

AGENDA: 5:30 pm

1. Call to Order
2. Approval of the Agenda
3. Governance Review - no copy
4. Strategic Directions - update
5. Code of Conduct – discussion
6. Adjournment and Resolution Into Private Session as per the Education Act, Section 207.2
(b) the disclosure of intimate, personal or financial information in respect of a member of the board or committee member, an employee or prospective employee of the board or a pupil or his or her parent or guardian



EXECUTIVE REPORT TO GOVERNANCE COMMITTEE

TO: GOVERNANCE COMMITTEE

FROM: Manny Figueiredo, Director of Education

DATE: October 19, 2021

PREPARED BY: Sally Landon, Manager, Research & Analytics
Heather Miller, Officer of Trustee Services

RE: Strategic Directions

Action Monitoring X

Background:

Following an update to Governance Committee in January 2021 regarding Strategic Directions being reviewed, staff are providing the following information for Trustees to discuss and consider based on feedback from our Research and Analytics department regarding strategic direction changes during unsettled times:

- Organizations should stick to a strategic plan until sector landscape forces a change of course and changes the relevancy of the plan.
- Strategic plans are typically set for at least 5 years. The timing depends on environmental change factors.
- Presently due to the massive change organizations have experienced due to COVID, it makes most sense to be change agile within the existing strategic plan; to continue to work towards meeting key performance indicators in the best way possible, which may require a shift in actions, rather than an overhaul of the plan.
- Changing a strategic plan in the current unsettled climate would not make sense since adjustment to the pandemic is still ongoing; it is unclear what will happen in terms of variants and the demands they will impose in the near future.

Trustees could consider the following options:

- a. Maintain the current strategic directions and allow the newly elected Board of Trustees in 2022 to review and generate new Strategic Directions
- b. Review the Strategic Directions using resources internally, using a ThoughtExchange which would be conducted in February 2022 and return to Governance Committee with results in March or April for review and implementation in September 2022
- c. Conduct a full Strategic Directions review using external resources to complete the work, requesting that it be completed by August 2022 for implementation in September 2022.

Should Trustees decide to conduct an internal review of Strategic Directions, the following methodology would apply:

1. Review of the current strategic directions plan, which includes Mission, Commitments, Tagline, Priorities and their definitions. We would also suggest adding Values to the list as recommended by Bullying Prevention and Intervention Review Panel.
2. Evaluate documentation, considering the following questions:
 - What has been accomplished?
 - What has not yet been accomplished?

- What doesn't make sense any longer?
 - What are stakeholders saying?
3. Facilitate a meeting with the Board of Trustees and Executive Leadership in order to review/confirm vision, mission, core values, strategic goals/objectives of organization and the Ministry's new Board Improvement and Equity Plan expectations.
 4. Look for discrepancies between #1 and #2 above. Discrepancies help to focus on where changes are necessary in the strategic plan in order to meet the objectives of the organization.
 5. Launch a ThoughtExchange for staff to gather some data and perspectives:
 - What's working?
 - What's not?
 - What do you see happening with students and families?
 - Where can improvements be made in how the work is done?
 6. Use this information/data gathered to update/develop the Strategic Plan (and also to update the SWOT Analysis based on changes in the sector, organization, etc.) When developing/revising the Strategic Plan, focus on utilizing the organization's strengths to maximize opportunities for the future and to minimize external threats to the organization. Consider areas of weakness that make sense to address to achieve strategic long-term goals.

HWDSB *Reimagined*

MISSION

We empower students to learn and grow to their full potential in a diverse world.

COMMITMENT

We are committed to learning, equity, engagement and innovation.

PRIORITIES

Positive Culture and Well-Being - We will build student and staff well-being through positive climate strategies and supportive relationships.

Student Learning and Achievement - We will improve student learning and achievement through effective instructional strategies.

Effective Communication - We will improve our communication through comprehensive strategies.

School Renewal – We will optimize opportunities to invest in improved school facilities.

Partnerships – We will strengthen our collaboration with new and existing community partners to enhance opportunities for students.



curiosity • creativity • possibility

GOVERNANCE STATEMENTS

Code of Conduct

Maintaining the integrity and dignity of office

1. Trustees shall recognize that the expenditure of school board funds is a public trust and endeavour to see that the funds are expended efficiently, in the best interests of the students.
2. Trustees, as elected officials of the Board, must uphold the dignity of the office and conduct themselves in a professional manner, especially when attending Board events, or while on Board property and shall at all times act with decorum and be respectful of other Trustees, staff, students and the public.
3. Trustees shall ensure that their comments are issue-based and not personal, demeaning or disparaging with regard to Board staff or fellow Board members.
4. Trustees shall abide by a reasonable expulsion or exclusion from a meeting if deemed to be “guilty of improper conduct at a meeting” by the Chair or presiding officer. [*Education Act*, s. 207(3)]

Avoidance of exercising personal advantage

5. No Trustee shall accept a gift from any person or entity that has dealings with the Board if a reasonable person might conclude that the gift could influence the Trustee when performing his or her duties to the Board. However, this does not, for example, preclude a Trustee from accepting a free ticket or admission to a charitable event or professional development event. Also, this does not preclude and acceptance of reasonable hospitality or gifts in accordance with the Board’s Trustee Expense Directive, Policy 3.10.
6. No Trustee shall use his or her office to obtain employment with the Board for the Trustee or a family member.

Civil behaviour

7. No Trustee shall engage in conduct during meetings of the Board or committees of the Board, and at all other times that would discredit or compromise the integrity¹ of the Board.

¹ **integrity** 1 moral uprightness; honesty, 2 wholeness; completeness, 3 soundness; unimpaired or uncorrupted condition. *Oxford Canadian Dictionary*, Oxford University Press Canada, 1998

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8. Trustees shall not advance allegations of misconduct and/or a breach of this Code of Conduct against another Trustee that are trivial, frivolous, vexatious, made in bad faith or vindictive in nature.
9. When expressing individual views, Trustees shall respect the differing points of view of other Trustees, staff, students and the public.

Respect for confidentiality

10. Trustees shall keep confidential any information disclosed or discussed at a meeting of the Board or committee of the Board, or part of a meeting of the Board or committee of the Board, that was closed to the public as outlined in the Education Act, and keep confidential the substance of deliberations of such meeting closed to the public, unless required to divulge such information by law or authorized by the Board to do so.
11. No Trustee shall use confidential information for either personal gain or to the detriment of the Board.
12. Trustees shall not divulge confidential information, including personal information about an identifiable individual or information subject to solicitor-client privilege that a Trustee becomes aware of because of his or her position, except when required by law or authorized by the Board to do so.

Upholding decisions

13. Trustees shall accept that authority rests with the Board, and that a Trustee has no individual authority other than that delegated by the Board.
14. Trustees shall uphold¹ the implementation of any Board resolution after it is passed by the Board.
15. Trustees may respectfully state a personal position on a decision provided it does not in any way undermine the implementation of the decision.
16. Trustees shall comply with the Board's policies, procedures, bylaws, and the Board's procedural bylaws.

¹ **uphold** confirm or maintain (a decision etc., esp. of another). *Oxford Canadian Dictionary*, Oxford University Press Canada, 1998

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17. The Chair of the Board is the spokesperson to the public on behalf of the Board, unless otherwise determined by the Board. No other Trustee shall speak on behalf of the Board unless expressly authorized by the Board or Chair of the Board to do so. When individual Trustees express their opinions in public, they must make it clear that they are not speaking on behalf of the Board.

Governance Procedure: Trustee Code of Conduct

Identifying a Breach of the Code

1. A Trustee who has reasonable grounds to believe that a Trustee has breached the Board's Code of Conduct may bring the alleged breach to the attention of the Board. This is done through the Chair of the Board.
2. Any allegation of a breach of the Code must be brought to the attention of the Chair of the Board no later than six weeks after the breach comes to the knowledge of the Trustee reporting the breach. Notwithstanding the foregoing, in no circumstance shall an inquiry into a breach of the Code be undertaken after the expiration of six months from the time the contravention is alleged to have occurred.
3. Any allegation of a breach of the Code of Conduct shall be investigated following the Informal *or* Formal Complaint Procedure below, as the case may be.
4. It is expected that whenever possible, allegations of a breach of the Code of Conduct by a Trustee shall be investigated following the Informal Complaint Procedure. It is recognized that from time to time a contravention of the Code may occur that is trivial, or committed through inadvertence, or an error of judgment made in good faith. In the spirit of collegiality and the best interests of the Board, the first purpose of alerting a Trustee to a breach of the Code is to assist the Trustee in understanding his/her obligations under the Code. Only serious and/or reoccurring breaches of the Code by a Trustee should be investigated following the Formal Complaint Procedure.

Chair or Presiding Officer

5. The Code of Conduct applies equally to the Chair of the Board. In the case of an allegation of a breach of the Code by the Chair, wherever a process requires action by the Chair, it shall be modified to read the Vice-chair of the Board.

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6. Each year two Trustees shall be chosen by the Board to play a part in the procedure when the circumstances warrant that one or both Trustees are needed in place of the Chair and/or Vice-chair of the Board to carry out any of the duties of the Trustee who is disqualified. The two Trustees will be designated and ranked as Code of Conduct Review, First Alternate, and Code of Conduct Review, Second Alternate, and, in that order, shall play a part in the procedure corresponding to the disqualified Trustee, if allowed.
7. Nothing in this procedure prevents the Chair or Presiding Officer of any meeting of the Board or committee of the Board from exercising their power pursuant to s. 207(3) of the Education Act to “expel or exclude from any meeting any person who has been guilty of improper conduct at the meeting.” For greater certainty, this may be done at the sole discretion of the Chair or Presiding Officer, as the case may be, and without the necessity of a complaint or conducting an inquiry before an expulsion or exclusion from a meeting. The rationale for this provision is that a Chair or Presiding Officer must have the ability to control a meeting. A Trustee who does not abide by a reasonable expulsion or exclusion from a meeting is deemed to have breached this Code.
8. The Chair of the Board or presiding officer of any meeting of the Board or committee of the Board shall exercise their powers in a fair and impartial manner having due regard for every Trustee's opinion or views.
9. The Chair of the Board or presiding officer shall follow the rules of order of the Board and/or the adopted rules of order and meeting procedures contained in any policy or by-Law of the Board. A breach of a rule of order should be dealt with at the meeting in question by a Trustee rising to a point of order or appealing a ruling of the Chair in accordance with any applicable rule of order. Once such a motion is dealt with by the Board of Trustees, all Trustees shall abide by that decision and no further action shall be undertaken pursuant to the enforcement of the Code of Conduct, except for persistent improper use of the applicable rules of order by the Chair or presiding officer.

Informal Complaint Procedure

10. The Chair of the Board, on his/her own initiative, or at the request of a Trustee (without the necessity of providing a formal written complaint) who alleges a

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breach of the Code has occurred, and has completed the appropriate form*, may meet informally with a Trustee who is alleged to have breached the Code, to discuss the breach. The purpose of the meeting is to bring the allegation of the breach to the attention of the Trustee and to discuss remedial measures to correct the offending behaviour. The Informal Complaint Procedure is conducted in private.

*The form will be available in the Director's Office.

11. The remedial measures may include, for example, a warning, an apology, and/or the requirement of the Trustee to engage in the successful completion of professional development training such as that offered by the Ontario Education Services Corporation's Professional Development Program for School Board Trustees. If the Chair of the Board and the Trustee alleged to have breached this Code cannot agree on a remedy, then a formal complaint may be brought against the Trustee alleged to have breached this Code and that complaint will be dealt with in accordance with the Formal Complaint Procedure below.

Formal Complaint Procedure

12. A Trustee who has reasonable grounds to believe that another Trustee has breached the Board's Code of Conduct may bring the breach to the attention of the Board by first providing to the Chair of the Board* a completed form** which will constitute a written, signed complaint setting out the following: (i) the name of the Trustee who is alleged to have breached the Code; (ii) the alleged breach or breaches of the Code; (iii) information as to when the breach came to the Trustee's attention; (iv) the grounds for the belief by the Trustee that a breach of the Code has occurred; and (v) the names and contact information of any witnesses to the breach or any other persons who have relevant information regarding the alleged breach. Except as provided below, if a written complaint is filed with the Chair of the Board then a formal inquiry shall be undertaken, unless the complainant subsequently withdraws the complaint or agrees that the complaint may be dealt with in accordance with the Informal Complaint Procedure.

** see #19 for steps in formal inquiry

**The form will be available in the Director's Office.

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13. In an election year for Trustees, a code of conduct complaint respecting a Trustee who is seeking re-election shall not be brought during the period commencing two months prior to election day and ending after the first Board meeting after the new term of office of the Board commences. If the Trustee accused of a breach of the Code is not re-elected, no inquiry into the alleged breach of the Code by that Trustee shall be undertaken. The limitation period for bringing a complaint shall be extended as necessary.
14. The Chair of the Board shall provide to all Trustees a confidential copy of the complaint within ten (10) days of receiving it. The complaint, any response to the complaint and the investigation of the complaint shall be confidential until it is before the Board of Trustees for a decision as to whether or not the Trustee has breached the Code.

Refusal to Conduct Formal Inquiry

15. If the Chair and Vice-chair are of the opinion that an outside consultant should conduct the inquiry, the consultant will be appointed by the Director.
16. If the Chair and Vice-chair of the Board or outside consultant, if engaged, are of the opinion that the complaint is out of time, trivial, frivolous, vexatious or not made in good faith, or that there are no grounds or insufficient grounds for a formal inquiry, a formal inquiry shall not be conducted and a confidential report stating the reasons for not doing so shall be provided to all Trustees.
17. If the Chair and Vice-chair of the Board cannot agree on the above then a full formal inquiry shall be conducted.
18. If an allegation of a breach of the Code of Conduct on its face is with respect to the non-compliance with a more specific Board policy with a separate complaint procedure, the allegation shall be processed under that procedure.

Steps of Formal Inquiry

19. If a formal inquiry of an allegation of a breach of the Code of Conduct is undertaken, it shall be done by the Chair and Vice-chair of the Board, if appropriate, or any two of the Chair, Vice-chair and the alternate Trustees, or outside consultant, if engaged.

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20. Regardless of who undertakes the formal inquiry the following steps shall be followed.
21. The *Statutory Powers Procedure Act* does not apply to anything done regarding the Enforcement of this Code of Conduct. No formal trial-type hearing will be conducted.
22. Procedural fairness and unbiased process shall govern the formal inquiry. The formal inquiry will be conducted in private.
23. The formal inquiry may involve both written and oral statements by any witnesses, the Trustee bringing the complaint and the Trustee who is alleged to have breached the Code of Conduct.
24. The Trustee who is alleged to have breached the Code of Conduct shall have an opportunity to respond to the allegations both in a private meeting with the person(s) undertaking the formal inquiry and in writing.
25. It is expected that the formal inquiry will be conducted within a reasonable period of time which will depend on the circumstances of the case . The Trustee who is alleged to have breached the Code of Conduct shall provide a written response to the allegations within ten (10) days of receiving the written allegation, or such extended period of the time as the investigators deem appropriate in the circumstance.
26. If the Trustee who is alleged to have breached the Code of Conduct refuses to participate in the formal inquiry, the formal inquiry will continue in his/her absence.
27. Once the formal inquiry is complete, the investigators shall provide a confidential draft copy of their report containing the findings of fact to the Trustee who is alleged to have breached the Code of Conduct and the Trustee who brought the complaint for their written comment to the investigator(s). The purpose of providing the draft report to the parties is to ensure no errors of fact are contained in it. The two Trustees shall have ten (10) days (or such reasonable period of time as deemed appropriate by the investigators) from the receipt of the draft report to provide a written response. Written responses will be attached to the final report.

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28. The final report will outline the finding of facts as determined by the investigator(s) and, subject to clause 29, a recommendation as to whether the Code of Conduct has been breached and, if deemed appropriate, a recommendation regarding the imposition of a sanction as determined by the Chair and Vice-chair.
29. If the Chair and Vice-chair of the Board conduct the inquiry and cannot agree on the final finding of facts, it shall be referred to an outside consultant to complete the formal inquiry. The outside consultant will be appointed by the Director.
30. If the Chair and Vice-chair are not able to agree on the recommendation(s), the final report will be presented to the Board without recommendations.

Suspension of Formal Inquiry

31. If the investigators, when conducting the formal inquiry, discover that the subject-matter of the formal inquiry is being investigated by police, that a charge has been laid, or is being dealt with in accordance with a procedure established under another Act, the formal inquiry shall be suspended until the police investigation, charge or matter under another Act has been finally disposed of. This shall be reported to the rest of the Board of Trustees.

Decision

32. Upon completion of the final report and as soon as practical, the Chair shall present the final report to the Board of Trustees so that the Board may decide whether or not the Code of Conduct has been breached and whether to impose a sanction.
33. Trustees shall consider only the findings in the final report when voting on the decision and sanction. No Trustee shall undertake their own investigation of the matter.
34. If the Board of Trustees determines that there has been no breach of the Code of Conduct or that a contravention occurred, although the Trustee took all reasonable measures to prevent it, or that a contravention occurred that was trivial, or committed through inadvertence, or an error of judgment made in good faith, no sanction shall be imposed.
35. The determination of a breach of the Code of Conduct and the imposition of a sanction with respect to a complaint investigated in accordance with the Formal

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Complaint Procedure must be done by resolution of the Board at a meeting of the Board, and the vote on the resolution shall be open to the public. The resolutions shall be recorded in the minutes of the meeting. The reasons for the decision shall be recorded in the minutes of the meeting.

36. Despite s. 207 (1) of the *Education Act*, the part of the meeting of the Board during which a breach or alleged breach of the Board's Code of Conduct is considered may be closed to the public when the breach or alleged breach involves any of the matters described in clauses 207(2) (a) to (e) being:
 - (a) the security of the property of the Board;
 - (b) the disclosure of intimate, personal or financial information in respect of a member of the Board or committee, an employee or prospective employee of the Board or a pupil or his or her parent or guardian;
 - (c) the acquisition or disposal of a school site;
 - (d) decisions in respect of negotiations with employees of the Board; or
 - (e) litigation affecting the board.
37. The Trustee who is alleged to have breached the Code of Conduct shall not vote on a resolution to determine whether or not there is a breach or the imposition of a sanction. The Trustee who brought the complaint to the attention of the Board may vote on those resolutions.
38. The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but shall not participate in the deliberations, and shall not be required to answer any questions at that meeting.
39. The Trustee who is alleged to have breached the Code of Conduct shall not in any way, after the final report is completed, influence the vote on the decision of breach or sanction, except as permitted below after these decisions have been made.

Sanctions

40. If the Board determines that the Trustee has breached the Board's Code of Conduct, the Board may impose one or more of the following sanctions:

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- (a) Censure of the Trustee.
 - (b) Barring the Trustee from attending all or part of a meeting of the Board or a meeting of a committee of the Board.
 - (c) Barring the member from sitting on one or more committees of the Board, for the period of time specified by the Board.
41. The Board shall not impose a sanction which is more onerous than the above but may impose one that is less onerous such as a warning or a requirement that the Trustee successfully complete specified professional development courses at the expense of the Board. The Board has no power to declare the Trustee's seat vacant.
42. A Trustee who is barred from attending all or part of a meeting of the Board or a meeting of a committee of the Board is not entitled to receive any materials that relate to that meeting or that part of the meeting and that are not available to members of the public.
43. The imposition of a sanction barring a Trustee from attending all or part of a meeting of the Board shall be deemed to be authorization for the Trustee to be absent from the meeting and therefore, not in violation of the *Education Act* regarding absences from meetings.

Reconsideration

44. If the Board determines that a Trustee has breached the Board's Code of Conduct the Board shall,
- (a) give the Trustee written notice of the determination, the reasons for the decision and any sanction imposed by the Board;
 - (b) the notice shall inform the Trustee that he or she may make written submissions to the Board in respect of the determination or sanction by the date specified in the notice that is at least fourteen (14) days after the notice is received by the Trustee; and
 - (c) consider any submissions made by the Trustee and shall confirm or revoke the determination and confirm, vary or revoke a sanction, if applicable, within forty-five (45) days after the submissions are received.

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45. If the Board revokes a determination, any sanction imposed by the Board is revoked and, within fourteen (14) days, the Chair shall give the Trustee written notice of the determination.
46. If a sanction is varied or revoked, the variation or revocation shall be deemed to be effective as of the date the original determination was made.
47. The Board decisions to confirm or revoke a determination or confirm, vary or revoke a sanction shall be done by resolution at a meeting of the Board and the vote on the resolution shall be open to the public. The resolutions shall be recorded in the minutes of the meeting together with the reasons for confirming or revoking a determination. The Board shall provide to the Trustee alleged to have breached the Code of Conduct written notice of the decision to confirm or revoke the determination together with reasons for the decision and written notice of any decision to confirm, vary or revoke a sanction. The Trustee alleged to have breached the Code of Conduct shall not vote on those resolutions. [*Education Act*, s. 218.3(12)] The Trustee who brought the complaint may vote.
48. The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but may not participate in the deliberations and shall not be required to answer any questions at that meeting.
49. If appropriate, the original sanction may be stayed pending the reconsideration by the Board of the determination or sanction.