

<i>Policy Manual</i>	CODE: Policy 7 TITLE: Board Operations APPROVED: May 26, 2009 AMENDED/REVIEWED: February 10, 2015 November 28, 2017, December 11, 2018 September 10, 2019, September 8, 2020
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Policy

The Board believes that good governance requires sound organizational design and structure, regularly scheduled meetings of the Board, clear guidelines for the operation of the meetings, and to the greatest extent possible the meetings shall be open and accessible to the public and community stakeholder groups.

The Board believes there are times when public interest is best served by private discussions of specific issues in in-camera sessions. The Board believes it is necessary to protect individual privacy and the Board's own position in negotiating either collective agreements or contracts and therefore expects to go in-camera for issues dealing with individual students, individual employees, land, labour, litigation or negotiation.

Guidelines and Procedures

1. Organizational Meeting

An organizational meeting of the Board of Trustees shall be held annually, and no later than four weeks following Election Day when there has been a general election. The Superintendent will give notice of the organizational meeting to each Trustee as if it were a special meeting.

Each Trustee will take the oath of office immediately following the call to order of the organizational meeting after a general election. Special provisions will be made for a Trustee taking office following a by-election.

The Superintendent or designate shall act as Chair of the meeting for the purpose of the election of the Board Chair. Upon election, the Board Chair shall preside over the remainder of the organizational meeting. The Board Chair shall be elected for a period of one year.

The organizational meeting shall, in addition include, but not be restricted to, the following:

- 1.1 Elect a Vice-Chair;
- 1.2 Establish a schedule (date, time and place) for regular meetings, and any additional required meetings;
- 1.3 Adoption of a Board Work Plan for the upcoming year;

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- 1.4 Create such standing committees of the Board as are deemed appropriate, and appoint members as per Policy 8;
- 1.5 Appoint Board representatives to the various Boards or committees of organizations or agencies where the Board has regular representation, as per Policy 9;
- 1.6 Establish Trustee compensation rates; and
- 1.7 Review Board member conflict of interest stipulations and determine any disclosure of information requirements.

2. Annual Board Work Plan

- 2.1 The Superintendent shall prepare for consideration and adoption by the Board an Annual Work Plan.
- 2.2 The Board shall review, modify and revise the Annual Work Plan as required throughout the school year.
- 2.3 Included in the Work Plan on a month by month basis shall be:
 - 2.3.1 All regularly scheduled meetings of the Board, Alberta School Boards Association and the Public School Boards Association of Alberta;
 - 2.3.2 Specific items, tasks or focus for the Board to address in order to successfully fulfill its monitoring and governance responsibilities; and
 - 2.3.3 Target dates for work start and completion of items identified.

3. Regular Meetings

- 3.1 The schedule and location of regular Board meetings shall be as established at the annual organizational meeting. Nevertheless, the Board may, by resolution, alter the schedule and/or meeting location in such manner as it deems appropriate.
- 3.2 A quorum, which is a simple majority of the number of Trustees, must be present for every duly constituted meeting.
- 3.3 Board meetings will be open to the public to the greatest extent possible.

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4. Special Meetings

Occasionally, unanticipated or emergent issues require immediate Board attention and/or action.

Special meetings of the Board may be held from time to time as provided for under Alberta Regulation 82/2019 of the *Education Act*, Section 3. These are public meetings.

The nature of the business to be transacted must be clearly specified in the notice of the meeting. Unless all Trustees are present at the special meeting, no other business may be transacted. Items can be added to the agenda only by the unanimous consent of the entire Board.

5. In-Camera Sessions

When the majority of Trustees are of the opinion that it is in the public interest to discuss any matter in private, the Board may move by resolution and public vote to move the meeting in-camera. Such sessions shall be closed to the public and press. Board members and other persons attending the session shall not publicly disclose any details of the discussion.

The Board shall, during the in-camera session, adopt only such resolution as is required to re-convene the Board in an open, public meeting.

6. Agenda for Regular Meetings

The Superintendent is responsible for establishing the agenda for Board meetings in consultation with the Board Chair.

The agenda will be supported by copies of letters, reports, contracts and other materials as are pertinent to the business which will come before the Board and will be of value to the Board in the performance of duties.

Items may be placed on the agenda in one of the following ways:

- 6.1 By notifying the Superintendent or Board Chair at least six days prior to the Board meeting;
- 6.2 By notice of motion at the previous meeting of the Board;
- 6.3 As a request from a committee of the Board; and

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- 6.4 Issues that require Board action may arise after the agenda has been prepared. The Board Chair, at the beginning of the meeting, shall ask for additions to and/or deletions from the agenda prior to agenda approval. Changes to the agenda may be made by a majority vote of those present.

The agenda package, containing the agenda and supporting information, will be distributed to each Trustee at least four days in advance of regular Board meetings.

The list of agenda items shall be posted in a place readily accessible to the general public. Any elector may inspect the agenda and request a copy.

The Board will follow the order of business set by the agenda unless the order is altered or new items are added by agreement of the Board.

During the course of the Board meeting, the majority of Trustees present may request that the Board Chair place items before the Board for discussion. The Board may take action on such items.

7. Minutes

The Board shall maintain and preserve by means of minutes a record of its proceedings and resolutions.

- 7.1 The minutes shall record:

- 7.1.1 Date, time and place of meeting;
- 7.1.2 Type of meeting (regular, special, committee);
- 7.1.3 Names of those Trustees and administration in attendance and Chair of the meeting;
- 7.1.4 Approval of the agenda;
- 7.1.5 Approval of preceding minutes
- 7.1.6 A brief summary of the circumstances which gave rise to the matter being debated by the Board;
- 7.1.7 All resolutions, including the Board's disposition of the same, placed before the Board, should be entered in full;
- 7.1.8 Names of persons making the motion;
- 7.1.9 Points of order and appeals;

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- 7.1.10 Appointments;
- 7.1.11 Summarized reports of committees;
- 7.1.12 Recording the vote on a motion (when requested pursuant to Alberta Regulation 82/2019 of the *Education Act*, Section 8; and
- 7.1.13 Trustee declaration pursuant to Section 88 of *The Education Act*.

7.2 The minutes shall:

- 7.2.1 Be prepared as directed by the Superintendent;
- 7.2.2 Be reviewed by the Superintendent prior to submission to the Board;
- 7.2.3 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board; and
- 7.2.4 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business and shall be available for public review.

7.3 The Superintendent shall ensure, upon acceptance by the Board, that the Board Chair and Secretary-Treasurer signature is affixed to the concluding page of the minutes.

7.4 The Superintendent shall establish a codification system for resolutions determined by the Board which will:

- 7.4.1 Provide for ready identification as to the meeting at which it was considered;
- 7.4.2 Provide for cross-referencing with resolutions of similar nature adopted by the Board at previous meetings;
- 7.4.3 Establish and maintain a file of all Board minutes; and
- 7.4.4 Provide an index of resolutions based on subject matter.

8. Motions

Motions do not require a seconder, except in rare instances as described below:

8.1 Notice of Motion

The notice of motion serves the purpose of officially putting an item on the agenda of the next or future regular meeting and gives notice to all Trustees of the item to be discussed. A notice of motion is not debatable and may not be voted on.

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A Trustee may present a notice of motion for consideration at the next regular meeting of the Board or may specify another meeting date. If a Trustee cannot be present at a meeting and wishes to make a notice of motion they may provide the Superintendent with a written notice of motion and ask that it be placed on the agenda of the next regular meeting and read at the meeting. The written notice of motion must have a seconder from a trustee present at the meeting at which the notice is given; otherwise the item will be dropped.

8.2 Discussion of Motions

The custom of addressing comments to the Board Chair should be followed by all persons in attendance.

A Board motion or a recommendation from Administration must be placed before the Board prior to any discussion taking place on an issue. Once a motion is before the Board and until it is passed or defeated, all speakers shall confine their remarks to the motion or to the information pertinent to the motion.

8.3 Speaking to the Motion

The mover of a motion first and every Trustee shall have an opportunity to speak to the motion before any Trustee is allowed to speak a second time.

The mover of the motion is permitted to close debate on the motion.

As a general guide, a Trustee should not speak longer than five minutes on any motion. The Board Chair has the responsibility to limit the discussion by a Trustee when such a discussion is repetitive or digresses from the topic at hand, or where discussion takes place prior to the acceptance of a motion.

No one shall interrupt a speaker, unless it is to ask for important clarification of the speaker's remarks, and any such interruption shall not be permitted without permission of the Board Chair.

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Should a Trustee arrive at the meeting after a motion has been made and prior to taking a vote, the Trustee may request further discussion prior to the vote. The Board Chair shall rule on further discussion.

8.4 Reading of the Motion

A Trustee may require the motion under discussion to be read at any time during the debate, except when a Trustee is speaking.

8.5 Recorded Vote

Whenever a recorded vote is requested by a Trustee before the vote is taken, the minutes shall record the names of the Trustees who voted for or against the matter. If the request is made immediately after a vote is taken, the minutes shall record the name of that Trustee and whether that Trustee voted for or against the matter or abstained.

8.6 Required Votes

The Board Chair and all Trustees present, unless excused by resolution of the Board or by the provisions of the *Education Act*, shall vote on each question. Each question shall be decided by a majority of the votes of those Trustees present. A simple majority of a quorum of the Board will be decided in favour of the question. In the case of an equality of votes, the question is defeated. A vote on a question shall be taken by open vote, expressed by show of hand, except the vote to elect the Board Chair or Vice-Chair, which is by secret ballot, unless there is unanimous agreement among the Trustees to use a show of hands.

8.7 Debate

In all debate, any matter of procedure in dispute shall be settled, if possible, by reference to Robert's Rules of Order. If this reference is inadequate, procedure may be determined by motion supported by the majority of Trustees in attendance.

9. Delegations to Board Meetings

Members of the public are encouraged to bring concerns regarding educational matters to regular meetings of the Board. The Board also believes it has a responsibility to conduct regular public meetings of the Board in an orderly and efficient fashion. The Board will receive

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representations and delegations on any subject pertinent to Board business provided the item has been placed on the agenda.

9.1 Individuals or groups wishing to make representation to the Board:

- 9.1.1 Shall normally submit a written explanation of the nature of the presentation or request to the Superintendent at least seven days prior to the date of the Board meeting;
- 9.1.2 Shall be granted by the Superintendent an appointed time on the meeting agenda in which to make representations, if, in the opinion of the Board Chair and the Superintendent, the matter is pertinent to Board business; and
- 9.1.3 Shall identify a spokesperson for all delegations.

9.2 Normally, and excepting items raised pursuant to Section 4 of this policy, the following procedures will govern the conduct of the delegation:

- 9.2.1 The Board Chair shall outline the process;
- 9.2.2 The delegation shall, during its meeting with the Board, observe the rules of parliamentary decorum;
- 9.2.3. The spokesperson will be asked to present the position/request;
- 9.2.4 The delegation spokesperson shall be entitled to complete his/her presentation, within fifteen (15) minutes without questioning or comments from the Board;
- 9.2.5 The spokesperson may ask questions to gather specific information;
- 9.2.6 Upon completion of the presentation the Chair shall allow, for a maximum of fifteen (15) minutes, Trustee questions of clarification of the delegation.
- 9.2.7 Upon completion of the question period the Chair shall inform the delegation when the decision will be made. When a decision has been reached it will be communicated in writing to the spokesperson.

10. Recording Devices

Anyone wanting to use a recording device at a public Board meeting shall obtain prior approval of the Chair.

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11. Trustee Compensation

Compensation for Trustees will be established each year at the organizational meeting but may be adjusted at other times by Board motion.

- 11.1 Each Trustee shall be eligible to receive a per diem for meetings held inside or outside the City of Grande Prairie, greater than 3 hours, where the Trustee represents the Board, or elective meetings of ASBA, PSBA, or for Trustee upgrading, or otherwise approved by the Board, including travel time, excluding Special and Regular Board meetings.

12. Trustee Conflict of Interest

- 12.1 The Trustee is expected to be conversant with *Sections 85 to 96 of the Education Act*.

- 12.2 The Trustee is solely responsible for declaring himself/herself to be in possible conflict of interest.

12.2.1 The Trustee shall make such declaration in open meeting prior to Board or committee discussion of the subject matter which may place the Trustee in conflict of interest.

- 12.3 It shall be the responsibility of the Trustee in conflict to absent him/herself from the meeting in accordance with the requirements of the *Education Act* and ensure that his/her declaration and absence is properly recorded within the minutes.

13. Board Self-Evaluation

- 13.1 The annual Board self-evaluation process will complement the Superintendent evaluation process as described in the Evaluation of the Superintendent Policy.

- 13.2 The purpose of the Board self-evaluation is to answer the following questions:

13.2.1 Have we fulfilled our mission this past year?

13.2.2 Have we accomplished our goals as set out in our Education Plan this past year? How do we know?

13.2.3 Have we honoured our universal and operational guiding principles?

13.2.4 Have we fulfilled our roles as per our governance policies?

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- 13.2.5 How do we perceive our interpersonal working relationships?
 - 13.2.6 How well have we adhered to our annual work plan?
 - 13.2.7 How well do we receive input and how well do we communicate?
 - 13.2.8 How would we rate our Board/Superintendent relations?
- 13.3 The principles upon which the Board self-evaluation is based are as follows:
- 13.3.1 A learning organization or a professional learning community is focused on the improvement of practice;
 - 13.3.2 A pre-determined process for evaluation strengthens the governance functions and builds credibility for the Board; and
 - 13.3.3 An evidence-based approach provides objectivity.
- 13.4 The components of the Board self-evaluation are:
- 13.4.1 Review of Board Role Performance;
 - 13.4.2 Monitoring Interpersonal Working Relationships;
 - 13.4.3 Monitoring Board Representation/Communication;
 - 13.4.4 Review of Annual Work Plan Completion;
 - 13.4.5 Monitoring Board-Superintendent Relations;
 - 13.4.6 Review of Board Motions;
 - 13.4.7 Review of Board Governance Policies; and
 - 13.4.8 Creating a Positive Path Forward.