

Georgina Public Library Board Policy Manual

Policy Title: Board Members' Code of Conduct

Governing Style

The Board will govern with a style that emphasizes:

- encouragement of, and respect for, diversity of opinions
- strategic leadership
- clear distinction between Board and CEO roles
- collective, rather than individual, decisions

Furthermore, the Board will:

- operate in all ways mindful of its civic trusteeship obligation to the Georgina Public Library
- speak with one voice
- ensure continuous good governance through periodic discussion of process improvement, and through active recruitment of new Board members
- monitor and discuss the Board's performance

Code of Conduct

Board members must represent unconflicted loyalty to the interests of the Georgina Public Library. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs. This accountability supersedes the personal interest of any board member acting as an individual consumer of the Library's services.

Board members must avoid any conflict of interest with respect to their fiduciary responsibility:

- There must be no self-dealing or any conduct of private business or personal services between any board member and the Library except as procedurally controlled, to ensure openness, competitive opportunity and equal access to "inside" information. Each Board member shall disclose to the Board any personal interest which s/he may have in any matter pending before the Board and shall refrain from any participation in any decision on such matter.
- Board members must not use their positions to obtain employment in the organization for themselves, family members or close associates.

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- Should a Board member be considered for employment with the Library, s/he must temporarily withdraw from Board deliberation, voting and access to applicable Board information.

Board members may not attempt to exercise individual authority over the organization, except as explicitly set forth in Board policies:

- Board members' interaction with the CEO or with staff must recognize the lack of authority held by any individual Board member or group of Board members, except as noted above.
- Board members' interaction with the public, the media or any other group must recognize the same limitation and similar inability of any Board member or group of Board members to speak for the Board, except as noted above.
- Board members will make no judgments of the CEO or staff performance, except as that performance is assessed against Board policy, through the official process.

Board members will respect the confidentiality appropriate to issues of a confidential nature.

Board members serve without remuneration but are reimbursed for reasonable expenses incurred when acting in an official capacity. Such expenses will be reimbursed in December of each year.

POLICY HISTORY:	
Initial Draft	September 30, 2010
Draft Presentation Review	
Board Presentation:	November 18, 2010
Board Adoption:	November 18, 2010