in order to model the behaviors expected of employees and students and to build public confidence and credibility.

- 7.1 Board members will serve the interests of the citizens of Calgary. Members recognize this responsibility to the whole to be greater than but not limited to, the following:
  - a. any loyalty a member may have to any other advocacy, interest or political groups;
  - b. loyalty based upon membership on other boards or staffs;
  - c. the personal interest of any Board member who is also a parent or guardian of a student in the organization; and
  - d. being a relative of an employee of the organization.
- 7.2 Board members will not attempt to exercise individual authority over the organization.
  - a. Members will not assume personal responsibility for resolving operational problems or complaints. Members will refer persons lodging operational complaints to the appropriate organizational level of impact.
  - b. Members will not personally direct any employee or any part of the operational organization.
  - c. When speaking to the press or otherwise publicly sharing personal opinions, members will respect decisions of the Board and will not undermine those decisions.
  - d. Members will not publicly express individual negative judgments about Chief Superintendent or employee performance.

- 7.3 To build trust among members and to ensure an environment conducive to effective governance, members will:
- a. focus on issues rather than personalities;
  - b. respect decisions of the Board;
  - c. exercise honesty in all written and interpersonal interaction, never intentionally misleading, surprising or misinforming each other;
  - d. criticize privately, praise publicly;
  - e. make every reasonable effort to protect the integrity and promote the positive image of the organization and one another; and
  - f. never embarrass each other or the organization.
- 7.4 Members will exercise prudent personal discipline in the performance of their duties, including proper use of authority and appropriate decorum when acting as Board members.
- 7.5 Members will maintain confidentiality appropriate to sensitive issues and information that otherwise may tend to compromise the integrity or legal standing of the Board, especially those matters discussed in private session.
- 7.6 Members will comply with the requirement of Administrative Regulation 1062: Responsible Use of Electronic Information Resources (as may be amended from time to time).

Adopted: February 10, 2015