

## Policy 7

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### BOARD OPERATIONS

The Board believes that its ability to discharge its obligations in an efficient and effective manner is dependent upon the development and implementation of a sound organization design. In order to discharge its responsibilities to the electorate of the District, the Board shall hold meetings as often as is necessary. A quorum, which is a simple majority of the number of trustees, must be present for every duly constituted meeting. The Board has adopted policies so that the business of the Board can be conducted in an orderly and efficient manner.

The Board believes that its fundamental obligation is to build and preserve the public trust in education, generally, and in the affairs of its operations in particular. Consistent with its objective to encourage the Catholic community to contribute to the educational process, Board meetings will be open. Towards this end, the Board believes its affairs are to be conducted in public to the greatest extent possible.

The Board believes there are times when public interest is best served by private discussion 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.

The Board welcomes opportunities to become familiar with the views of parents or electors through presentations at Board meetings.

#### 1. Wards

Within the stipulations of Ministerial Order 034/2017, the Board has approved bylaw 2017/01 to provide for the nomination and election of trustees within the District by wards, and electoral subdivision where appropriate.

- 1.1 Electoral Ward 1 shall comprise all those lands within the former Medicine Hat Roman Catholic Separate School District No. 21 and as amended from time to time:
  - 1.1.1 Five (5) trustees shall be elected at large from within the Ward.
- 1.2 The provisions of the Local Authorities Election Act respecting the election of trustees shall apply to every election in each ward and electoral subdivision in the same manner as if it were a subdivision in a school District.
- 1.3 If a vacancy occurs in the membership of the Board during the four years following an election, a by-election shall be held, unless this vacancy occurs in the last six months before the next election.

## 2. Organizational Meeting

An organizational meeting of the Board shall be held annually, and no later than four weeks following Election Day when there has been a general election. The Secretary Treasurer or designate 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.

As per the School Act, the Secretary Treasurer 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:

- 2.1 Elect a vice-chair;
- 2.2 Create such standing or ad hoc committees of the Board as are deemed appropriate, and appoint members;
- 2.3 Appoint Board representatives to the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate;
- 2.4 Establish a schedule (date, time and place) for regular meetings, and any additional required meetings;
- 2.5 Review Board member conflict of interest stipulations and determine any disclosure of information requirements; and
- 2.6 Other organizational items as required.

Trustees will volunteer for committee and representative assignments.

## 3. Regular Meetings

3.1 Regular Board meetings will be held once every month as a general rule. There will be no meeting in July or August. The schedule of meetings will be set at the Board's annual organizational meeting or the first regularly scheduled meeting.

3.1.1 Notwithstanding the schedule noted above, the Board may, by resolution, alter the schedule in such manner as it deems appropriate.

3.2 All trustees shall notify the Board Chair or the Superintendent if they are unable to attend a Board meeting.

3.3 All trustees who are absent from three consecutive regular meetings shall:

3.3.1 Obtain authorization by resolution of the Board to do so; or

3.3.2 Provide to the Chair evidence of illness in the form of a medical certificate respecting the period of absence.

Failure to attend may result in disqualification.

- 3.4 If both the Chair or Vice-Chair through illness or other cause are unable to perform the duties of the office or are absent, the Board shall appoint from among its members an acting Chair, who on being so appointed has all the powers and shall perform all the duties of the Chair during the Chair's and Vice-Chair's inability to act or absence.
- 3.5 Regular meetings of the Board will not normally be held without the Superintendent and/or designate(s) in attendance.

#### 4. Special Meetings

- 4.1 Occasionally, unanticipated or emergent issues require immediate Board attention and/or action.
- 4.2 Special meetings of the Board will only be called when the Chair, the majority of Trustees or the Minister, is of the opinion that an issue must be dealt with before the next regular Board meeting.
- 4.3 A written notice of the special meeting including date, time, place and nature of business shall be issued to all trustees by registered mail (at least seven days prior to the date of the meeting) or in person (at least two days prior to the date of the meeting) unless every trustee agrees to waive in writing the requirements for notice.
- 4.4 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.
- 4.5 Special meetings of the Board will not normally be held without the Superintendent and/or designate(s) in attendance.

#### 5. In-Camera (Private) Sessions

The School Act uses the term "private" for non-public meetings. Robert's Rules of Order uses the term "executive session" for the same distinction. The term "in-camera" is commonly used and is synonymous with the other two terms.

The Board may, by resolution, schedule an in-camera meeting at a time or place agreeable to the Board or recess a meeting in progress for the purpose of meeting in-camera. Such resolutions shall be recorded in the minutes of the Board and shall specify those individuals eligible to attend in addition to trustees and the Superintendent. The reason for the In-Camera session shall be stated prior to its approval and shall be limited to discussion pertaining to the following stated reasons:

- 5.1 Individual students and ECS children;
- 5.2 Individual employees and personnel matters;
- 5.3 Collective bargaining issues;
- 5.4 Litigation issues;
- 5.5 Acquisition/disposal of property; and
- 5.6 Other topics that a majority of the trustees present feel should be held in private, in the public interest

Such sessions shall be closed to the public and press. The Board shall only discuss the matter which gave rise to the closed meeting. Board members and other persons attending the session shall maintain confidentiality and not disclose the substance of discussions at such sessions.

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 Board Chair in consultation with the Superintendent is responsible for preparing an agenda for Board meetings.

### 6.1 The order of business at a regular meeting shall be as follows:

#### 6.1.1 Opening

- ◆ Call to Order
- ◆ Opening Prayer
- ◆ Approval of Minutes
- ◆ Consideration of the Action Agenda
  - Modifications, Additions, Deletions
  - Approval
- ◆ Consideration of Non-Action Agenda
  - Approval

#### 6.1.2 Corporate Communications

#### 6.1.3 Presentations/Delegations

#### 6.1.4 Action Items

#### 6.1.5 Committee Reports

#### 6.1.6 Non Action Items

#### 6.1.7 Adjournment

6.2 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 its duties.

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

6.3.1 By notifying the Superintendent or Board Chair at least eight (8) working days prior to and not including the Board meeting day.

6.3.2 By notice of motion at the previous meeting of the Board.

- 6.3.3 As a request from a committee of the Board.
- 6.3.4 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 of those present.
- 6.4 The agenda package, containing the agenda and supporting information, will be delivered to each trustee at least four (4) calendar days prior to the date of the meeting. Subsequently, emergent information may be sent electronically.
- 6.5 The list of agenda items shall be posted on the District website and be available in the District Office. Any elector may inspect the agenda and request a paper copy.
- 6.6 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.
- 6.7 During the course of the Board meeting, the majority of trustees present may amend the agenda and place items before the Board for discussion. The Board may take action on such items.

## 7. Minutes for Regular or Special Meetings

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;
- 7.1.3 Name of presiding officer;
- 7.1.4 Names of those trustees and administration in attendance;
- 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, must be entered in full;
- 7.1.8 Names of persons making the motion;
- 7.1.9 Points of order and appeals;
- 7.1.10 Appointments;
- 7.1.11 Summarized reports of committees;
- 7.1.12 Recording of the vote on a motion (when requested pursuant to the School Act); and
- 7.1.13 Trustee declaration pursuant to the School 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 delivered to all trustees prior to the next regular meeting of the Board;
  - 7.2.4 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board;
  - 7.2.5 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business; and
  - 7.2.6 Be distributed to stakeholders.
- 7.3 The Superintendent shall ensure, upon acceptance by the Board that appropriate initials are appended to each page of the minutes, and that appropriate signatures and the corporate seal of the District are 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 identification as to the meeting at which it was considered;
  - 7.4.2 Establish and maintain a file of all Board minutes.
- 7.5 Upon adoption by the Board, the minutes shall be open to public scrutiny through posting on the District website or availability at the Board Office.

## 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.

A trustee may present a notice of motion for consideration at the next regular meeting of the Board or may specify another meeting date. A trustee may also 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 trustee will need not be present during the reading of the motion, however if the trustee is not present, a seconder is required at the meeting at which the notice is given, otherwise the item will be dropped.

### 8.2 Discussion on Motions

The custom of addressing comments to the Board Chair is to 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 is not to 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.

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. Immediately after a vote is taken and on the request of a trustee, 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 School 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 decide 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 hands, 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

The Board will receive representation and delegations from parents, staff or other interested persons provided that the item has been placed on the agenda or has received the approval of the Board. Such presentations will normally be held at a regular public meeting. Matters deemed to be of a sensitive and/or confidential nature shall be heard at an in-camera session of the Board. Personnel issues will not be discussed in an open forum.

If the Board is of the view that an emergency situation exists, the following procedures may be modified by means of a Board motion. Individuals or groups wishing to make a presentation to the Board shall be advised that a maximum of fifteen minutes will be provided

- 9.1 Individuals or groups wishing to make a formal presentation to the Board must provide a written request along with supporting documentation to the Superintendent or the Board Chair not later than eight (8) calendar days prior to the meeting at which the presentation is to be made.
- 9.2 The written request must identify the spokesperson and provide the terms of reference for the presentation.
- 9.3 The Superintendent will inform the designated spokesperson of the time and place of the meeting and provide a copy of the Board's procedures regarding presentations.
- 9.4 The Board will not debate or make a decision on a matter presented to it at the meeting, unless it is deemed critical by the majority of the Board.
  - 9.4.1 Questions of clarification directed through the Board Chair may be asked of the spokesperson or of the Superintendent. The Superintendent may refer the question to the appropriate senior administrator.
  - 9.4.2 For matters requiring further Board deliberation, the Superintendent may be required to prepare a recommendation for the consideration of the Board at the next regular meeting.
  - 9.4.3 Upon completion of the presentation, the Board Chair shall inform the delegation when a decision, if required, will be made. Such decision will be communicated in writing to the spokesperson.
  - 9.4.4 The Board Chair shall be responsible for informing the spokesperson of the decision of the Board regarding items raised in the presentation.

## 10. Recording Devices

The Board expects that anyone wanting to use a recording device at a public Board meeting shall obtain prior approval of the Chair.

## 11. Trustee Compensation

The Board recognizes that the duties of a trustee require time and commitment. In order to compensate trustees for time spent on Board business and time away from regular work and family, the Board provides each trustee with an honorarium. Rather than compensating trustees for meeting attendance, in-town travel expenses and sundry out-of-pocket expenses, the Board provides each trustee with an honorarium. Recognizing that the Board Chair must devote more time to preparing agendas and acting as spokesperson for the Board, the Board Chair receives a larger honorarium than the other four trustees.



Reimbursement of out of town travel expenses and conference attendance for trustees is the same as for District personnel as outlined below.

The Board believes that an honorarium is a fair method of compensation for trustees.

#### 11.1 Honorarium

11.1.1 Effective January 1, 2019, the Total Trustees' Honoraria shall be an amount equal to the average teacher's salary marked up by 18.75%. The average teacher salary is calculated by dividing the total salary paid to all certificated teachers covered by the collective agreement, of the Medicine Hat Catholic Board of Education by the total number of full time equivalent certificated teachers.

11.1.2 The Board Chair shall receive 24.18% of the Total Trustees' Honoraria.

11.1.3 The remaining 75.82% of the Total Trustees' Honoraria shall be divided equally among the remaining four trustees.

11.1.4 The Superintendent or designate shall calculate the average teacher salary on September 30 of each year and from that calculation, determine the amount of each trustee's honorarium for the ensuing school year.

11.1.5 At the first regular Board meeting following October 31 of each year, the Superintendent or designate shall advise the Board of the honorarium payable to each trustee for that school year.

#### 11.2 Allowances and Expenses

11.2.1 Trustees shall be reimbursed expenses (unless reimbursed by another agency) incurred in carrying out business of the Board, public relations, or attending a convention or conference and requiring absence from his or her place of residence. Reimbursement will be made upon submission of an expense form.

11.2.2 The rates and eligibility are identified in Administrative Procedure 512-Expense Reimbursement.

11.2.3 Trustees will be paid a per diem allowance of \$100.00 for each day or part day the trustee is absent from his/her place of residence.

### 12. Trustee Conflict of Interest

The trustee is directly responsible to the electorate of the District and to the Board.

Upon election to office, the trustee must complete a disclosure of personal interest statement and accept a position of public trust. The trustee is expected to act in a manner which will enhance the trust accorded the trustee, and through the trustee, the trust accorded to the Board.

The Board believes that its ability to discharge its obligations is dependent upon the trust and confidence of the electorate in its Board and its trustee members. Therefore, the Board believes in the requirement to declare conflict of interest.

- 12.1 The trustee is expected to be conversant with sections 80-91 of the School Act.
- 12.2 The trustee is responsible for declaring him/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.
  - 12.2.2 Following the declaration of conflict of interest by a trustee, all debate and action shall cease until the trustee has left the room.
- 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 School Act and ensure that his/her declaration and absence is properly recorded within the minutes.
- 12.4 The recording secretary will record in the minutes:
  - 12.4.1 The trustee's declaration;
  - 12.4.2 The trustee's abstention from the debate and the vote; and
  - 12.4.3 That the trustee left the room in which the meeting was held.

### 13. Board Memberships

The Board believes it is important to trustees to remain current with provincial issues concerning education. The Board believes that in order to stay well informed membership in provincial associations is essential.

The Board supports membership in the Alberta School Boards Association (ASBA) and the Alberta Catholic School Trustees' Association (ACSTA).

- 13.1 The Board will endeavour to send at least one representative to the General Meetings of the ASBA and the ACSTA.
- 13.2 The Board approves the attendance, at the Board's expense, of trustees at ASBA and ACSTA conferences, conventions, seminars and workshops at the Zone or provincial levels.
- 13.3 The annual budget will provide for membership dues to the ASBA and the ACSTA.

### 14. Board Self-Evaluation

The Board believes that evaluation is essential to the continual improvement and success of a school District.

The Board shall plan for and carry through an evaluation of its functioning as a Board.

- 14.1 The annual Board self-evaluation process will complement the Superintendent evaluation process described in the document entitled *Superintendent Evaluation Process, Criteria and Timelines*.
- 14.2 The purpose of the Board self-evaluation is to answer the following questions:
  - 14.2.1 How well have we fulfilled each of our defined roles in relation to our mission, goals and objectives as a Board this past year?

- 14.2.2 How do we perceive our interpersonal working relationships?
- 14.2.3 How well do we receive input and how well do we communicate?
- 14.2.4 How well have we adhered to our annual work plan?
- 14.2.5 How would we rate our Board-Superintendent relations?
- 14.2.6 How well have we adhered to our governance policies?
- 14.2.7 What have we accomplished this past year? How do we know?
- 14.3 The principles upon which the Board self-evaluation is based are as follows:
  - 14.3.1 A learning organization or a professional learning community is focused on the improvement of practice.
  - 14.3.2 A pre-determined process for evaluation strengthens the governance functions and builds credibility for the Board.
  - 14.3.3 An evidence-based approach provides objectivity.
- 14.4 The components of the Board self-evaluation are:
  - 14.4.1 Review of Board Role Performance
  - 14.4.2 Monitoring Interpersonal Working Relationships
  - 14.4.3 Monitoring Board Representation/Communication
  - 14.4.4 Review of Annual Work Plan Completion
  - 14.4.5 Monitoring Board-Superintendent Relations
  - 14.4.6 Review of Board Motions
  - 14.4.7 Review of Board Governance Policies
  - 14.4.8 Creating a Positive Path Forward

Reference: Section 60, 64, 65, 66, 67, 68, 70, 71, 72, 73, 74, 75, 76, 80, 81, 82, 83, 145, 261, 262, School Act  
Local Authorities Elections Act

First Reading:	MARCH 11, 2008	First Reading:	March 13, 2018
Second Reading:	MARCH 11, 2008	Second Reading:	March 13, 2018
Third Reading:	APRIL 08, 2008	Third Reading:	March 13, 2018
First Reading:	December 08, 2009	First Reading:	December 2018
Second Reading:	December 08, 2009	Second Reading:	December 2018
Third Reading:	January 12, 2010	Third Reading:	January 2019
First Reading	December 13, 2011		
Second Reading	March 13, 2012		
Third Reading	March 13, 2012		
First Reading:	November 10, 2015		
Second Reading:	November 10, 2015		
Third Reading:	December 08, 2015		
First Reading:	September 12, 2017		
Second Reading:	September 12, 2017		
Third Reading:	October 10, 2017		