



POLICY 19: BOARD OPERATIONS

These procedures have been prepared and adopted by the Board in order that the business of the Board can be conducted in an orderly and efficient manner.

1. The Board shall conduct itself in accordance with the *Education Act* and with the procedures outlined in this manual.
2. In the event of a conflict between the *Education Act* and these procedures, the provisions of the *Education Act* will apply.
3. These procedures will apply to:
 - 3.1 All regular and special meetings of the Board; and
 - 3.2 All activities and actions of the Board.

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 should be conducted in public to the greatest extent possible. Presentations on specific topics may be given at Board meetings.

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 *Education Act Board Procedures Regulation* requires that a quorum be a majority of the trustees specified by the Minister to be elected to the Board.

4. Electoral Representation

The *Education Act* provides that a board of a division may provide for the nomination and election of trustees by wards or by electoral subdivision, as the case may be. Through the enactment of Amended By-law 1/2017, *A By-Law of the Board of Trustees of the Red Deer Catholic Separate School Division to Provide for the Nomination and the Election of Trustees*, the Board of Trustees shall consist of seven trustees. The description of lands included in the respective wards is outlined in Amended By-law 1/2017.

- 4.1 Ward 1 shall be known as the Red Deer Ward. Five trustees shall be elected from Ward 1, which includes Red Deer, Blackfalds, Penhold and surrounding areas.
- 4.2 Ward 2 shall be known as the Rocky Mountain House ward. This ward is divided into two electoral subdivisions

- 4.2.1 One trustee shall be elected from electoral subdivision number one, the Highway 11 Electoral Subdivision, whose boundaries are expanded to include the community of Sylvan Lake and those portions of the Red Deer County adjacent to it.
- 4.2.2 One trustee shall be elected from electoral subdivision number two, the Queen Elizabeth II Electoral Subdivision, which includes Red Deer County, the towns of Bowden, Innisfail, Olds, Didsbury, and Mountain View County.

5. 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 Superintendent or his/her 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.

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

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

- 5.1 Elect a vice-chair;
- 5.2 Create such committees of the Board as are deemed appropriate, and appoint members;
- 5.3 Appoint Board representatives to the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate;
- 5.4 Review Board member conflict of interest stipulations and determine any disclosure of information requirements.
- 5.5 Develop and or review an Annual Work Plan.

6. Regular Meetings

- 6.1 The Board shall hold its regular meetings on the last Tuesday of each month beginning at 5:30 pm, and alternating on the last Friday of every month beginning at 1:30 PM in the BoardRoom of Montfort Centre, at 5210 – 61 Street, Red Deer. Additional meetings will be at the call of the Chair.
- 6.2 All trustees shall notify the Board Chair and the Superintendent if they are unable to attend a Board meeting.
- 6.3 All trustees who are absent from three consecutive regular meetings shall:
 - 6.3.1 Obtain authorization by resolution of the Board to do so; or
 - 6.3.2 Provide to the Secretary Treasurer evidence of illness in the form of a medical certificate respecting the period of absence.

Failure to attend may result in disqualification.

- 6.4 The Board Chair may change the date, time, and/or location of a regular meeting with proper notification, or with the agreement of the trustees, when the scheduled date, time, and/or location prove inconvenient.
- 6.5 The Board Chair, a majority of trustees, or the Minister may call a special meeting of the Board in accordance with the *Education Act Board Procedures Regulation*.
- 6.6 In the absence of both the Board Chair and Vice-chair, the trustees present may elect one of their members to preside at the meeting.
- 6.7 The requirement for all trustees present at the meeting to vote either for or against every question is governed under the *Education Act Board Procedures Regulation*. If a trustee is disqualified from voting on a question, the Secretary-Treasurer shall record that fact.

7. Stakeholder Consultation Meetings

- 7.1 On an annual basis the Board will convene with stakeholders regarding planning and budgeting in alignment with the Board of Trustees strategic plan.
- 7.2 Maintain an online platform to engage with stakeholders.

8. Special Meetings

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

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

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

9. In-Camera Sessions

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. In camera sessions will be scheduled at the beginning and at the end of regular board meetings. Such resolutions shall be recorded in the minutes of the Board. The In-Camera session would generally be limited to discussion pertaining to the following stated reasons:

- 9.1 Individual students;
- 9.2 Individual employees;
- 9.3 Collective bargaining issues;
- 9.4 Litigation issues;
- 9.5 Acquisition/disposal of property; and

- 9.6 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.

A motion or motions may be made in a regular meeting immediately following an in camera meeting.

10. Agenda for Regular Meetings

The Chair shall set the agenda for Board meetings after reviewing the recommended items from the Superintendent that includes all items from the board work plan.

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

10.1.1 Call to Order

- ◇ Opening Prayer
- ◆ Land Acknowledgement

10.1.2 Approval of Agenda

10.1.3 Approval of Minutes

- ◇ Minutes of Regular Board Meetings
- ◇ Minutes of Special Board Meetings

10.1.4 Delegations

10.1.5 Action Items

10.1.6 Discussion

10.1.7 Information Items

- ◇ Superintendent Report
- ◇ Financial Report
- ◇ ASBA Report
- ◇ ACSTA Report
- ◇ Catholic Education Foundation Report
- ◇ Other Reports

10.1.8 Closing Prayer

10.1.9 In Camera Session

10.1.10 Adjournment

- 10.2 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.
- 10.3 Items to be placed on the agenda must be submitted to the Chair and Superintendent prior to 4:30 p.m. 7 days before the regular meeting. Should a trustee wish to have an item added to the agenda after the deadline, the trustee must ensure the item is of an emergent nature and must ask for its inclusion at the beginning of the regular meeting, at which time the Chair will call for a vote on the issue.
- If a trustee, or any other person, is to report to the Board, a written report shall be provided to the Superintendent for inclusion with the agenda. If typing is required, then the report must be submitted 7 days prior to the Board meeting.
- 10.4 A detailed agenda will be circulated to all trustees, together with all relevant background and correspondence, in time to arrive six days prior to the regular Board meeting.
- 10.5 The agenda shall contain where an action is called for, a recommendation.
- The agenda will be made available to Division staff, the Chairs of School Councils, the President of the A.T.A. Sub-local and CUPE 417 Unit Chair, the pastors of affiliated parishes, and to the news media at the same time as it is distributed to the trustees.
- 10.6 The order of items to be considered shall follow the listing on the agenda, unless the Board Chair, or a majority of trustees in attendance, rule that the order be changed.

11. Minutes for Regular or Special Meetings

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

- 11.1 The minutes shall record:
- 11.1.1 Date, time and place of meeting;
 - 11.1.2 Type of meeting;
 - 11.1.3 Name of presiding officer;
 - 11.1.4 Names of those trustees and administration in attendance;
 - 11.1.5 Approval of preceding minutes;
 - 11.1.6 A brief summary of the circumstances which gave rise to the matter being debated by the Board;
 - 11.1.7 All resolutions, including the Board's disposition of the same, placed before the Board, should be entered in full;
 - 11.1.8 Names of persons making the motion;
 - 11.1.9 Points of order and appeals;

- 11.1.10 Recording of the vote on a motion (when requested pursuant to the *Education Act Board Procedures Regulation*); and
- 11.1.11 Trustee declaration pursuant to the *Education Act Board Procedures Regulation*.
- 11.2 The minutes shall:
 - 11.2.1 Be prepared as directed by the Superintendent;
 - 11.2.2 Be reviewed by the Superintendent prior to submission to the Board; The Superintendent shall forward copies of the draft minutes of the Board meeting to each trustee as soon as possible to allow for adequate review prior to adoption of the minutes at the next regular meeting.
 - 11.2.3 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board; and
 - 11.2.4 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.
- 11.3 The Superintendent, upon adoption of the minutes by the Board at the regular meeting, shall ensure that the Corporate Secretary and the Board Chair sign the minutes.
- 11.4 The Superintendent shall establish a codification system for resolutions determined by the Board which will:
 - 11.4.1 Provide for ready identification as to the meeting at which it was considered; and
 - 11.4.2 Establish and maintain a file of all Board minutes.
- 11.5 Following the adoption of the minutes of all meetings of the Board, the Corporate Secretary shall have them sent to all school principals, the Chairs of School Councils, the President of the A.T.A. Local, and CUPE 417 Unit Chair and the pastors of affiliated parishes.

12. Motions

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

12.1 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 Chair and 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.

12.2 Discussion on Motions

All persons in attendance shall address their comments to the Chair, who shall also determine the order of speakers on any business before the Board.

For action items, reports from the administration must be accompanied by a recommendation. 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.

A motion is not required for an information or discussion item for which a written report is attached to the agenda.

12.3 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 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 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.

The Chair shall not permit a speaker to be interrupted, except as allowed by Robert's Rules or Order.

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.

12.4 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.

12.5 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.

12.6 Required Votes

The Board Chair, and all trustees present, unless excused by resolution of the Board or by the provisions of the *Education Act 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, unless there is unanimous agreement among the trustees to use a show of hands.

12.7 Debate

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

13. Delegations to Board Meetings

For the purpose of this section the word "delegations" shall mean one or more persons.

13.1 Individuals or delegations wishing to make representation to the Board shall:

13.1.1 Give notice by filling out the Request for Presentation to The Board of Trustees Application Form at least 2 days prior to the date of the board meeting they wish to attend, stating the purpose of the representation;

13.1.2 Provide a written statement, with supporting material, for distribution to the trustees 2 days before the Board meeting at which they intend to speak;

13.1.3 Be given a specific time on the agenda;

13.1.4 Be provided with five to ten minutes for making a presentation, followed by a maximum of 10-15 minute question period; and

13.1.5 Not be permitted to address the board if proper notice has not been given, unless the trustees in attendance give unanimous consent.

13.2 In discussing matters with the delegation, the Board Chair shall act as spokesperson for the Board. It must be remembered that delegations come to express problems and give information thereon. For this reason, individual trustees may only seek clarification of items presented by the delegation. At no time during the presentation shall any trustee commit the Board to any specific course of action.

13.3 Upon completion of the presentation, the Board Chair shall inform the delegation when a decision, if required, will be made. Such a decision will be communicated in writing to the spokesperson.

14. 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.

15. Trustee Compensation

The Board believes that trusteeship, first and foremost, is a public service.

The Board recognizes, however, that the discharge of this public service often results in the trustee incurring financial expenses and incurs considerable time demands.

The rates of remuneration for trustees shall be adjusted annually in September.

15.1 Trustees' Honoraria

15.1.1 Each trustee shall be paid an annual honorarium on a monthly basis, beginning the first day of the month following the election, and ending with the month in which the trustee ceases to be a member of the Board.

15.1.2 The Board Chair and Vice-Chair shall be paid an annual honorarium on a monthly basis, beginning with the month in which the Chair and Vice-Chair have been elected, and ending with the month in which the term of office ends.

15.1.3 The honoraria and per diem shall be calculated as follows:

a) In September of each year the honoraria and per diem will be adjusted to reflect the change in the Alberta Consumer Price Index (CPI) for the period from July 1 to June 30 of the previous year. In the event that Alberta CPI was negative there will be no reduction in honoraria or per diem.

b) In addition to the above, every second June the Secretary-Treasurer will do a survey of school divisions with comparable student populations in the Province of Alberta and adjust the honoraria of Red Deer Catholic Trustees to the average of these Divisions included in the survey. Those divisions that remunerate Trustees on a daily rate only will not be included in the survey for average honoraria. This adjustment will be made yearly in September.

The honoraria base rate as of September 1, 2021 is:

- ◇ Chair - \$20,367 per annum;
- ◇ Vice-Chair - \$17,633; and
- ◇ Trustee - \$16,063 per annum.

15.2 The support staff benefit package will be available to eligible trustees and the Division will bear the cost of premiums.

15.3 The provisions of the *Workers' Compensation Act* apply to all trustees as they act on behalf of the Division and the Division will bear the total cost of the premiums.

15.4 Trustees' Expenses at Educational Activities Such as Meetings, Conventions, and Seminars

15.4.1 The Division shall bear the cost of meals and hotel accommodations for trustees in attendance at educational activities, as well as the cost of registration and materials necessary for participation.

15.4.2 Trustees shall be paid in accordance with Division practice for the use of their private vehicle on Board business. A mileage allowance will be provided to trustees for traveling from their home address to Regular or Special Board meetings, official school-related activities and to any of the events described in section 15.4.7.

15.4.3 Meals included with a hotel room or in a registration fee cannot be considered out-of-pocket expense, and, therefore, are not included in the expense claim forms.

- 15.4.4 When the spouses of trustees are in attendance at conventions or seminars at which partners are expected to attend, the cost of meals for both the trustee and the spouse shall be borne by the Division.
- 15.4.5 Claim forms, provided by the Division, for out-of-pocket expenses shall be completed and submitted to the Secretary-Treasurer, within the designated time. Receipts shall be presented in support of the claim, where required.
- 15.4.6 The Secretary-Treasurer shall review all expense claims and post to the Division website.
- 15.4.7 Per diem allowance of \$242.00 per full day and \$121.00 per morning, afternoon, or evening session, to a maximum of \$242.00 per day, will be provided for the following:

Event	Trustee Budget	Board Rep Budget
Conventions (ASBA, ACSTA, CCSTA, CSBA)	X	
Board Retreats	X	
Trustee Professional Development (Seminars, Institutes, Workshops)	X	
Zone 4 A.S.B.A. Meetings		X
A.C.S.T.A. Board of Directors' Meetings		X
Salary Negotiations Meetings		X
Official Meetings with M.L.A.'s, provincial and municipal government personnel		X
Other representations as appointed by the Chair (e.g. Student Discipline Committee)		X

For attendance at events within the province, the per diem will be calculated from the time the trustee leaves their home until the time they return. Trustees will claim one-half day per diem for travel time on either side of their event, unless their travel time is more than six hours. If travel time is more than six hours, then a full day per diem will be claimed.

15.4.9 The following types of activities do not qualify for per diem allowances:

- ◆ Regular or Special Board Meetings;
- ◆ Social Functions;
- ◆ Official School-related Activities, including school year opening day celebrations, school openings, faith PD, school visits, separate school district formation meetings; school council meetings; Sunday masses; and
- ◆ Non-board-sponsored activities.

15.4.10 Budgets for trustees' expenses will be reviewed annually during budget deliberations. The Superintendent will ensure that trustee expenses are monitored and that trustees are advised of their status in a timely manner. Should a trustee wish to exceed their Trustee expense budget, prior approval is required from the Board.

15.5 A communications allowance of \$900.00 per annum will be provided to trustees to compensate them for the use of their personal cell phone and internet access while conducting official school board business.

16. Trustee Conflict of Interest

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

Upon election to office, the trustee must complete a disclosure of personal information and accept a position of public trust. A copy of these statements will be provided to all trustees, senior administration, managers, and principals. 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.

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

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

16.2.1 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.

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

16.3 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.

16.4 The recording secretary will record in the minutes:

16.4.1 The trustee's declaration;

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

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

17. Board Self-Evaluation

17.1 The annual Board self-evaluation process will complement the Superintendent evaluation process described in the document entitled *Superintendent Evaluation Process, Criteria and Timelines*.

- 17.2 The purpose of the Board self-evaluation is to answer the following questions:
 - 17.2.1 How well have we fulfilled each of our defined roles in relation to our mission, goals and objectives as a Board this past year?
 - 17.2.2 How do we perceive our interpersonal working relationships?
 - 17.2.3 How well do we receive input and how well do we communicate?
 - 17.2.4 How well have we adhered to our annual work plan?
 - 17.2.5 How would we rate our Board-Superintendent relations?
 - 17.2.6 How well have we adhered to our governance policies?
 - 17.2.7 What have we accomplished this past year? How do we know?
- 17.3 The principles upon which the Board self-evaluation is based are as follows:
 - 17.3.1 A learning organization or a professional learning community is focused on the improvement of practice.
 - 17.3.2 A predetermined process for evaluation strengthens the governance functions and builds credibility for the Board.
 - 17.3.3 An evidence-based approach provides objectivity.
- 17.4 The components of the Board self-evaluation are:
 - 17.4.1 Review of Board Role Performance
 - 17.4.2 Monitoring Interpersonal Working Relationships
 - 17.4.3 Monitoring Board Representation/Communication
 - 17.4.4 Review of Annual Work Plan Completion
 - 17.4.5 Monitoring Board-Superintendent Relations
 - 17.4.6 Review of Board Motions
 - 17.4.7 Review of Board Governance Policies
 - 17.4.8 Creating a Positive Path Forward

Reference:

Education Act
Education Act - Board Procedures Regulation
Local Authorities Elections Act

Revised: February 2011, June 2011, September 2012, October 2012, January 2013, September 2013, February 2017, November 2018, June 2019, October 2020, June 2022