

NSFM Board of Directors Code of Conduct Policy

1. Purpose

The purpose of this policy is to:

- establish guidelines for ethical and interpersonal standards of conduct for NSFM Directors,
- assist directors to clarify their role and responsibilities and promote collegial behaviour.
- establish a consistent process for decision making and communicating decisions.

2. Primary Focus

- a) NSFM Directors recognize their role is to represent the interests of the NSFM membership as a whole and not their individual municipality.
- b) Board members are accountable for exercising their powers and discharging their duties honestly, in good faith and in the best interests of the NSFM Board. This accountability supersedes the personal interest of any board member.
- c) Each Director should be committed to the value of municipalities working together through the NSFM, and should understand and support NSFM's mission, values, core beliefs, strategic goals, and implementation strategies.
- d) Each Director should be alert to any development that might impede the basic purpose or objectives of NSFM and notify the Board as necessary.

3. Additional Responsibilities

Additional Director responsibilities include:

- i. ensuring legal and ethical integrity and maintaining accountability,
- ii. performing Board duties in good faith and with such care as necessary to promote the best interests of NSFM,
- iii. using the Director position responsibly, e.g. not implying NSFM support of private or municipal positions, and not seeking favours by virtue of your role as a Director,
- iv. facilitating two-way communication between NSFM and municipal officials within your sphere of influence (your own municipality, neighbouring municipalities, regions, caucuses, committees, etc.),
- v. being informed about NSFM's mission, vision, services, policies, and programs,
- vi. reviewing agendas and supporting materials prior to board meetings,
- vii. serving on committees and offering to take on special assignments
- viii. informing others about NSFM
- ix. suggesting possible nominees to the Board and NSFM committees who can make significant contributions to the work of the Board and NSFM,
- x. keeping up-to-date on developments relating to municipalities,
- xi. refraining from making special requests of the staff, and
- xii. making a personal commitment to NSFM's success.

4. Relationship to Directors and Staff

Each member shall ensure that their behaviour towards directors and staff prior to, during or following meetings adheres to the following:

- is professional and fair,
- contributes to the preservation of orderly conduct,
- avoids sarcasm, derogatory comments or questions or comments designed to embarrass, and
- is respectful of the decisions of the Board as a whole.

5. Fair Treatment

- a) Each Director has a responsibility to ensure that all persons are:
 - i. treated fairly and in a way that respects diversity and inclusion;
 - ii. dealt with in good faith, and
 - iii. given adequate opportunity to state their case per Sections 6(b) and (c) of this policy.
- b) 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.
- c) The meeting Chair should not tolerate:
 - i. discourtesy by one party to another,
 - ii. rudeness to directors or staff, or
 - iii. disruptive behavior.
- d) Any member deemed to be engaging in offensive 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.

6. Meetings

- a) Directors shall attend meetings on a regular and punctual basis.
- b) Per Section 5.7 of the NSFM Bylaws, a member shall be disqualified from being a NSFM Director if absent from three consecutive meetings without a reason satisfactory to the Board.
- c) Any Director who must leave a meeting early shall notify the Chair at the start of the meeting. If the absence of the Director in question eliminates a quorum, the Chair shall try to ensure that any business requiring a motion is completed prior to the Director's early departure from the meeting.

7. Rules of Procedure, Decision Making and Communicating Decisions

- a) Directors shall be familiar with approved NSFM policies, bylaws, rules of procedure and proper conduct of meetings so that any decision of the Board may be made in an efficient, knowledgeable and expeditious manner.

- b) Without the approval of the Chair, no member shall speak more than once on any motion except to explain a misconception of another member's remarks. The mover of the motion shall have the right to speak a second time to reply and sum up in closing the debate.
- c) No person shall speak more than five minutes upon any matter at one time without the approval of the Chair. The Chair may extend such time so as not to exceed a total time of ten minutes.
- d) Once a matter is decided by motion, the Board is committed to that decision. Board members shall respect all decisions of the Board
- e) Members shall speak with a united voice. When the Board establishes a position on an issue, that position will be conveyed by all Board members when meeting with Provincial Ministers in their capacity as NSFM representatives. This would include meeting with any Provincial Minister(s) as an entire Board, as the Executive or as individual members. Directors should not speak or work against the actions of the Board.
- f) Directors are prepared to bring insights relating to the opportunities and challenges facing municipalities and NSFM and will assume responsibility for interpreting Board policy to the membership.
- g) Official information related to decisions and resolutions made by the Board will be communicated to the media by the President or Chief Executive Officer as per Section 1.2 of the Spokesperson Policy . In the absence of the President, the Vice President shall serve in this role. In the absence of the Vice President, a member of the Executive selected by the Board shall serve in this role.

8. Conflict of Interest

- a) Directors are expected to make decisions in the best overall interest of municipalities across Nova Scotia, as opposed to their personal interests or the interest of their own municipal unit. The same expectation applies to all NSFM committee members, and to NSFM appointees to any committee, board, agency, task force, or other group.
- b) Directors are expected to become familiar with the conflict-of-interest requirements outlined in the *Municipal Conflict of Interest Act*, as well as the requirements of this policy. Directors are expected to follow these requirements, and to disclose potential conflicts of interest prior to voting on any matter before the Board.
- c) Directors shall promptly bring to the attention of the Board any conflict or perception of conflict of interest in accordance with the guidelines outlined in the Nova Scotia *Municipal Conflict of Interest Act*, and in accordance with the direction set out in this code of conduct policy. If circumstances are such that NSFM members might reasonably question the Director's ability to act solely in the best interests of the Federation and its member units, the Director shall abstain from participation on the matter in question.
- d) Abstaining from decisions should not be limited to only those cases where a Director has a pecuniary interest in the matter being considered, whether direct or indirect (as outlined in the *Municipal Conflict of Interest Act*).

- e) Identifying and avoiding pecuniary conflicts of interest represents the floor, not the ceiling, for conduct as an NSFM Director. Directors should abstain from participating in decisions that would affect organizations for which they work, or from decisions that would uniquely benefit their own municipal unit.

9. Partisan Activity/Election Endorsements

- a) In the interest of maintaining both the non-partisan nature of NSFM and our functions, as well as an atmosphere conducive to the business of NSFM meetings, attendees are expected to refrain from partisan political activities and campaigning at all NSFM functions. In no case will Directors engage in partisan activities in the official function spaces of NSFM meetings.
- b) Directors and other members may be invited to hear from provincial political leaders, may be advised of partisan policies and positions related to the work of NSFM, and may be invited to discuss NSFM priorities with politicians and constituents. However, NSFM does not endorse one provincial party and each party will be extended equal opportunity to respond to issues raised by the Board members.
- c) Adherence to the Code, Act and Board Procedures

Each member shall:

- i. sign and adhere to all sections of the Code of Conduct Policy,
- ii. adhere to the requirements of Nova Scotia's *Municipal Government Act* and *Municipal Conflict of Interest Act*, and
- iii. adhere to the requirements of NSFM policies and procedures.

10. Orientation

Each newly appointed Board of Director shall receive an orientation, which will include a review of the Code of Conduct.

11. Policy Review

This policy will be reviewed every three years from the date of inception.

12. Date of Approval


Approved and signed on June 11, 2021.

By signing the Code of Conduct Policy, the NSFM Board of Directors agrees to adhere to all sections of the policy.

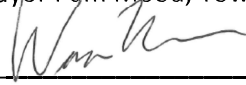
Signed on behalf of the 2020-2021 NSFM Board of Directors:



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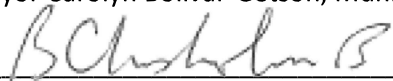


Mayor Pam Mood, Town of Yarmouth, Immediate Past President

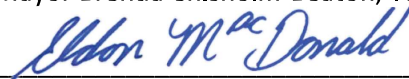


Councillor Wayne Mason, Halifax Regional Municipality, Regional Caucus Chair


Mayor Carolyn Bolivar-Getson, Municipality of the District of Lunenburg, Rural Caucus Chair



Mayor Brenda Chisholm-Beaton, Town of Port Hawkesbury, Towns Caucus Chair




Councillor Eldon MacDonald, Cape Breton Regional Municipality, Regional Caucus



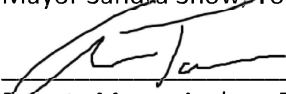
Councillor Pam Lovelace Halifax Regional Municipality, Regional Caucus

Councillor Deborah Wadden, County of Pictou, Rural Caucus

Councillor Patti Durkee, Municipality of the District of Yarmouth, Rural Caucus



Mayor Sandra Snow, Town of Kentville, Towns Caucus



Deputy Mayor Andrew Tanner, Town of Bridgewater, Towns Caucus

Alain Muise, Chief Administrative Officer, District of Argyle, AMA Representative

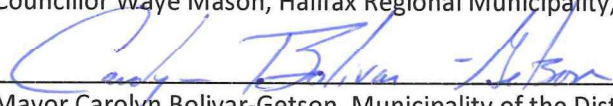
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