
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. In order to discharge its responsibilities to the electorate of the District, the Board shall hold meetings as often as 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 the business of the Board can be conducted in an orderly and efficient manner.

The Board's fundamental obligation is to preserve, if not enhance, the public trust in publicly funded Catholic education, generally, and in the affairs of its operations in particular, consistent with its objective to encourage Catholic school rate payers to contribute to the educational direction of the District. 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-private" 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.

Presentations at Board meetings by members of the public, students and staff can enhance public interest.

Consultations with stakeholder groups dealing with specific educational topics or other methods of gaining input from the community can enhance communications and the effectiveness of the Board.

Specifically

1. Elections

1.1 Wards

Within the stipulations of Ministerial Order 113/1994, which resulted in the establishment of Fort McMurray Roman Catholic Separate School District No. 32, and subsequent Ministerial Orders, the Board has decided to provide for the nomination and election of trustees within the District by a single ward, defined by the urban area of the Regional Municipality of Wood Buffalo and the hamlet of Saprae Creek. The Board of Trustees shall consist of five trustees.

1.2 The provisions of the Local Authorities Election Act respecting the election of trustees shall apply to every election in the ward.

1.3 If a vacancy occurs in the membership of the Board during the four (4) years following an election, a by-election may be held, unless the vacancy occurs in the last six (6) months before the next election. If two (2) vacancies occur prior to the fourth year of term of office, a by-election must be held.

1.4 A minimum of five (5) electors is required to sign the nomination for trustee.

2. Organizational Meeting

2.1 The Board shall hold an annual organizational meeting. In a non-election year, the organizational meeting shall occur on the date of the first public Board meeting in August. In any year in which a general election takes place, the organizational meeting shall be held within four (4) weeks of the election, at a time and location determined by the Superintendent.

2.2 Each trustee shall 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 the Oath of Office following a by-election.

2.3 The Secretary of the Board shall give notice of the organizational meeting to each trustee seven clear days prior to the date of the meeting, stating the date, time and place of the meeting and the business to be transacted.

2.4 The Superintendent or designate shall call the meeting to order and act as Chair until such time as a Chair has been elected.

2.5 The nominees for Chair and Vice-Chair shall have a nominator from the current Board of Trustees. Each nominee shall have the opportunity to address the Board for a maximum of two (2) minutes, outlining his/her suitability to the position. The successful nominee will assume the position immediately after the election is completed.

2.6 The organizational meeting shall, in addition:

2.6.1 Elect a Vice-Chair;

2.6.2 Establish a schedule (date, time, place) for regular meetings and any additional required meetings for the ensuing year;

2.6.3 Create such standing or ad hoc committees of the Board, as deemed appropriate, and appoint members;

2.6.4 Appoint Board representation on the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate;

2.6.5 Review trustee code of conduct and conflict-of-interest stipulations and determine any disclosure of information requirements;

2.6.6 Address other organizational items as required.

3. Regular Meetings

The purpose of regular meetings is to allow the Board to conduct its business in an orderly fashion, following an agenda format. Regular Board meeting dates and times shall be as established at the organizational meeting.

3.1 The Board may hold as many regular meetings as it deems necessary.

3.2 Notwithstanding the schedule established at the organizational meeting, the Board may, by resolution, alter the schedule in such a manner as it considers appropriate.

3.3 Trustees shall notify the Board Chair if they are unable to attend a meeting.

3.4 Trustees who are absent from three consecutive meetings shall:

- 3.4.1 Obtain authorization by resolution of the Board to do so; or
- 3.4.2 Provide to the Board Chair evidence of illness in the form of a medical certificate covering the period of absence.

Failure to attend may result in disqualification.

- 3.5 If both the Board 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 Board Chair, who on being so appointed has all the powers and shall perform all the duties of the Board Chair during the Board Chair's and Vice-Chair's inability to act or absence.
- 3.6 Regular 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.
- 3.7 In the event that a quorum is not present in half an hour after the time appointed for the meeting of the Board, or within half an hour of the time appointed for the meeting to reconvene after a recess, the Superintendent or designate shall record those present, and the Board shall stand adjourned until the next regular meeting, unless a special meeting is duly called in the meantime.

4. Special Meetings

- 4.1 Occasionally, unanticipated or emergent issues require immediate Board attention and/or action.
- 4.2 A special meeting of the Board may be called by the Chair, a majority of the trustees, or the Minister, after written notice has been given to each trustee setting out the date, time and place of the special meeting and the nature of the business to be transacted at the special meeting.

The notice of the special meeting shall be:

- 4.2.1 Sent by registered mail or confidential email with read request, to each trustee at least seven days prior to the date of the meeting; or
- 4.2.2 Personally served at least two (2) days prior to the date of the meeting or a responsible person at the trustee's residence.
- 4.3 Notwithstanding the above, a special meeting may be held without notice being given, if every trustee agrees to waive these requirements.
- 4.4 Unless all trustees are present at the special meeting, no business other than that stated in the notice of the special meeting shall be transacted in the special meeting.

5. Meetings by Electronic Means

- 5.1 It is the preference of the Board to meet at a common location to conduct District business with trustees and the Superintendent or designate in physical attendance.
- 5.2 Notwithstanding 5.1, a Board meeting or committee meeting may be conducted by means of electronic or other communication facilities where weather conditions or specific needs require the use of electronic communications.
- 5.3 Trustees and the Superintendent or designate participating in a meeting held by means of a communication facility are deemed to be present at the meeting.
- 5.4 The facilities must enable all the meeting's participants to hear each other, and if possible enable all participants to view each other.

- 5.5 The facilities must enable the public to listen to the meeting, and if possible enable the public to view the meeting and participants.
- 5.6 One facility will be determined by the Superintendent or designate to be the central and public-accessible site, and this site will be communicated to the public with the Board agenda.
 - 5.6.1 At least one (1) trustee and the Superintendent or designate must participate from the central and public-accessible site.
- 5.7 Reasonable steps must be taken to notify the public of locations from which members of the public may participate.
- 5.8 The Superintendent or designate will be responsible for the organization of the electronic communications with participants and will inform trustees at the meeting if the identity of a participant is in question.
- 5.9 A trustee may participate from a location to which the public does not have access.
- 5.10 A trustee must ensure the means and location used to participate in the meeting will allow moving in-camera and will meet all requirements of an in-camera session.
- 5.11 Through a Board motion, at least one (1) month in advance, trustees may determine that a future meeting will be exempt from electronic communication.

6. In-Camera 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 most commonly used and is synonymous with the other two terms.

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 require the Board to hold closed meetings.

- 6.1 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 individuals who are excluded from this portion of the meeting.
- 6.2 The Board may convene in-camera only to discuss matters of a sensitive nature, including:
 - 6.2.1 Personnel
 - 6.2.1.1 Individual students;
 - 6.2.1.2 Individual employees;
 - 6.2.2 Matters relating to negotiations;
 - 6.2.3 Acquisition/disposal of real property;
 - 6.2.4 Litigation brought by or against the Board;
 - 6.2.5 Other topics that a majority of the trustees present feel must be held in private, in the public interest.
- 6.3 Such sessions shall be closed to the public and media. 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 or release information to the public, unless pre-authorized by Board motion.

- 6.4 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.
7. Agenda for regular meetings shall be prepared by the Board Chair in consultation with the Superintendent.
 - 7.1 The order of business at a regular meeting shall generally be as follows:
 - 7.1.1 Call to order;
 - 7.1.2 Opening prayer and territorial acknowledgement;
 - 7.1.3 Approval of the agenda;
 - 7.1.4 Approval of minutes;
 - 7.1.5 Board Chair report;
 - 7.1.6 Superintendent report;
 - 7.1.7 Advice from senior administration/confidential reports;
 - 7.1.8 Appointments/delegations;
 - 7.1.9 Presentation and review of Accountability Report;
 - 7.1.10 Board decision items;
 - 7.1.11 Committee and representation reports;
 - 7.1.12 Information.
 - 7.2 The agenda will be supported by copies of letters, reports, contracts and other materials that are pertinent to the business that will come before the Board. A recommendation on action items shall ordinarily be included.
 - 7.3 Items may be placed on the agenda in the following ways:
 - 7.3.1 By virtue of being on the Board Annual Work Plan;
 - 7.3.2 By notifying the Board Chair at least seven days prior to the Board meeting;
 - 7.3.3 By notice of motion at the previous meeting of the Board;
 - 7.3.4 A request from a committee of the Board;
 - 7.3.5 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 its approval. Changes to the agenda to accommodate emergent items may be made by the majority of Board members present.
 - 7.4 The agenda package, containing the agenda and supporting information, will be provided to each trustee five (5) calendar days prior to the Board meeting. Information regarding emergent items may be provided at the meeting.
 - 7.5 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.

- 7.6 During the course of the Board meeting, the trustees present with unanimous consent may amend the agenda and place items before the Board for discussion. The Board may take action on such items.
- 7.7 The list of agenda items shall be posted on the District website for a minimum of one year and be available in the District Office. Any elector may inspect the agenda and request a copy.

8. Minutes for Regular or Special Meetings

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

8.1 The minutes shall record:

- 8.1.1 Date, time and place of meeting;
- 8.1.2 Type of meeting;
- 8.1.3 Name of presiding officer;
- 8.1.4 Names of those trustees and senior administration in attendance;
- 8.1.5 Approval of preceding minutes;
- 8.1.6 All resolutions, including the Board's disposition of the same, placed before the Board, are to be entered in full;
- 8.1.7 Names of persons making the motions;
- 8.1.8 A brief summary of the circumstances which gave rise to the matter being debated before the Board;
- 8.1.9 Points of order and appeals;
- 8.1.10 Appointments;
- 8.1.11 Receipt of reports of committees;
- 8.1.12 Recording of the vote on all motions;
- 8.1.13 Trustee declaration of conflict of interest pursuant to the School Act;
- 8.1.14 Departure and re-entry times of trustees and administration; and
- 8.1.15 The time of adjournment.

8.2 The minutes shall:

- 8.2.1 Be prepared as directed by the Superintendent;
- 8.2.2 Be reviewed by the Superintendent prior to submission to the Board;
- 8.2.3 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board; and
- 8.2.4 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.

8.3 The Superintendent or designate shall ensure, upon acceptance by the Board, that appropriate initials are affixed to each page of the minutes and that appropriate signatures are affixed to the last page of the minutes.

8.4 The Superintendent or designate will establish and maintain a file of all Board minutes.

- 8.5 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.
- 8.6 The approved minutes of a regular or special meeting shall be posted to the District website as soon as possible following approval. The Superintendent or designate is responsible to distribute and post the approved minutes.

9. Motions

Motions do not require a seconder.

9.1 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.

- 9.1.1 In the case of a motion made for immediate consideration, which in the judgment of the Chair is deemed to more properly be deferred for subsequent consideration, the Chair may rule to accept the motion as a notice of motion only. This ruling shall be subject to the normal procedure of challenging rulings by the Chair.

- 9.1.2 Notices of motion shall be recorded in the minutes of the meeting at which they are made and shall become agenda items for the meeting at which they are specified or for the next regular meeting of the Board.

9.2 Discussion on Motions

- 9.2.1 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. 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. Motions may be submitted by any trustee, including the Board Chair.

9.3 Speaking to the Motion

- 9.3.1 The mover of a motion first and every trustee shall have an opportunity to speak to the motion.

- 9.3.2 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 is not to 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.

- 9.3.3 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.

- 9.3.4 When a trustee arrives 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.
- 9.4 Reading of the Motion
 - 9.4.1 A trustee may require the motion under discussion to be read at any time during the debate, except when a trustee is speaking.
- 9.5 Required Votes
 - 9.5.1 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.
 - 9.5.2 Each question shall be decided by a majority of the votes of those trustees present.
 - 9.5.3 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 votes to elect the Board Chair or Vice-Chair, which are by secret ballot.
- 9.6 Debate
 - 9.6.1 In all debate, any matter of procedure in dispute shall be settled, if possible, by reference to Robert's Rules of Order (Third Revised Edition). If this reference is inadequate, procedure may be determined by motion supported by the majority of trustees in attendance.

10. Delegations at Board Meetings

It is the Board's intention to give a fair hearing to persons whose concerns are appropriate for the Board's attention. Nevertheless, in order for governance of the District to be effective, it is expected that appropriate channels will be followed in presenting information or concerns to the Board. To facilitate this, the following procedures have been established for receiving delegations.

- 10.1 In cases where a concern pertains to Board policy or any other matter directly under the auspices of the Board, the matter may be referred to the Board through the channels outlined below.
- 10.2 In cases where a concern pertains directly to a matter under the auspices of a committee of the Board, the committee shall hear the representation before the matter proceeds to the Board.
- 10.3 Where the matter relates to the administrative practices of the District or any of its schools or services, the matter shall not proceed to the Board until all other avenues have failed to resolve the issue, as set out in the Board policies.
- 10.4 A delegation has the right to make a presentation to the Board or committee of the Board. The procedure outlined below for scheduling delegations will be followed.
 - 10.4.1 Scheduling of representations to the Board or committees shall be through the office of the Superintendent or designate.
 - 10.4.2 Committees of the Board or the Board will try to accommodate an appointment time acceptable to the representative.
 - 10.4.3 Normally presentations are to be restricted to less than fifteen (15) minutes and may be followed by questions and discussion for clarification.

10.4.4 Persons making representations are not to expect immediate disposition of their concern. The Board or the committee will normally consider the matter later in the meeting and may arrange for further reviews before any decision is made.

11. Audio/Video Recording Devices

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

12. Trustee Compensation and Expenses

The Board recognizes that trustees are entitled to some compensation for time and expenses incurred in the performance of their duties. The Board also believes that as elected representatives of their community and advocates for children and education, trustee professional development is a valuable and necessary component of trusteeship.

Board members shall be paid a basic monthly honorarium and a per-diem honorarium for the time they devote to the service of the District. They shall also be reimbursed for reasonable expenses incurred by trustees to fulfill the tasks and responsibilities of their office; such as in-town travel and office operating expenses.

12.1 The basic monthly honorarium is provided to attend to regular Board business. One third (1/3) of this honorarium is considered a non-accountable expense allowance to cover expenses incurred by trustees in the fulfillment of the tasks and responsibilities of their office, including in-town travel and office operating expenses. The monthly honoraria as of September 1, 2018 is:

| | |
|-------------|--------|
| Chair: | \$1090 |
| Vice-Chair: | \$1016 |
| Trustee: | \$942 |

12.2 Per diem honoraria for attendance at committee meetings and Board-related business outside of regularly scheduled meetings of the Board, including Board business outside of the City, shall be as follows:

| | |
|-----------|-------|
| Full Day: | \$225 |
| Half Day: | \$124 |

12.3 The Board honoraria and expense rates will be reviewed at the start of each school year.

12.4 Trustee expense claims shall be submitted monthly. If an individual Board member's claim for reimbursement exceeds the limitations established by the Board, the Chair shall review and determine whether or not the claim is to be paid. If the claim in question is from the Chair, the Vice-Chair shall make the determination.

12.5 The Board shall meet in-camera whenever a difference of interpretation arises relative to a claim for remuneration.

12.6 Reimbursement of travel expenses shall be subject to the rates and conditions in effect for District staff as established in Administrative Procedure 513: Expense Reimbursement.

12.7 A summary of each trustee's remuneration and expenses shall be made public through the prescribed Annual Audited Financial Statements Schedule. Travel and expense

reimbursement shall be disclosed according to Administrative Procedure 517: Public Disclosure of Travel and Expenses.

13. Trustee Conflict of Interest

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

13.1 The trustee is expected to be conversant with the relevant sections of the School Act.

13.2 The trustee is responsible for declaring him/herself to be in possible conflict of interest.

13.2.1 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.

13.2.2 Following the declaration of conflict of interest by a trustee, all debate and action shall cease until the trustee has left the room.

13.3 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.

13.4 The recording secretary will record in the minutes:

13.4.1 The trustee's declaration;

13.4.2 The trustee's abstention from the debate and the vote; and

13.4.3 That the trustee left the room in which the meeting was held.

14. Board Self-Evaluation

14.1 The annual Board self-evaluation process will complement the Superintendent evaluation process.

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 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 function, builds credibility for the Board, and fosters a strong Board-Superintendent relationship.
- 14.3.3 An evidence-based approach provides objectivity to supplement the subjectivity involved in any evaluation.
- 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.

15. Trustee Professional Development

The Board encourages trustees to be well-informed on a broad spectrum of issues and developments in education and therefore supports trustee attendance at conventions, conferences, workshops, etc. to assist in achieving this objective.

- 15.1 Funds will be identified in the annual budget for transportation, accommodation, and subsistence for trustee attendance at conferences, workshops, etc.
- 15.2 The Superintendent shall provide reports to the Board on the status of the above account as requested.
- 15.3 Trustees shall adhere to the guidelines for attending conferences and workshops as outlined in the Guidelines on Board and Committee Expenses.

16. New Board Member Orientation

The Board will offer an orientation program for all newly elected trustees that provides information on the following:

- 16.1 Board Policy Handbook;
- 16.2 Three-Year Education Plan, Budget, Annual Education Results Report and Audited Financial Statement;
- 16.3 Administrative Procedures Manual;
- 16.4 Other relevant information as required.

Legal Reference: Sections 60, 64, 65, 66, 67, 68, 70, 71, 72, 73, 74, 75, 76, 80, 81, 82, 83, 145, 208, 210, 261, 262 School Act
Local Authorities Election Act
Income Tax Act (Canada)