



**THE BOARD OF GOVERNORS OF  
THE LAMBTON COLLEGE OF APPLIED ARTS AND TECHNOLOGY**

**POLICY ON CONFIDENTIALITY AND CODE OF ETHICS**

Motion:	2021-32
Date Approved:	November 27, 2003
Supercedes:	Issue of September 1997
Reviewed:	October 28, 2021
Policy No.:	1-003

Lambton College has an outstanding reputation in the community for its integrity, loyalty, dedication and commitment as well as its high quality training and education programs. In support of this positive image, the College expects and requires Governors to act in a professional, respectful and collegial manner while carrying out their responsibilities on the Board.

**PROTOCOL REGARDING CONFIDENTIALITY**

The Governors and committee members owe to the College a duty of confidence not to disclose or discuss with another person or entity, or to use for their own purpose, confidential information concerning the business and affairs of the College received in their capacity as Governors or committee members unless otherwise authorized by the Board.

Every Governor and committee member shall ensure that no statement not authorized by the Board is made by them to the press or public.

This protocol regarding confidentiality applies to all Board and non-Board committee members:

**Confidential Matters**

1. All matters that are the subject of closed sessions of the Board are confidential until disclosed in an open session of the Board.
2. All matters that are before a committee or task force of the Board are confidential unless they have been determined not to be confidential by the chair of the relevant committee or task force or by the Board. Discussion with others for the purposes of gathering input for committee consideration may be permitted by the chair of the committee or by the policies and procedures applicable to the committee, provided that appropriate confidence is kept with respect to the matters before the committee.
3. All matters that are the subject of open sessions of the Board are not confidential.
4. If a Governor has any questions on the confidentiality aspects of a particular issue, the Governor may request clarification on such questions from the Chair of the Board.

**Procedure for Maintaining Minutes**

1. Minutes of closed sessions of the Board shall be recorded by the secretary or designate or if the secretary or designate is not present, by a Governor designated by the chair of the Board.
2. All minutes of closed sessions of the Board shall be marked confidential and shall be handled in a secure manner.

3. All minutes of meetings of committees and task forces of the Board shall be marked confidential and shall be handled in a secure manner.
4. Notwithstanding that information disclosed or matters dealt with in an open session of the Board are not confidential, no Governor shall make any statement to the press or the public in their capacity as a Governor unless such statement has been authorized by the Board.

Each Governor must sign and comply with an annual governor declaration and consent, including a statement that the Governor agrees to comply with this policy.

### **PROTOCOL REGARDING CODE OF ETHICS**

Each Governor of Lambton College shall commit to the highest ethical conduct as an individual and a Governor and will strive at all times to:

1. work with fellow Governors and the College President in a cooperative and respectful manner, remembering that the Governor is accountable to the external community as a whole and not any special interest group(s), and that the Governor has no legal or moral authority as an individual outside the meetings of the Board;
2. support fellow Governors in fulfilling their ethical, fiscal and professional obligations;
3. base decisions on the facts of each situation, vote with honest conviction, unswayed by any special interests, and honour and uphold all majority decisions taken by the Board;
4. ensure the College's mission, values and strategic plan and objectives are achieved in a democratic and fiscally responsible manner which meet the needs of learners, enable staff to carry out their responsibilities competently and ethically and which enhance the College's public image;
5. treat in a fair and equitable manner fellow Governors, College staff, students and the general public regardless of race, religion, gender, disabilities, age, national origin, or sexual orientation;
6. support the President, as the College's appointed leader, in the achievement of the College's mission and strategic goals, dealing with any staff or student complaints according to the established policy for such issues (see Lambton College policies);
7. bring instances of violations of this Code to the Chair for resolution; or, if the Chair is in violation, to the Board as a whole, following those procedures specified in Lambton College's policies;
8. refrain from taking advantage of all instances for potential personal or professional gain arising from their position as a Governor;
9. accept the consequences for any of their actions which violate this Code of Ethics, the Respectful College Community Policy or the Conflict of Interest Policy and abide by the resulting decisions;
10. participate fully in any review of this Code and any revisions decided upon; and
11. generally be guided in the performance of their Board responsibility by high ethical standards.