



004 - OPLB

Board Member Conduct

Guiding Principles

The Ottawa Public Library (OPL) Board is constituted per the *Public Libraries Act*, R.S.O. 1990, c. P.44 (the “PLA”). Per the definition of a local board under Subsection 223.1 of the *Municipal Act*, 2001, S.O. 2001, c. 25, public library boards are not included in the *City of Ottawa’s Code of Conduct for Members of Local Boards* (By-law No. 2018-399).

In keeping with the *PLA*, OPL is under the management and control of a board, which is a separate legal entity operating independently of City Council and City administration. The Board and its members are responsible for complying with all applicable legislation, by-laws, and policies pertaining to their position, as further described in Board Policy 001, Role and Responsibilities of the Board and Board Members.

General Conduct

OPL Board members must fulfil their duties in a way that maintains and enhances public confidence and trust in OPL. This policy defines the expectations for the conduct of Board members and establishes the boundaries of acceptable behaviour.

To build effective relationships, members commit to behaviours and communications that demonstrate integrity, accountability, and transparency, and build trust.

Accordingly, members shall:

- Serve and be seen to serve the interests of OPL in a conscientious and diligent manner;
- Conduct themselves with decorum at all meetings in accordance with the provisions of the *OPL Board Rules of Procedure By-Law*; and,
- Exercise honesty and build and maintain trust, including by sharing information truthfully and openly, approaching discussions and decisions with an open mind, and communicating in a timely manner.

Confidentiality

Board members shall:

- Maintain confidentiality regarding issues discussed in closed session, or other information identified as confidential by the CEO; and,
- Responsibly use and dispose of any confidential information acquired due to their role as a Board member, in alignment with the *Municipal Freedom of Information and Protection of Privacy Act* (“MFIPPA”).

Harassment and Discrimination

Board members shall treat members of the public, one another, and staff with respect and without abuse, bullying, or intimidation, and will ensure that their work environment is free from discrimination and harassment, in alignment with *The Ontario Human Rights Code*.

Conflict of Interest

Acting with integrity is a fundamental principle of ethical behaviour and supports public confidence in the Board and its members. Members represent the Board and may act only as part of the Board or on its behalf if given authority by the Board. Members should not use their position as Board members to advance personal interests.

Councillor members 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 and, by extension, the organization, rather than in the interest of their constituents or ward.

Board members shall not be a director or hold an executive position with any organization whose activities are in conflict with, or may reasonably be perceived to be in conflict with, the activities of OPL. Before taking on a new executive position, the member shall inform the Chair of the Board and the Board secretary to obtain advice about the new circumstances.

All Board members are required to adhere to the requirements under the *Municipal Conflict of Interest Act* (the “MCIA”), including disclosing a direct or indirect interest (and its general nature in the case of a pecuniary interest) in any matter being considered by the Board. All members are required to recuse themselves from the discussion of the

matter, not vote on the matter, and refrain from attempting to influence the vote on the matter for which they have declared an interest. Declarations of interest must be made in writing and provided to the Board Secretary and will be retained on a registry available for public inspection, in alignment with the *MCIA*.

Board Resources

To fulfill their roles, members have access to Board resources such as property, equipment, services, staff, and supplies. They shall ensure that these resources are used exclusively for activities directly related to fulfilling their responsibilities as members of the Board. No member shall obtain financial gain from the use or sale of Board-developed intellectual property, computer programs, technological innovations, or other patent, trademark, copyright held by the Board.

Gifts, Benefits, and Hospitality

Board members shall refrain from seeking or accepting personal privileges, gifts, favours, or exemptions from OPL policies, for themselves, members of their family, other individuals, or other organizations, if connected directly or indirectly to the performance of their role as a member of the Board.

Communications

As per the *OPL Board Rules of Procedure By-Law*, the Chair is the spokesperson for the Board, and the Board's official correspondence is conducted by the Board Secretary (the CEO). As such:

- Interactions between members of the Board and the CEO or staff must recognize that Board authority is not vested in any individual, except when explicitly authorized by the Board;
- Interactions between members of the Board and media, agencies, or members of the public must recognize the same limitation: Board members may not speak for the Board except to share Board decisions once publicly available; and,

- Communications on Board or operational matters by members of the public with members of the Board must be through the secretary or shared with the secretary (as per the OPL Rules of Procedure By-Law, the CEO conducts the Board’s official correspondence as secretary). If the communication relates to an operational matter, it will be shared with staff for action as per delegated authority; if it relates to a strategic matter, it may be shared with all Board members and / or as part of the public record.

Election-Related Activities

Board members shall act in a non-partisan way, in alignment with the OPLB Election-Related Resources Policy.

Compliance

Board members are expected to adhere to this Policy. Any individual may express concerns about compliance with this policy. These concerns should be addressed first to the Chair of the Board, who will determine next steps. These may include engaging external resources as required at the sole discretion of the Chair, in alignment with the powers of a public library board under the *PLA* and the *MCI*A. Sanctions or remedial action may be imposed should a member be found to have reasonably engaged in conduct that violates this policy or any other legislation, by-law, or policy applicable to members of a public library board.

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