

## Policy 6

---

### BOARD OPERATIONS

The Board's ability to discharge its obligations in an efficient and effective manner is dependent upon the development and implementation of a sound organization design. The Board has adopted policies so the business of the Board can be conducted in an orderly and efficient manner. In order to discharge its responsibilities to the electorate of the Division, the Board shall hold meetings as often as necessary.

Access to the following reference material will be available at all Board meetings:

- Minutes of previous meetings in the current year,
- Education Act (latest edition),
- Robert's Rules of Order
- Board Policy Handbook.

A quorum, which is a simple majority of the number of Trustees, must be present for every duly constituted meeting. Unless there is a quorum present within half an hour after the time appointed for a meeting of the Board, the meeting shall stand adjourned until the next scheduled meeting, or until a special meeting is called. The Superintendent or designate shall record the names of the members present at the expiration of such half hour.

The Board's fundamental obligation is to preserve or enhance the public trust in Catholic Education, generally, and in the affairs of its operations in particular. Consistent with its objective to encourage the general public to contribute to the educational process, Board meetings will be open to the public. Towards this end, the Board believes its affairs must be conducted in public to the greatest extent possible.

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.

Having members of the public make presentations at Board meetings can enhance public interest.

Public engagement dealing with specific educational topics and held in various communities within the Division can enhance communications and the effectiveness of the Board.

## 1. Elections

### 1.1. Wards

Within the stipulations of Ministerial Order 001/98, which established Elk Island Catholic Separate Regional Division No. 41 and subsequent Ministerial Orders 007/2001, 028/2001, 064/2001, 020a/2002, 057/2007, 058/2007, 063/2007, 064/2007, 073/2007, 075/2007, 079/2007, 080/2007, 003/2009, 004/2009, 035/2009, 036/2009, 067/2009, 068/2009, 071/2009, 072/2009, 055/2010, 056/2010, 062/2010, 063/2010, 067/2010, 068/2010, 001/2011, 002/2011, 009/2011, 010/2011, 014/2011, 015/2011, 054/2011, 055/2011, 002/2014, 019/2018, 011/2019 and 014/2020, the Board has decided to provide for the nomination and election of Trustees within the Division by wards and electoral subdivisions.

Copies of the Ministerial Orders are available from EICS Central Learning Services.

1.1.1. Each of the following is established as a ward of the Division:

1.1.1.1. The Sherwood Park Catholic Separate School District No. 105

1.1.1.2. The Fort Saskatchewan Roman Catholic Separate School District No. 104.

1.1.2. The number of Trustees to be elected in each subdivision/ward is as follows:

1.1.2.1. Four (4) Trustees from the Sherwood Park electoral subdivision # 1.

1.1.2.2. One (1) Trustee from the Camrose electoral subdivision #2.

1.1.2.3. One (1) Trustee from the Vegreville electoral subdivision # 3.

1.1.2.4. One (1) Trustee from the Fort Saskatchewan ward.

1.2. Wards may be revised from time to time as determined by the Board.

1.2.1. The Board must pass any desired revision, by bylaw, by December 31 of the year prior to the year in which a general election is to be held in order to have the revision in effect following that general election.

1.2.2. In the determination of revised ward boundaries the Board must take into consideration representation by population, trading areas, school attendance areas and growth/depopulation forecasts.

1.2.2.1. In balancing representation by population, the unwritten representation rule that can be used is +/- 25% of the average ward population

1.2.3. Further, in the determination of revised ward boundaries, the Board must utilize a community engagement process.

- 1.3. The provisions of the Local Authorities Election Act respecting the election of Trustees shall apply to every election in each subdivision/ward.
- 1.4. Should a vacancy occur in the membership of the Board, a by-election may be held under the authority of the Local Authorities Election Act and Section 81(1) of the Education Act.

## **2. Organizational Meeting**

- 2.1. An Organizational Meeting of the Board shall be held annually, and no later than four (4) weeks following Election Day, when there has been a general election. The first official meeting of the Board following a general election shall be an Organizational Meeting. An Organizational Meeting will be held on the regular meeting date in June in a non-election year.
- 2.2. The Superintendent or designate will give notice of the Organizational Meeting to each Trustee as if it were a special Public Meeting. The Superintendent or designate shall call the meeting to order and act as Chair of the meeting for the purpose of the election of the Board Chair.
- 2.3. 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.
- 2.4. Voting Procedure for Chair and Vice-Chair shall be as follows:
  - 2.4.1. When two candidates for one position are nominated, there shall be a secret ballot, the individual with the majority of votes declared as the winning candidate. No tally of the votes will be made public and ballots will be destroyed.
  - 2.4.2. When more than two candidates for a position are nominated, there shall be a secret ballot. The top two candidates' names will be brought forward for a second vote and procedure 2.4.1 as listed above will be followed.
- 2.5. After elections for Chair, the Board Chair shall preside over the remainder of the Organizational Meeting. The Board Chair shall normally be elected for a period of one (1) year.
- 2.6. The Organizational Meeting shall, in addition:
  - 2.6.1. Elect a Vice-Chair;
  - 2.6.2. Establish a schedule (date, time and place) for Public Meetings and any additional required meetings for the ensuing year;
  - 2.6.3. Create such standing or ad hoc committees of the Board as are deemed appropriate, and appoint members;

- 2.6.4. Appoint Board representatives to the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate;
- 2.6.5. Review Trustee conflict of interest stipulations and complete the Disclosure of Trustee Information form; and
- 2.6.6. Address other organizational items as required.

### **3. Public Meetings**

Public Board meeting dates and times shall be as established at the Annual Organizational Meeting.

- 3.1. Meetings of the Board shall be held at least once per month during the school year, and in July and August as determined by the Board.
- 3.2. Meetings will ordinarily be held at EICS' Central Learning Services.
  - 3.2.1. One meeting to be held in each community once a year.
- 3.3. Notwithstanding the schedule noted in 2.6.2, the Board may, by resolution, alter the schedule in such a manner as it deems appropriate. The Board may change the site of a future meeting or cancel a regularly scheduled meeting providing a motion is passed at a duly constituted meeting at least two (2) weeks prior to the anticipated meeting.
- 3.4. All Trustees shall notify the Board Chair and the Superintendent if they are unable to attend a Board meeting.
- 3.5. All Trustees who are absent from three (3) consecutive regular meetings shall:
  - 3.5.1. Obtain authorization by resolution of the Board to do so; or
  - 3.5.2. Provide to the Board Chair evidence of illness in the form of a medical certificate respecting the period of absence.

Failure to attend may result in disqualification.
- 3.6. 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.
- 3.7. Meetings of the Board will not be held without the Superintendent and/or designate(s) in attendance, unless the Superintendent's contract is being discussed.
- 3.8. While attendance in person is preferred, in extenuating circumstances the Board may hold a meeting using electronic means or other communication facilities for some or all

of the members. The means of electronics or technologies used must enable each Trustee participating in the meeting and any members of the public attending the meeting to hear all the other Trustees. Trustees participating in such meetings by electronic means or other communication facilities are deemed to be present at the meeting.

#### **4. Special Public Meetings**

- 4.1. Occasionally, unanticipated or emergent issues require immediate Board attention and/or action.
- 4.2. Special Public 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 Public Meeting including date, time, place and nature of business shall be issued to all Trustees 2 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 Public 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 Public Meetings of the Board will not be held without the Superintendent and/or designate(s) in attendance, unless the Superintendent's contract is being discussed.

#### **5. In camera meetings**

The preservation and enhancement of the public's trust in the educational system is an important priority of the Board. The Board believes that public trust is preserved by conducting open Board meetings. Notwithstanding this belief, occasionally matters of unusual sensitivity requires the Board to hold in-camera meetings, or move a public meeting in camera.

- 5.1. 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.
- 5.2. The Board may convene in-camera only to discuss matters of a sensitive nature, including:

- 5.2.1. Individual students;
  - 5.2.2. Individual employees;
  - 5.2.3. Matters relating to collective bargaining/contract negotiations;
  - 5.2.4. Acquisition/disposal of real property;
  - 5.2.5. Litigation brought by or against the Board; and
  - 5.2.6. Other topics that a majority of the trustees present feel would not be in the public interest to discuss in open meeting.
- 5.3. Such sessions shall be closed to the public and press. The Board shall only discuss the matter(s) that gave rise to the in-camera meeting. Board members and other persons attending the session shall maintain confidentiality and shall not disclose the details of the discussion at such sessions.
- 5.4. 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 Public Meetings**

The Superintendent or designate is responsible for preparing an Agenda for Board meetings in consultation with the Board Chair and Vice-Chair.

- 6.1. The order of business at a regular meeting shall generally be as follows:
- 6.1.1. Call to Order;
  - 6.1.2. Opening Prayer;
    - 6.1.2.1. Prayers of Condolence;
  - 6.1.3. Signing of O'Canada
  - 6.1.4. Land Acknowledgement
  - 6.1.5. Approval of the Agenda;
  - 6.1.6. Approval of Minutes;
  - 6.1.7. Presentations / Delegations
  - 6.1.8. Faith formation
  - 6.1.9. Unfinished Business
  - 6.1.10. New Business
  - 6.1.11. Superintendent's Report

- 6.1.12. Secretary Treasurer's Report
- 6.1.13. Items for Information
  - 6.1.13.1. Correspondence
  - 6.1.13.2. Trustee Reports
- 6.1.14. Board Meeting Evaluation
- 6.1.15. Closing Prayer
- 6.1.16. Adjournment

Items scheduled for a specific time shall be clearly identified on the Agenda.

- 6.2. The Agenda will be supported by copies of letters, reports, contracts and other materials as are pertinent to the business that will come before the Board and will be of value to the Board in the performance of its duties. The Board may request a recommendation in addition to options from the Superintendent when considering action items.
- 6.3. Items may be placed on the Agenda in any of the following ways:
  - 6.3.1. By notifying the Board Chair at least seven (7) days prior to the Board meeting.
    - 6.3.1.1. Appropriate Agenda Items will be placed on the Agenda after review by the Board Chair, Vice Chair, and Superintendent or Designate. Items deemed not appropriate for Public or Committee Meeting will be directed to an alternative process for resolution or information.
    - 6.3.1.2. Trustee and/or Committee written reports intended to be part of the Board Agenda package must be submitted to the Board Chair-at least seven (7) days prior to the scheduled meeting.
  - 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 at least seven (7) days prior to the Board meeting.
  - 6.3.4. Emergent 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 unanimous consent of those present.
- 6.4. The Agenda package, containing the Agenda and supporting information, will be available to each Trustee by 6:00 p.m. on the fifth day prior to the Board Meeting. All Trustees are expected to be conversant with the materials. Subsequently, emergent information may be provided at the meeting; and further, the Superintendent shall advise

the Chair regarding the emergent nature of such information. Notification by email of any additional information or modification of material after the fifth day will be sent to the Board.

- 6.5. Additional agenda items for information or action after the fifth day must be approved by the Board on the day of the meeting.
- 6.6. The Board will follow the order of business set by the agenda unless the order is altered by agreement of the Board.

## **7. Minutes for Public or Special Public 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 Chair;
- 7.1.4. Names of those Trustees and Senior Administration in attendance;
- 7.1.5. Approval of agenda;
- 7.1.6. Approval of preceding minutes;
- 7.1.7. All resolutions, including the Board's disposition of the same, placed before the Board, are to be entered in full;
- 7.1.8. Names of persons making the motions;
- 7.1.9. Points of order and appeals;
- 7.1.10. Appointments;
- 7.1.11. Receipt of Reports of Committees;
- 7.1.12. Recording of the declaration of all votes on a motion (when requested pursuant Section 8 of the Board Procedures Regulation)
- 7.1.13. Recording of individual Trustee declaration of votes pursuant to Section 8 of the Board Procedures Regulation
- 7.1.14. The times of departures and re-entries of Trustees during a meeting; and
- 7.1.15. The time of adjournment



- 7.2. The minutes shall:
- 7.2.1. Be prepared as directed by the Superintendent or designate;-
  - 7.2.2. Be reviewed by the Board Chair, Superintendent or designate 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
- 7.3. The Superintendent or designate shall ensure, upon acceptance by the Board, that initials of the Board Chair and the Secretary-Treasurer are appended to each page of the minutes, and that signatures of the same are affixed to the concluding page of the minutes.
- 7.4. The Superintendent or designate will establish a system identifying resolutions determined by the Board, and maintain a file of all Board minutes.
- 7.5. As part of its ongoing effort to keep staff and the public fully informed concerning its affairs and actions, the Board expects the Superintendent to institute and maintain effective and appropriate procedures for the prompt dissemination of information about decisions made at all Board meetings.
- 7.6. The approved Minutes of a Regular or Special Meeting shall be posted to the website as soon as possible following approval. The Superintendent or designate is responsible to distribute and post the approved minutes.
- 7.7. All Committees of the Board, unless otherwise directed, shall prepare and submit copies of meeting minutes to the Board.
- 7.8. All representatives appointed in accordance with Policy 9 shall provide a report to the Board.

## **8. Motions**

Motions do not require a seconder.

- 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 shall not be voted on.
- 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 generally be placed before the Board prior to any discussion taking place on an issue. Motions may be submitted by any Trustee, including the Board Chair. 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.

It is an understood practice that the Board Chair in wishing to speak to a Motion that she/he has vacated his/her seat as Chair and the Vice-Chair is now presiding. The Board Chair will normally speak just prior to the last speaker who will be the mover of the Motion.

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 (5) 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

- 8.5.1. Whenever a Trustee requests a recorded vote (and this request must be made before the vote is taken), the minutes shall record the names of the Trustees who voted for or against the matter.

8.5.2. 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.

#### 8.6. Required Votes

The Board Chair and all Trustees present, unless excused, by the provisions of Section 8 of the Board Procedures Regulation, 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.

#### 8.7. Debate

It is the desire of the Board that the meeting be informal enough to encourage discussion and promote group thinking and action. However, should procedural questions arise, Robert's Rules of Order shall prevail. If this reference is inadequate, procedure may be determined by motion supported by the majority of Trustees in attendance.

### 9. Delegations at Public Board Meetings

Insofar as public participation at Public Board meetings is welcomed and encouraged, the Board supports requests made by the public to make presentations before the Board.

9.1. In order to provide for full and open communication between the public and the Board, the Board utilizes several avenues for the exchange of information, ideas, and opinions. All of the following guidelines operate within the framework of the Board's regularly scheduled Public Meetings.

9.2. From time to time, the Board may schedule a Public Hearing on any matter of concern to the community.

9.3. Upon making a request to make a presentation to the Board, an individual may request and receive from the Superintendent a copy and explanation of the Policy for delegations.

9.3.1. Requests for permission to make a presentation to the Board, stating the nature and reason for the request, must be in writing and received by the Superintendent at least one (1) week (7 days) before a scheduled Public Board Meeting. Exceptions to this requirement are at the discretion of the Superintendent and the Board Chair.

- 9.3.2. Notwithstanding that all requests shall be received as information by the Board, all requests to make a presentation to the Board require the approval of the Superintendent and the Board Chair and/or Vice-Chair.
- 9.3.3. The Superintendent shall advise the Board of the request to make a presentation.
- 9.3.4. Copies of printed information related to the presentation may be required from the presenter(s) at least one (1) week (7 days) prior to the scheduled Board meeting in sufficient numbers as determined by the Superintendent who is responsible for distribution.
- 9.4. If approved and possible, the presentation shall be heard at the next available regular Public Meeting of the Board.
- 9.5. At the outset of the presentation, the Board Chair shall clarify the procedures to be followed, including the manner in which questions and discussion will occur, and the procedures by which a decision (if such is to be made) will be rendered and communicated.
  - 9.5.1. Generally speaking, the presentation shall be no longer than fifteen (15) minutes and will allow five to ten (5-10) additional minutes for questions of clarification. The Board Chair will manage the time for presentation and follow-up questions and clarifications.
    - 9.5.1.1. Matters dealing with personnel will not be subject to public discussion.
    - 9.5.1.2. Information presented shall only relate to matters for which the presentation was requested.
    - 9.5.1.3. If questions from the presenter(s) to the Board are permitted, the questions must be written, signed by the questioner(s), and directed to the entire Board and not to any one individual.
    - 9.5.1.4. Questions to the delegation by Trustees and Administration shall be limited to points of clarification. Expressions of personal opinion shall be reserved until the matter is in debate for decision.
- 9.6. The time at which a decision is to be debated is at the discretion of the Board. In all instances, the Board Chair will attempt to advise representatives of the delegation of the approximate time at which a decision will be considered.
- 9.7. The Superintendent shall notify the person who requested the hearing of any decision the Board may make related to the presentation. If the decision may be appealed to the Minister under the Education Act, the Superintendent shall advise of the right to this next avenue of appeal.

## **10. Audio/Video Recording Devices**

No unauthorized recording of Public Meetings are permitted by any means unless approved prior to the start of the Meeting. The Board requires that anyone wanting to use recording devices at a Public Board meeting shall notify the Board Chair.

## **11. Trustee Conflict of Interest**

The Trustee is directly responsible to the electorate of the Division and to the Board.

Upon election to office and annually thereafter, 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 is of the firm conviction that its ability to discharge its obligations is dependent upon the trust and confidence of the electorate in its Board and in its trustee members. Therefore, the Board believes in the requirement to declare conflict of interest.

- 11.1 The Trustee is expected to be conversant with sections 85 to 96 of the Education Act.
- 11.2 The Trustee is solely responsible for declaring him/herself to be in possible conflict of interest.
  - 11.2.1 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; and
  - 11.2.2 Following the declaration of conflict of interest by a Trustee, all debate and action shall cease until the Trustee has left the room.
- 11.3 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.
- 11.4 The Recording Secretary will record in the minutes:
  - 11.4.1 The Trustee's declaration;
  - 11.4.2 The Trustee's abstention from the debate and the vote; and
  - 11.4.3 The Trustee's absence from the room.

## **12. Board Self-Evaluation**

- 12.1 The annual Board self-evaluation process will complement the Superintendent evaluation process described in the document entitled *Superintendent Evaluation Process, Criteria and Timelines* and be in alignment with Policy 3.
- 12.2 The purpose of the Board self-evaluation is to answer the following questions:
  - 12.2.1 How well have we fulfilled each of our defined roles in relation to our mission, goals and objectives as a Board this past year?
  - 12.2.2 How do we perceive our interpersonal working relationships?
  - 12.2.3 How well do we receive input and how well do we communicate?
  - 12.2.4 How well have we adhered to our annual work plan?
  - 12.2.5 How would we rate our Board-Superintendent relations?
  - 12.2.6 How well have we adhered to our governance policies?
  - 12.2.7 What have we accomplished this past year? How do we know?
- 12.3 The principles upon which the Board self-evaluation is based are as follows:
  - 12.3.1 A learning organization or a professional learning community is focused on the improvement of practice.
  - 12.3.2 A predetermined process for evaluation strengthens the governance functions, builds credibility for the Board and fosters an excellent Board-Superintendent relationship.
  - 12.3.3 An evidence-based approach provides objectivity to supplement the subjectivity implicit in any evaluation.
- 12.4 The components of the Board self-evaluation are:
  - 12.4.1 Review of Board Role Performance.
  - 12.4.2 Monitoring Interpersonal Working Relationships.
  - 12.4.3 Monitoring Board Representation/Communication
  - 12.4.4 Review of Annual Work Plan Completion.
  - 12.4.5 Monitoring Board-Superintendent Relations.
  - 12.4.6 Review of Board Motions.
  - 12.4.7 Review of Board Governance Policies.
  - 12.4.8 Creating a Positive Path Forward.

Legal Reference: Section 33, 34, 51, 52, 53, 64, 65, 66, 67, 69, 73, 75, 81, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94,  
95, 96, 97, 112, 114, 138, 139, 222 Education Act  
Local Authorities Elections Act  
Income Tax Act (Canada)  
Board Procedures Regulation  
Petitions and Public Notices Regulation