

 DISTRICT OF RAINY RIVER SERVICES BOARD	SECTION: Governance
	POLICY TITLE: Board Member Conduct
POLICY NO: G-3.0 (incorporates previous G-3.0 and G-3.1)	POLICY AREA: Conduct
ORIGINAL DATE: January 14, 1999	OWNER: Corporate Secretary-Treasurer (CAO)
REVISION DATE: May 21, 2026	APPROVAL AUTHORITY: Board of Directors
NEXT REVIEW DATE: May 2030	APPROVED BY: Resolution #27/26

1. Purpose

To establish the standards of the conduct expected of Board members.

2. Scope

This policy applies to all Board members.

3. Policy

3.1 General Conduct:

- Board members shall act honestly, in good faith, and in a manner that supports the lawful, respectful, and effective governance of the DRRSB.
- Board members shall comply with applicable legislation, Board by-laws, and Board-approved policy in carrying out their duties.
- Board members shall treat one another, employees, municipal partners, and members of the public with respect and professionalism
- Board members shall respect the distinction between governance and operations.

3.2 Oaths:

- Every Board member shall complete the Oath of Office and Oath of Confidentiality required by the Board's by-law before participating fully in Board business, unless otherwise permitted by law.
- The Corporate Secretary-Treasurer shall retain the official record of completed oaths

3.3 Conflict of Interest:

- Board members shall comply with the *Municipal Conflict of Interest Act* and any other applicable legal requirements respecting conflicts of interest.
- Board members shall not use their office, Board position, or confidential information for private gain or the expectation of private gain.
- A member who has a direct or indirect pecuniary interest in a matter under consideration shall disclose the interest and comply with all restrictions required by law, the Board's by-law, and Board policy.
- Board members shall also avoid apparent, perceived, or non-pecuniary conflicts that may undermine confidence in Board decision-making.

3.4 Confidentiality:

- Board members shall protect confidential information received through their role and shall not use or disclose such information except as authorized or required by law.
- Confidentiality obligations apply to in-camera (closed) session discussions and materials, personal information, legal advice, labour relations information, security-sensitive information, and any other information that is confidential by law.
- Board members shall take reasonable steps to safeguard confidential information in physical and electronic form and shall not record, capture, transmit, or use any tool, including AI-enabled tools, to capture confidential Board information except as authorized or required by law.
- Confidentiality obligations continue after a member's term ends.

3.5 Collective Governance and Public Representation:

- Board members shall support orderly meetings, respectful debate, and collective decision-making.
- After the Board has made a decision, members may state that they hold a different view but shall not misrepresent the Board's decision or claim to speak on behalf of the Board unless authorized to do so.

3.6 Conduct Concerns and Response Process:

- The Board shall maintain a fair, proportionate, and Board-approved process for addressing concerns about Board member conduct.
- The process shall support early resolution wherever appropriate, while preserving the Board's ability to respond to serious, repeated, or unresolved conduct concerns.
- Conduct concerns may be addressed through one or more of the following, depending on the nature and seriousness of the concern: informal resolution, discussion with the Chair, clarification of expectations, apology or corrective action,

education or coaching, referral to the Board, formal Board censure or reprimand, removal from a committee or Board-appointed role where legally permitted, referral to the appointing municipality where appropriate, or other action authorized by law, by-law, or Board policy.

- Any formal process shall provide the affected Board member with notice of the concern, an opportunity to respond, and a fair and respectful process before the Board makes a determination.

3.7 Chair's Authority:

- Nothing in this policy limits the Chair's authority under the by-law and rules of procedure to maintain order during meetings.

4. Roles and Responsibilities

Board Members are responsible for complying with this policy and raising concerns through proper governance channels.

The Chair supports compliance with this policy, and the orderly handling of conduct, conflict, and confidentiality matters during meetings.

The Chief Administrative Officer (CAO) supports implementation of this policy, including maintenance of conflict records and registry requirements, retention of oath records, and support for orientation and process consistency.

5. Related Tools and Policies

- DRRSB By-Law No. 1
- *Municipal Conflict of Interest Act* (MCIA)
- DRRSB Board Member Conduct Implementation Guidance and Procedures