

## Policy 7 – Board Operations

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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 Division, 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 believes its fundamental obligation is to preserve, if not enhance, the public trust in 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.

The Board further believes having members of the public make presentations at Board meetings can enhance public interest.

### Specifically

#### 1. Swearing-In Ceremony

- 1.1 A formal swearing-in ceremony will be scheduled following confirmation of trustee election results in a general election year. A Commissioner of Oaths may administer the Oaths of Office. Family members may be invited to attend the ceremony.
- 1.2 Each trustee will take the oath of office or make an affirmation as called upon in accordance with the agenda.
- 1.3 Special provisions will be made for a trustee taking office following a by-election.

#### 2. Secretary to the Board

- 2.1 The Board shall appoint a Secretary to the Board and a Treasurer to the Board, or one person to act as Secretary-Treasurer to the Board, and forthwith notify the Minister of the appointment. The position of Secretary-Treasurer will normally be held by the Secretary Treasurer.

#### 3. Board Meetings will be conducted in accordance with Robert's Rules of Order

#### 4. Organizational Meeting

- 4.1 An organizational meeting of the Board shall be held annually, and no later than four weeks following the date the statement of the results of the election is officially announced or posted, when there has been a general election. The first official meeting of the Board following a general election shall be an organizational meeting.

- 4.2 The Secretary of the Board will give notice of the organizational meeting to each trustee as if it were a special meeting.
- 4.3 The Secretary of the Board shall call the meeting to order and act as Chair of the meeting for the purpose of the election of the Board Chair. Upon election as Chair, the Board Chair shall take the oath of office or make an affirmation and preside over the remainder of the organizational meeting. The Board Chair shall normally be elected for a period of one year.
- 4.4 The organizational meeting shall, in addition:
  - 4.4.1 Elect a Vice-Chair;
  - 4.4.2 Establish a schedule (date, time and place) for regular meetings and any additional required meetings for the ensuing year;
  - 4.4.3 Review standing committees of the Board as deemed appropriate;
  - 4.4.4 Review Board representation on the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate;
  - 4.4.5 Review trustee conflict of interest stipulations and determine any disclosure of information requirements; and
  - 4.4.6 Address other organizational items as required.

## 5. Regular Meetings

- 5.1 Regular Board meeting dates and times shall be as established at the annual organizational meeting or through Board motion at a Board meeting.
- 5.2 All meetings will ordinarily be held in the Central Services building in Stettler.
- 5.3 All trustees shall notify the Board Chair if they are unable to attend a Board meeting; the Board Chair shall notify the Superintendent and Secretary Treasurer if they are not already informed.
- 5.4 All trustees who are absent from three consecutive regular meetings shall:
  - 5.4.1 Obtain authorization by resolution of the Board to do so; or
  - 5.4.2 Provide to the Board Chair evidence of illness in the form of a medical certificate respecting the period of absence.
  - 5.4.3 Failure to attend may result in disqualification.
- 5.5 Attendance of all trustees at Board meetings is an expectation under the Education Act in order to fulfill legislated responsibilities. The Board expects all trustees to make attendance at the Board's meetings a priority. The Board believes that attendance of all trustees at the Board meeting place is important for the Board's processes by enhancing dialogue and modeling respect for the Board's governance role.
- 5.6 Should a trustee be unable to be physically present at a meeting, the trustee may participate in a specific item(s) at a Board meeting or Committee meeting by using

electronic means or other communication facilities in accordance with Section 5 of the Board Procedures Regulation (AR 82/2019).

- 5.6.1 Trustees wishing to participate electronically must provide the Secretary of the Board with a minimum of one working day notice prior to the meeting at which they wish to participate electronically and a telephone from which contact can be made during the meeting.
  - 5.6.2 The Board will consider requests for exceptions from the above procedure when exceptional circumstances exist.
  - 5.6.3 Trustees participating electronically shall inform the Chair of their departure from a meeting, temporarily or permanently.
  - 5.6.4 If a trustee participating electronically has a conflict of interest on a matter under discussion, the trustee shall advise the Chair and disconnect from the meeting. The Secretary of the Board shall reconnect the trustee back into the meeting when the item under discussion has been dealt with.
  - 5.6.5 The Chair shall conduct voting verbally by asking first for those in favour and then for those opposed.
- 5.7 Regular meetings of the Board will not be held without the Superintendent in attendance unless the Superintendent's contract is being discussed.
- 5.8 Regular meetings of the Board will not be held without the Secretary of the Board, in attendance to record the official minutes of the proceedings, unless there is a conflict of interest for the Secretary in which case the Board by motion shall appoint someone (other than a trustee) to be secretary for the meeting.

## 6. Special Meetings

- 6.1 Occasionally, unanticipated or emergent issues require immediate Board attention and/or action.
- 6.2 Special meetings will be called, communicated, and held in accordance with the Education Act.
- 6.3 Special meetings of the Board shall be open to the public recognizing that specific agenda matters may be held in-camera.
- 6.4 Special meetings of the Board will not be held without the Superintendent in attendance, unless the Superintendent's contract is being discussed.
- 6.5 Special meetings of the Board will not be held without the Secretary of the Board, in attendance to record the official minutes of the proceedings, unless there is a conflict of interest for the Secretary in which case the Board by motion shall appoint someone (other than a trustee) to be secretary for the meeting.

## 7. In-Camera Sessions

- 7.1 The Board may, by motion, 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 the agenda items to be discussed in-camera.
- 7.2 The Board may decide that it is in the best public interest to discuss sensitive matters in a closed session during the meeting. These matters include but are not limited to the following:
  - 7.2.1 Personnel matters involving students and staff
  - 7.2.2 Matters relating to negotiations or compensation.
  - 7.2.3 Acquisition/disposal of real property.
  - 7.2.4 Litigation brought by or against the Board.
  - 7.2.5 Other topics that a majority of the trustees present feel are to be held in private, in the public interest.
- 7.3 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.
- 7.4 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.

## 8. Agenda for Regular Meetings

The Secretary of the Board is responsible for preparing an electronic agenda for Board meetings. The Agenda Review Committee shall set the order of business.

- 8.1 The agenda will be supported, electronically, 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. Each action item will, where possible, include a clear recommendation.
- 8.2 Items may be placed on the agenda in one of the following ways:
  - 8.2.1 By notifying the Board Chair, Superintendent, or Secretary of the Board at least eight calendar days prior to the Board meeting.
  - 8.2.2 By notice of motion at the previous meeting of the Board.
  - 8.2.3 As a request from a committee of the Board.
  - 8.2.4 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 a majority of those present.

- 8.3 The electronic agenda package, containing the agenda and supporting information will, where possible, be available to each trustee five calendar days prior to the Board meeting. Subsequently, emergent information may be provided at the meeting.
- 8.4 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.
- 8.5 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.
- 8.6 The list of agenda items, and respective reports, shall be posted on the Division's website where possible two and one half days prior to the Board Meeting.

## 9. Minutes for Regular or Special Meetings

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

### 9.1 The minutes shall record:

- 9.1.1 Date, time, and place of meeting;
- 9.1.2 Type of meeting;
- 9.1.3 Name of presiding officer;
- 9.1.4 Names of those trustees and senior administration in attendance;
- 9.1.5 Approval of preceding minutes;
- 9.1.6 All resolutions, including the Board's disposition of the same, placed before the Board, are to be entered in full;
- 9.1.7 Names of persons making the motions;
- 9.1.8 Points of order and appeals;
- 9.1.9 Appointments;
- 9.1.10 Receipt of reports of committees;
- 9.1.11 Recording of the vote on all motions;
- 9.1.12 Trustee declaration of vote pursuant to the Board Procedures Regulation (AR 82/2019); and
- 9.1.13 The hour of adjournment.

### 9.2 The minutes shall:

- 9.2.1 Be prepared by the Secretary of the Board;
- 9.2.2 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board; and
- 9.2.3 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.

9.3 The Secretary of the Board shall ensure, upon acceptance by the Board, that appropriate signatures are on each page of the approved minutes, which normally shall be the Board Chair and Secretary of the Board.

9.4 The Secretary of the Board will establish and maintain a file of all Board minutes.

## 10. Reporting Board Meeting Business

- 10.1 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.
- 10.2 The approved minutes of a regular or special meeting shall be posted to the website within one week of the meeting in which they were approved. The Secretary of the Board is responsible to distribute and post the approved minutes.
- 10.3 Reports provided to the Board in the Regular Meeting, and not in-camera, shall be available on the Division website. Information may be removed or not placed on the website if older than two (2) years.
- 10.4 A Board Highlights will be prepared and distributed electronically by the Secretary of the Board after a Board meeting, including on the Division website, within two (2) business days. Trustees will have the opportunity to review the Board Highlights prior to distribution. The Board Chair will determine to make changes suggested by individual trustees.

## 11. Audio/Video Recording Devices

- 11.1 The Board expects that anyone wanting to use recording devices at a public Board meeting shall notify the Board Chair and Secretary of the Board. Recording devices may not be used when the Board is in closed session.

## 12. Trustee Conflict of Interest

- 12.1 The trustee is directly responsible to the electorate of the Division and 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.
- 12.2 The trustee is expected to be conversant with sections 85-96 of the Education Act.
- 12.3 The trustee is responsible for declaring him/herself to be in possible conflict of interest.
  - 12.3.1 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.
  - 12.3.2 Following the declaration of conflict of interest by a trustee, all debate and action shall cease until the trustee has left the room.
- 12.4 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.

12.5 The Secretary of the Board will record in the minutes:

12.5.1 The trustee's declaration;

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

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

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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 Election Act  
Income Tax Act (Canada)  
Board Procedures Regulation (AR 82/2019)  
Petitions and Public Notices Regulation (AR 91/2019)  
Ministerial Order 017/98  
Ministerial Order 059/98

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