

## **CDSBC Board Member Conduct Agreement**

The College's fundamental duties are to serve and protect the public, and to exercise its powers and discharge its responsibilities in the public interest.

By agreeing to serve on the Board, each Board member provides a valuable service to the citizens of British Columbia and the dental profession. The Board is very well-served by individuals who are leaders in their communities and who come together to collaboratively lead the College in the public interest.

As stewards of the public trust, the Board aspires to maintain the confidence of the public, the government, and the dental profession in the College's ability to fulfill its important statutory responsibilities.

The College can only deliver on its mandate through the diligence, commitment, and integrity of its Board. This agreement sets out the conduct of Board members required in service of the College's objectives.

### **1. Compliance with prescribed requirements**

Board members must:

- 1.1 Exercise all powers and discharge all responsibilities in the public interest above all other considerations.
- 1.2 Have a working knowledge of the *Health Professions Act* and the Oath of Office thereunder, the applicable Regulations, the CDSBC Bylaws, the CDSBC Governance Manual, and the CDSBC Policy Development Process, and act in compliance with the letter and spirit of these documents.
- 1.3 Respect and abide by any validly-passed resolution or policy of the Board.

### **2. Duties to the Board/College**

Board members must:

- 2.1 Act at all times in the public interest, and not as a delegate or representative of any constituency, organization, or interest group.



- 2.2 Perform their duties in good faith to the best of their abilities.
- 2.3 At all times conduct themselves in a way that protects the College's reputation, and in particular, act with fairness, honesty, and integrity.
- 2.4 Support all decisions of the Board once made, even if they do not personally agree with the decision.
- 2.5 Refrain from speaking on behalf of the College or the Board unless explicitly authorized to do so by the Board, the President, or the Registrar. Board members may engage with stakeholders in accordance with the CDSBC Policy Development Process.
- 2.6 Make no attempt to exercise undue influence over other Board members.
- 2.7 Review all material for which they are responsible and attend all meetings prepared to contribute to the discussion.
- 2.8 Respond promptly to all communication received from the Board or the College.
- 2.9 Interact in a courteous, respectful, and non-discriminatory manner.

### **3. Avoidance of bias/conflict of interest**

Board members must:

- 3.1 Approach all discussions and decisions fairly and objectively with an open mind.
- 3.2 Fully and promptly inform the Board if a situation exists or arises in which the Board member has a bias or could reasonably be perceived to have a bias that prevents them from carrying out their duties in a fair and objective manner.
- 3.3 Fully and promptly inform the Board of any circumstance that is a real or reasonably perceived conflict of interest that could benefit or be seen to benefit the Board member's personal finances, business dealings, family, friends, or organizations with which the Board Member is associated.
- 3.4 Refrain from any participation in the discussion, consideration, or decision of any matter towards which the Board member has an actual or reasonably perceived bias or conflict of interest.



#### **4. Duty of confidentiality**

- 4.1 Board members must maintain strict confidentiality of confidential information regarding the Board or the College, its registrants, staff, and committees including:
- a. Personnel information;
  - b. Personal information of a registrant;
  - c. Complaints/discipline information;
  - d. Legal issues;
  - e. Information related to the College's finances;
  - f. Internal communication;
  - g. Correspondence received by the College or Board where the sender has a reasonable expectation of privacy;
  - h. Internal discussions or deliberations;
  - i. Policy discussions or decisions that have not been publicly communicated;
  - j. Any other information related to matters that have been or will be discussed in-camera.
- 4.2 Board members must take all reasonable steps to safeguard confidential materials in their possession, and must promptly notify the Registrar if they believe that confidential materials that were in their possession or control have been lost or otherwise compromised.
- 4.3 Board members may only disclose information that is or was confidential in the following circumstances:
- a. As explicitly authorized by the Board;
  - b. After the information has been publicly communicated by the College on its website, through the CDSBC Policy Development Process, or by other official means;



- c. In accordance with the *Health Professions Act*, the *Freedom of Information and Protection of Privacy Act*, or other enactment; and/or
  - d. As otherwise required by law.
- 4.4 Upon the end of their term of office, Board members must return any confidential materials remaining in their possession to the College or arrange for those materials to be destroyed.
- 4.5 The duty of confidentiality applies both during and after the Board member's term of office.
- 4.6 Notwithstanding any term of this agreement, the College remains entitled to any remedy otherwise available at law for a breach of confidentiality.

The undersigned hereby agrees that they have read, understood, and agreed to the Code of Conduct above:

\_\_\_\_\_  
Name

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature