

Board Code of Conduct

1.0 PURPOSE

This Code of Conduct (“Code”) for the Eastern Irrigation District applies to all the directors of the Board of the Eastern Irrigation District. The purpose of the Code is to establish standards for the ethical conduct of directors (“Members”) relating to their roles and obligations as directors of the Eastern Irrigation District (“District”) and to establish a procedure for the investigation and enforcement of those standards. Members understand this Code may not cover every specific scenario and therefore use the spirit and intent of the Code to guide their conduct, and exercise care and diligence in the course of their work with the District.

2.0 REPRESENTING THE DISTRICT

- 2.01 Members shall act honestly and in good faith to serve the welfare and interests of the District as a whole.
- 2.02 Members shall perform their functions and duties in a conscientious and diligent manner with integrity, accountability and transparency.
- 2.03 Members shall conduct themselves in a professional manner with dignity and make every effort to participate diligently in District Board of Director (“Board”) meetings, Committees of the Board and other bodies to which they are appointed by the Board.

3.0 COMMUNICATION ON BEHALF OF THE BOARD

- 3.01 A Member must not claim to speak on behalf of the Board unless authorized to do so.
- 3.02 Members shall accurately communicate decisions of the Board, even if they were in disagreement with the Board’s decision so that respect for the decision-making processes of the Board are fostered.

4.0 RESPECTING THE DECISION-MAKING PROCESS

- 4.01 Members must be willing to be a dissenting voice, endeavor to build on other Member’s ideas, offer alternate points of view as options to be considered and invite others to do so.
- 4.02 Members must refrain from influencing other Members outside of Board meetings that is intended to create factions between Members or limit free and open discussion.
- 4.03 No Member shall, unless authorized by the Board, attempt to bind the District or give direction to employees, agents, contractors, consultants or other service providers or prospective vendors to the District.
- 4.04 Members shall not contact or otherwise attempt to influence representatives of any adjudicative body regarding any matter before it relating to the District.
- 4.05 Members shall support majority decisions of the Board.

5.0 ADHERENCE TO POLICIES, PROCEDURES AND BYLAWS

- 5.01 Members must comply with all relevant federal, provincial and municipal laws, regulations, policies and procedures.

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5.02 Members shall respect the District as an organization and comply with all District bylaws, policies and procedures and shall encourage public respect for the District and its bylaws, policies and procedures. A Member must not encourage disobedience of any District bylaw, policy, or procedure in responding to an irrigator as this undermines public confidence in the District.

6.0 RESPECTFUL INTERACTION WITH BOARD MEMBERS, STAFF, THE PUBLIC AND OTHERS

6.01 Members shall act in a manner that demonstrates fairness, respect for individual differences and opinions and an intention to work together for the common good and in furtherance of the interests of the District.

6.02 Members shall treat each other, employees of the District, irrigation sector colleagues, and members of the public with courtesy, dignity and respect without abuse, bullying, intimidation or discrimination.

7.0 CONFIDENTIAL INFORMATION

7.01 Members must respect and protect information identified as confidential and use this information only as it relates to the business of the District and not use it for personal gain. Members must not disclose confidential information obtained while sitting on the Board. After a Member has left the Board, the Member must not disclose confidential information obtained during their time as a Member of the Board.

8.0 CONFLICT OF INTEREST

8.01 Members have a statutory duty to comply with the pecuniary interest provisions set out under Sections 34 and Section 37 of the Irrigation Districts Act.

8.02 Members are to be free from undue influence and not act or appear to act in order to gain financial or other benefits for themselves, family, friends or associates, business or otherwise.

8.03 Members shall approach decision-making with an open mind that is capable of persuasion.

8.04 It is the individual responsibility of each Member to seek independent legal advice, at the Member's sole expense, with respect to any situation that may result in a pecuniary or other conflict of interest.

9.0 REMUNERATION AND EXPENSES

9.01 Members are stewards of District resources and shall avoid waste, abuse and extravagance in the use of those resources.

9.02 Members shall be transparent and accountable with respect to all expenditures and strictly comply with all District bylaws, policies and procedures regarding claims for remuneration and expenses.

10.0 INFORMAL COMPLAINT PROCESS

10.01 Any person who has identified or witnessed conduct by a Member that such person reasonably believes, in good faith, the Member is in contravention of this Code may address the prohibited conduct by:

- (a) Advising the Member that the conduct violates this Code and encouraging the Member to stop; or,

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- (b) Requesting the Chair to assist in informal discussion of the alleged complaint with the Member in an attempt to resolve the issue. In the event the Chair is the subject of, or is implicated in a complaint, the person may request the assistance of the Vice-Chair.

10.02 Individuals are encouraged to pursue the informal complaint process as the first means of remedying conduct that they believe violates this Code and may also inform the District General Manager or request the District General Manager to attend any above noted informal discussions. However, an individual is not required to complete the informal complaint procedure prior to pursuing the formal complaint procedure outlined below.

11.0 FORMAL COMPLAINT PROCESS

11.01 Any person who has identified or witnessed conduct by a Member that such person reasonably believes, in good faith, the Member is in contravention of this Code may file a formal complaint of the supposed breach of this Code.

11.02 The Investigator of the formal complaint process is the Board of Directors, excluding the Member who is the subject of the complaint.

11.03 Reporting:

- (a) All complaints shall be made in writing and shall be dated and signed by an identifiable individual and submitted to the District General Manager.
- (b) The complaint must set out reasonable and probable grounds for the allegation that the Member has contravened this Code, including a detailed description of the facts, as they are known, giving rise to the allegation.
- (c) If the facts, as reported, include the name of one or more Members who are alleged to be responsible for the breach of this Code, the Member or Members concerned shall receive a copy of the complaint submitted to the General Manager.

11.04 Responding:

- (a) Upon receipt of a formal complaint under this Code, the General Manager shall forward the complaint to the Investigator to review the complaint and decide whether to proceed to investigate the complaint or not. If the Investigator is of the opinion that a complaint is frivolous or vexatious or is not made in good faith, or that there are no grounds or insufficient grounds for conducting an investigation, the Investigator may choose not to investigate or, if already commenced, may terminate any investigation, or may dispose of the complaint in a summary manner. In that event, the complainant shall be notified of the Investigator's decision.
- (b) If the Investigator decides to investigate the complaint, the Investigator shall take such steps as it may consider appropriate, which may include seeking legal advice. All proceedings of the Investigator regarding the investigation shall be confidential.
- (c) The Investigator shall, upon conclusion of the investigation, provide the Board and the Member who is subject of the complaint, the results of the Investigator's investigation.

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- (d) A Member who is the subject of an investigation shall be afforded procedural fairness, including an opportunity to respond to the allegations before the Board deliberates and makes any decision or any sanction is imposed.
- (e) A Member who is the subject of an investigation is entitled to be represented by legal counsel, at the Member's sole expense.

11.05 Consequences:

Members not complying with the standards of behavior identified in this Code, including taking part in a decision or action that furthers their private interests, may in addition to any other consequences set out in the Irrigation Districts Act, be subject to a motion of censure.

12.0 COMPLIANCE AND ENFORCEMENT

- 12.01 Members shall uphold the letter and the spirit and intent of this Code.
- 12.02 Members are expected to co-operate in every way possible in securing compliance with the application and enforcement of this Code.