

004 - OPLB Trustee Conduct

Code of Conduct Guiding Principles

A Code of Conduct is a key instrument, set by those in leadership positions in an organization, for establishing the boundaries of acceptable behaviour. This policy defines the expectations for the conduct of Ottawa Public Library (OPL) Board Trustees.

The Board believes that Trustees are held to a high standard of behaviour in all aspects of their conduct at all times, and must fulfil their duties in a way that maintains and enhances public confidence and trust in the OPL.

The Board commits itself and its members to ethical, business-like, and lawful conduct, including the proper use of authority, **alignment with all OPL Board policies**, and appropriate decorum when acting as Board members. **Avoiding conflicts of interest is one of the fundamental principles of ethical behaviour. Public confidence in the Board can exist only if trustees are known to be acting in the public interest, rather than pursuing their own interests.**

Trustees act only as part of the Board, the legal entity. Individual Trustees cannot act alone or on behalf of the Board unless specifically given the authority to do so by the Board. **Trustees represent the Board and should not use their position to advance personal interests.**

Board members are encouraged to **visit and** use ~~and visit~~ OPL facilities during open hours. Trustees will receive the same level of treatment from staff as would any other member of the public, according Trustees the same privileges and responsibilities as those accorded the general public.

The Code of Conduct

In order to build efficient and effective relationships, Trustees commit to behaviours and communications that build mutual respect and trust. **The Board has committed to approach its role using a strategy model of governance that focuses on setting strategic direction and objectives, making decisions on major projects and monitoring library and CEO performance. The Board focus is primarily on the long-term needs and goals for the library, not the administrative or operational details.** Accordingly, Trustees will:

- Exercise honesty in all communication by sharing personal concerns, interests, and issues openly, and avoiding surprises by communicating in a timely manner.
- Demonstrate respect for each other, OPL employees and volunteers, and members of the public, as well as decisions of the Board;
- Share information and knowledge which contributes constructively to Board work;
- Maintain confidentiality on issues not yet resolved by the Board or on other information identified as confidential by the CEO;
- Focus on issues, not personalities, keeping shared goals in mind;
- Build and maintain trust;
- Withhold judgment on issues until fully informed and discussed;
- Seek to understand and be understood;
- Use in-camera sessions appropriately and judiciously and respect and maintain confidential in-camera matters reviewed, deliberations, and decisions;
- Assume a non-defensive posture, taking the initiative to communicate and ask questions for clarification; and,
- Make every reasonable effort to protect the integrity and promote the positive image of the OPL, the OPL Board, and each other.

Trustees shall not:

- Seek to embarrass each other or the OPL;
- Intentionally mislead or misinform each other; nor,
- Maintain hidden agendas.

Board members may not attempt to exercise individual authority over the organization and more specifically:

- Trustee interactions with the CEO or staff must recognize that Board authority is not vested in any individual, except when explicitly authorized by the Board; and,
- Trustee interactions with the public, press, or other entities must recognize the same limitation and Board members may not speak for the Board except to repeat explicitly-stated Board decisions.

Conflict of Interest

All Trustees are required to adhere to the *Municipal Conflict of Interest Act*.

Councillor trustees may find themselves in a position of conflict when having to deal with matters that impact their constituents or constituency. However, as a member of the Board, the expectation is that the Councillor, while at the Board meeting, will vote in the best interest of the Board. Specifically, Councillor trustees are expected to avoid conflicts of interest, which including operating in the best interest of the organization, rather than in the interest of their constituents or ward.

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