



## Board Policy 7

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### 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 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's 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.

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, negotiation or other sensitive topics as it deems appropriate.

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

#### 1. Elections

##### 1.1 Wards

With the annexation of parts of Leduc County and the City of Beaumont by the City of Edmonton on January 1, 2019, the Board of Trustees of The Black Gold School Division was required to conduct a review of their electoral wards. After careful study and public consultation, the Board has decided to provide for the nomination and election of trustees within the Division by wards.

1.2 Each of the ward boundaries is described in Policy 7, Appendix A.

1.3 The number of trustees to be elected in each ward is as follows:

1.3.1 Ward 1: One (1) trustee elected at large from within Ward 1.

1.3.2 Ward 2: One (1) trustee elected at large from within Ward 2.

1.3.3 Ward 3: Three (3) trustees elected at large from within Ward 3.

1.3.4 Ward 4: Two (2) trustees elected at large from within Ward 4.

1.4 All electoral subdivisions shall be as outlined in Bylaw 1-2020 (Appendix A).

- 1.5 The provisions of the Local Authorities Election Act respecting the election of trustees shall apply to every election in each ward/subdivision.
- 1.6 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 this vacancy occurs in the last six (6) months before the next election. If two (2) vacancies occur prior to the fourth year of the term of office, a by-election must be held.

## 2. Organizational Meeting

- 2.1 An Organizational Meeting of the Board shall be held annually, typically in June. Except during an election year, the Organizational Meeting must be held no later than four (4) weeks following Election Day.
- 2.2 The Superintendent or designate will give notice of the Organizational Meeting to each trustee as if it were a special 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 Upon election as Chair, the Board Chair shall take the oath of office and preside over the remainder of the Organizational Meeting. The Board Chair shall normally be elected for a period of one (1) year.
- 2.5 The organizational meeting shall, in addition:
  - 2.5.1 Elect a Vice-Chair;
  - 2.5.2 Create such standing or ad hoc committees of the Board as deemed appropriate; and appoint members (as per Board Policy 8);
  - 2.5.3 Appoint Board representation on the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate (as per Board Policy 9);
  - 2.5.4 Within the ward, where more than one trustee is elected, identify one of the trustees to be the primary contact for each school, in an equitable manner. (as outlined in section 11.2);
  - 2.5.5 Review trustee conflict of interest stipulations and determine any disclosure of information requirements; and
  - 2.5.6 Address other organizational items as required.

## 3. Regular Meetings

Regular Board meeting dates and times shall be as established by the first meeting in September of each year.

- 3.1 All meetings will ordinarily be held in the Division Office in Nisku on a monthly basis, or as deemed necessary.
- 3.2 To ensure full engagement, it is recommended that Trustees attend meetings in person as much as they are able. Trustees may, as necessary and with prior

notification to the Board Chair, attend up to three regularly scheduled Board meetings via video conference per school year.

3.2.1 Under typical circumstances, the number of Trustees who attend a Board meeting in person must be at least a quorum.

3.3 The Board may, by resolution, alter the schedule in such manner as it deems appropriate.

3.4 All trustees shall notify the Board Chair 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 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.

3.7 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.

#### 4. Special Meetings

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

4.2 Special meetings of the Board will only be called when the Board Chair, the majority of trustees, or the Minister is of the opinion that an issue must be dealt with before the next regular Board meeting.

4.3 A written notice of the special meeting including date, time, place and nature of business shall be issued to all trustees (at least two (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 meeting, no other business may be transacted. Items can be added to the agenda only by the unanimous consent of the entire Board.

4.5 Special meetings of the Board shall be open to the public recognizing that specific agenda matters may be held in-camera.

4.6 Special 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. Live Streaming and Archiving of Board Meetings

5.1 All open Board meetings will be livestreamed.

- 5.1.1 Generally, Board meetings will be available on the Black Gold YouTube channel for up to three months at the discretion of the Board.
- 5.1.2 Once removed from the YouTube channel, recordings of meetings will be archived and available to Trustees and senior administration.
- 5.1.3 The Board Meeting Minutes are the only official record of Board proceedings.

## 6. In-Camera Sessions

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 those individuals eligible to attend in addition to trustees and the Superintendent.
- 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 should be held in private, in the public interest.
- 6.3 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.
- 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

The Agenda Planning Committee is responsible for preparing an agenda for Board meetings.

- 7.1 The order of business at a regular meeting shall generally be as follows:
  - 7.1.1 Call to Order
  - 7.1.2 In-Camera Session (if necessary)

- 7.1.3 Land Acknowledgement / O Canada / Chair Welcome
- 7.1.4 Agenda
  - 7.1.4.1 Modification of Agenda
  - 7.1.4.2 Approval of Agenda
- 7.1.5 Approval of Minutes
- 7.1.6 Deferred Items
- 7.1.7 Business Arising
- 7.1.8 New Business
- 7.1.9 Policy Development
- 7.1.10 Community Engagement / Advocacy
- 7.1.11 Reports (information that, usually, does not require further discussion. May be part of consent agenda.)/ Information (usually written / electronic correspondence that does not require further discussion. May be part of a consent agenda)
- 7.1.12 Appointments / Delegations
- 7.1.13 School/Student/Staff Recognition
- 7.1.14 Adjournment

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

- 7.2 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. A recommendation on action items may be included at the Superintendent's discretion.
- 7.3 Items may be placed on the agenda in one (1) of the following ways:
  - 7.3.1 By notifying the Board Chair or Superintendent at least six (6) business days prior to the Board meeting.
  - 7.3.2 By notice of motion at the previous meeting of the Board.
  - 7.3.3 As a request from a committee of the Board.
  - 7.3.4 Issues that require Board action may arise after the agenda has been prepared. The Board Chair, at the beginning of the meeting, shall ask for additions to and/or deletions from the agenda prior to agenda approval. Changes to the agenda to accommodate truly emergent items may be made by consensus.
- 7.4 The agenda package, containing the agenda and supporting information, will be provided to each trustee three (3) business days prior to the Board meeting. Subsequently, information may be provided at the meeting; and further, the Superintendent shall advise the Board Chair regarding the emergent nature of such information.
- 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 Division website and be available in the Division 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 Education 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 Superintendent and Board Chair 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 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.

### 9.2 Discussion and Debate

There should be a clear line between discussion and debate.

Discussion refers to exploration and clarification. Before a motion is presented, informal discussion is allowed. This is when questions, clarification and exploration take place. It is the role of the Board Chair to keep the discussion focused, flowing and limit repetition.

Opinion statements that indicate how one may vote (I think, I would support, etc. statements) should not happen during discussion. Should they arise, the Chair may remind the speaker to hold their comment until a motion is on the floor.

Once a motion is made and until it is passed or defeated, all speakers shall confine their remarks to debate of the motion. Debate is a statement of position or opinion - also known as "speaking to the motion".

The custom of addressing comments to the Board Chair is to be followed by all persons in attendance.

A topic from the Board or a recommendation from administration must generally be placed before the Board prior to any discussion taking place on an issue.

### 9.3 Speaking to the Motion

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

The Board Chair may speak to all motions, normally 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 may address a motion twice. Every trustee shall have an opportunity to speak once to a motion before any trustee is allowed to speak a second time. A trustee is not to speak longer than three (3) minutes per round on

any motion. The Board Chair has the responsibility to limit the debate by a trustee when such a debate is repetitive or digresses from the topic at hand.

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.

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 reverting to further discussion.

#### 9.4 Reading of the Motion

A trustee may require the motion on the floor to be read at any time during the debate, except when a trustee is speaking.

#### 9.5 Required Votes

The Board Chair, and all trustees present, unless excused by resolution of the Board or by the provisions of the Education Act, shall vote on each question.

Each question shall be decided by a majority of the votes of those trustees present. A simple majority of a quorum of the Board will decide in favour of the question. In the case of an equality of votes, the question is defeated. A vote on a question shall be taken by open vote, expressed by show of hands, except votes to elect the Board Chair or Vice-Chair, or to appoint committee members or Board representatives, which are by secret ballot.

#### 9.6 Recorded Vote

The secretary of the board must, whenever a recorded vote is requested (either immediately prior to the motion or immediately after the vote) by a trustee, record in the minutes the name of each trustee present and whether the trustee voted for or against the matter or abstained due to declared conflict of interest.

#### 9.7 Procedure

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

### 10. Delegations at Board Meetings

The Board believes in an open and transparent process to hear public delegations.

It is important that presentations occur within set guidelines and in accordance with prescribed procedures. Members of the public attending an open Board meeting as an approved delegation will be given an opportunity to ask questions of the Board with respect to the subject of the delegation.

- 10.1 Under usual circumstances, a written request for a meeting must be received by the Superintendent or designate seven (7) days in advance of the scheduled Board meeting date. The request will outline the essential component of the presentation and will indicate the name(s) of the main presenter(s).



- 10.2 The Agenda Planning Committee, when setting the agenda for each Board meeting together, will accept or reject a request for a meeting with the Board. If a request is accepted, they will determine a date and time for the delegation to meet with the Board. A delegation will usually be allotted fifteen (15) minutes for its presentation.
  - 10.2.1 In an emergent situation, these actions may be undertaken by the Superintendent and/or the Board Chair.
- 10.3 During the time of a presentation, trustees may ask questions but will not express judgments or opinions concerning issue(s) raised.
- 10.4 Following a presentation to the Board, any discussions held will be in accordance with appropriate rules and regulation.
- 10.5 Any decision or other significant follow-up communication will be transmitted in writing by the Board/designate to the designated spokesperson.
- 10.6 Normally the Board will not meet with an individual or a group of concerned individuals unless the individual or group has attempted first of all to resolve the difficulty through contact with the Superintendent.
- 10.7 The Board prefers addressing concerns dealing with individual students at the level closest to the student. The Board favours a similar approach in dealing with a concern expressed by a group of parents or other individuals.

## 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 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. Entitlements (as found in Appendix B) will normally be established at the next Board meeting following the Organizational Meeting date. In addition, the Board believes that the Board's governance budget must be set, monitored and publicly reported as are all Division department budgets.

### 12.1 Budget

The Board governance budget will be developed and approved during the annual budget process subject to the following considerations:

- 12.1.1 The budget will specify allocations for the Board Chair, Vice-Chair and the trustees and general Board expenses.
- 12.1.2 The budgets allocated to the Board Chair, Vice-Chair and the trustees will cover trustee honoraria, per diems and expenses and are not to be exceeded.
- 12.1.3 The budget allocated to general Board expense will cover Board functions, Board directed activities and Board elections.

- 12.1.4 During the budget year, amendments to the specific allocations within the approved Board governance budget may be made after consideration and approval by the Board.

### 13. 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.

- 13.1 The trustee is expected to be conversant with the relevant sections of the Education 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 Education 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

The Board self-evaluation process shall be undertaken annually to reinforce alignment of purpose.

Legal Reference: Section 33, 34, 51, 52, 53, 64, 65, 66, 67, 69, 73, 75, 76, 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