

**NORTHWESTERN ONTARIO MUNICIPAL ASSOCIATION  
CODE OF CONDUCT - BOARD OF DIRECTORS**

Policy Number: B001

**POLICY STATEMENT**

The actions of members of the Board shall be motivated by a desire to act in the best interests of the Association as a corporation, which includes their fiduciary responsibilities.

Board members recognize that their policy and advocacy role in this volunteer position is to represent the interests of the NOMA membership as a whole and not individuals, groups or individual municipalities, including their own.

Board members are accountable for exercising the powers and discharging their duties honestly, in good faith and in the best interests of the Association.

Members of the Board shall not exercise their Board authority except when acting at a meeting with the full Board or as delegated by the Board or the President.

When a decision has been taken by the board, all members shall respect and support that decision regardless of how they voted.

**I. RESPECTFUL TREATMENT**

1. The meeting Chair should not tolerate disruptive behaviour, discourtesy or rudeness by one party to another, including toward staff and delegations.
2. Any member guilty of such conduct shall be spoken to by the Chair. The Chair may ask the member to cease discussion on the topic in question. If the behaviour persists, the Chair has the authority to ask the member to leave the meeting.
3. Dissenting opinions and perspectives of members shall be expressed in a manner that respects the rights of fellow Board members. Members may request divergent views be noted in the recorded minutes.

**II. RELATIONSHIP BETWEEN DIRECTORS AND STAFF**

1. Each member shall ensure that his/her behaviour towards Directors and staff prior to, during or following meetings adheres to the following:
  - (a) Is professional and fair, without harassment or bullying;
  - (b) Contributes to the preservation of orderly conduct;

- (c) Avoids derogatory comments or questions and comments designed to embarrass or which are verbally abusive; and
- (d) Is respectful of the decisions/rulings of the Board as a whole.

**III. CONFLICT OF INTEREST**

1. In general, the rules of the Municipal Act with regard to Conflict of Interest shall be applied.
2. Board members shall promptly bring to the attention of the President any pecuniary interest, conflict or perception of conflict of interest by professional or other affiliation.
3. If there is a pecuniary interest, the Board member:
  - (a) Must disclose the general nature of the pecuniary interest prior to any discussion of the matter;
  - (b) Abstain from voting on any question relating to the matter;
  - (c) Abstain from discussion of the matter; and
  - (d) Leave the room where the meeting is being held until discussion and voting on the matter are concluded.
4. Concurrent to formally announcing their intent to seek a nomination to be a candidate to a political party, the Director shall indicate such intent in writing and will take an immediate leave of absence from the Executive Committee and/or the Board.
5. Upon successful nomination to be a candidate to a political party, the resignation from the Board shall be effective immediately.

I, \_\_\_\_\_ (print name) hereby acknowledge the Code of Conduct and its application to me as a member of the Board of Directors for the Northwestern Ontario Municipal Association.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

Adopted by the Board of Directors – September 29, 2010, City of Thunder Bay