POLICY 7
BOARD GOVERNANCE AND OPERATIONS

The Board's ability to discharge its obligations productively and effectively depends on the development and implementation of a sound organizational design. To discharge its responsibilities to the Division's electorate, 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 to ensure the Board's business is conducted in an orderly and efficient manner.

The Board's fundamental obligation is to preserve, if not enhance, the public trust in education and, in particular, in the affairs of its operations. Consistent with its objective to encourage the general public to engage in 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 the public interest is best served by private discussion of specific issues in a "closed session." The Board believes it is necessary to protect individual privacy and its own position in negotiating collective agreements or contracts. It therefore expects to enter a closed session to address issues involving individual students, employees, land, labour, litigation, or negotiations.

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

1. Wards

Pursuant to Section 3 of the *Northland School Division Act*, Ministerial Order No. 012/2022 dated August 8, 2022, is rescinded, and the Northland School Division is divided and arranged into nine (9) wards. The Board will provide for the nomination and election of trustees within the Division by wards.

Copies of the Ministerial Order are available from the Division Office.

1.1 One (1) trustee is to be elected in each ward.

1.2 The provisions of the *Local Authorities Election Act* (LAEA) respecting the election of trustees shall apply to every election in each ward.

1.3 Filling Vacancies

1.3.1 During the 3 years immediately following an election, a by-election need not be held if there is only one vacancy on the board, and

1.3.2 During the 4th year following a general election, a by-election need not be held unless the number of vacancies on the board reduces the Board to fewer than the quorum of the Board plus one.

By-elections may be held as determined by the Board.

2. Organizational Meeting

2.1 An organizational meeting of the Board, subject to 2.2, shall be held annually in September, as per the Board Procedures Regulation, to determine the timing of its regular meeting schedule. In any year in which a general election takes place, an organizational meeting shall be held within four weeks following the date of that election, at a time and place to be fixed by the Corporate Secretary and/or Superintendent and shall be the first official meeting of the Board.

2.2 The Superintendent, Corporate Secretary or designate will give notice of the organizational meeting to each trustee as if it were a special meeting. The Superintendent, Corporate Secretary or designate shall call the meeting to order and serve as Chair to elect the Board Chair.

2.2.1 All votes for the positions of Board Chair and Vice-Chair shall be conducted by secret ballot unless there is unanimous agreement among the trustees to use a show of hands.

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 typically 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 Establish a schedule (date, time and place) for regular meetings and any other predetermined meetings required for the ensuing year;

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

2.5.4 Appoint Board representation as per Policy 9 Board Representation.

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.

2.6 Organizational meetings can only be called at a regular board meeting.

3. Policies

3.1 The Board of Trustees may revise or amend its policies by majority vote at any time. However, a proposed policy revision may be addressed at a single Board session before being acted upon at a subsequent Board meeting.

3.2 All new policies must have three (3) readings.

4. Regular Meetings

Regular Board meeting dates, times, and locations shall be as established at the annual organizational meeting.

4.1 Notwithstanding the schedule established at the organizational meeting, the Board may, by resolution, alter the schedule as it deems appropriate.

4.2 All trustees shall notify the Board Chair, Superintendent and the Executive Assistant to Board and Corporate Services if they are unable to attend a Board meeting.

4.3 All trustees who are absent from three (3) consecutive regular meetings shall:

4.3.1 Obtain authorization by resolution of the Board to do so; or

4.3.2 Provide to the Board Chair evidence of illness in the form of a medical certificate respecting the period of absence.

Failure to attend may cause disqualification.

4.4 If both the Board Chair or Vice-Chair, through illness or other cause, is 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.

4.5 Regular board meetings will not be held without the Superintendent and/or designee in attendance unless the Superintendent's contract is being discussed.

4.6 All agenda items must be submitted to the Board Chair by the first Monday of each month.

5. Special Meetings

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

5.2 Special board meetings will only be called when the Board Chair, a majority of trustees, or the Minister believes an issue must be addressed before the next regular Board meeting.

5.3 A notice of the special meeting, including date, time, place, and nature of

business, shall be issued to all trustees at least two (2) days before the date of the meeting or unless every trustee agrees to waive in writing the requirements for notice. Such notice may be provided by recorded mail, personal service, or electronic means, provided that the trustee confirms receipt of the notice.

5.4 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 by a majority vote when all trustees are present.

5.5 Special meetings of the Board shall be open to the public, with the understanding that specific agenda items may be held in closed session.

5.6 Special board meetings will not be held without the Superintendent and/or designee in attendance unless the Superintendent's contract is being discussed.

6. Meetings by Electronic Means

6.1 The Board prefers to meet at a common location to conduct Division business with trustees and the Superintendent or designate in physical attendance.

6.2 Notwithstanding 5.1, Trustees and the Superintendent, or their designates, participating in a meeting held by means of a communication facility are deemed to be present at the meeting, provided they are physically present within the boundaries of Alberta or have obtained permission from the Chair if outside those boundaries.

6.3 The facilities must enable all meeting participants to hear one another and, if possible, allow them to view one another.

6.4 If it is a Board meeting, the facilities must enable the public to listen to the meeting and, if possible, to view it and the participants.

6.5 The Superintendent or designate will designate one (1) facility as the central, publicly accessible site. This site will be communicated to the public with the board agenda.

6.5.1 At least one (1) trustee and the Superintendent or designee must participate from the central, publicly accessible site.

6.6 Reasonable measures must be taken to notify the public of the locations where they may participate.

6.7 The Superintendent or designee will be responsible for organizing electronic communications with participants and will inform trustees at the meeting if a participant's identity is in question.

6.8 A trustee may participate from a location to which the public does not have access.

6.9 A trustee must ensure that the means and location used to participate in the meeting will allow for moving to a closed session and that the session meets all the requirements for a closed session.

6.10 Trustees may, by board motion, determine that a future meeting will be exempt from electronic communication at least one (1) month in advance.

7. Closed Sessions

The Education Act uses the term “private” to refer to non-public meetings. Robert’s Rules of Order uses the term “executive session” for the same distinction. The term “closed session/in-camera” is most commonly used and is synonymous with the other two terms.

The Board's important priority is preserving and enhancing the public’s trust in the educational system. The Board believes that public trust is maintained through the conduct of open Board meetings. Notwithstanding this belief, occasionally, matters of unusual sensitivity require the Board to hold closed sessions.

To understand the ability to meet in closed sessions, consideration must first be given to a school board's obligation to hold meetings in public and to refrain from excluding anyone from such meetings, except for instances of improper conduct.

The exception to the general rule of holding meetings in public should be used sparingly.

7.1 The Board shall consider the following before moving to a closed session:

7.1.1 Is it in the public interest to move into a closed session to have these discussions?

7.1.2 Can the need to move a closed session be articulated by way of a resolution proposed to move in-camera?

7.1.3 Would a reasonable member of the electorate, having understood all the circumstances, agree that it is in the public interest to have the matter further debated in a closed session?

7.2 The Board may convene in a closed session only to discuss matters of a sensitive nature, as outlined by the Education Act:

7.2.1 Land: Acquisition/disposal of real property;

7.2.2 Labour: Matters relating to negotiations;

7.2.3 Legal: Litigation brought by or against the Board;

7.2.4 The personal information of an individual, including that of an employee of a public body, is subject to the guidelines outlined in Section 6.3.

7.2.4.1 Personal information is much broader than personal information and includes recorded information about an identifiable

individual.

7.2.4.2 When considering personal information in a matter within the Board's jurisdiction, the privacy protection rules under the Access to Information Act (ATIA) and the Protection of Privacy Act (POPA) must be applied.

7.2.5 Other topics that a majority of the trustees feel are in the public interest and should be discussed in private, subject to the guidelines outlined in 6.3.

7.3 The Protection and Privacy Act (POPA) protects the privacy of certain types of information, including personal information and sets out the rules for who has access to what information:

7.3.1 Access rules are generally governed by following the "need to know" principle. Under this principle, if the Board does not need to know, the information should not be before them.

7.3.2 The need to protect confidential information and Trustees' obligations in that regard are outlined in Policy 4 - Trustee Code of Conduct.

7.3.3 If the contents of a concern relate to a matter that falls outside the Board's authority or decision-making mandate, it should be referred to the Superintendent.

7.3.4 If the contents of the concern do fall within the Board's authority or decision-making mandate, the Board Chair will be responsible for determining its use while protecting the privacy interests of the individual involved.

7.4 The Board may, by resolution, schedule a closed-session meeting at a time or place agreeable to the Board, or recess a meeting in progress to hold a closed session. Such resolutions shall be recorded in the minutes of the Board and shall specify those individuals eligible to attend, besides trustees and the Superintendent, notwithstanding item 3.5 above.

7.5 Such sessions shall be closed to the public and news media. The Board shall only discuss the matter(s) that gave rise to the closed session meeting. Board members and other attendees at the session shall maintain confidentiality and refrain from disclosing the substance of the discussion.

7.6 The Board shall, during the closed session, adopt only such a resolution as is required to reconvene the Board in an open, public meeting. This resolution shall be recorded in the minutes of the Board meeting.

8. Agenda for Regular Meetings

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

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

8.2 The agenda will be supported by copies of letters, reports, contracts, and other materials pertinent to the business that will come before the Board and are of value to the Board in the performance of its duties.

8.3 The Superintendent shall provide a recommendation, options considered**,** risk management and research, where appropriate.

8.4 Items may be placed on the agenda in one (1) of the following ways:

8.4.1 By notifying the Board Chair or Superintendent at least six (6) calendar days before the Board meeting.

8.4.2 By notice of motion at the previous Board meeting.

8.4.3 As a request from a committee of the Board.

8.4.4 Issues that require Board action may arise after the agenda has been prepared. At the beginning of the meeting, the Board Chair shall request additions to and/or deletions from the agenda before approval. A majority of those present may change the agenda to accommodate truly emergent items.

8.5 The agenda package, containing the agenda and supporting information, will be provided to each trustee at least four (4) calendar days before the Board meeting.

8.5.1 Subsequently, information may be provided at the meeting. Furthermore, the Superintendent shall inform the Board Chair of the emergent nature of such information.

8.5.2 The Superintendent (or designate) shall ensure that the board agenda is uploaded to the Northland Website for stakeholder access before the Board meeting.

8.6 The Board will follow the order of business outlined in the agenda, unless the trustees agree to alter it or add new items.

8.7 During the Board meeting, the trustees present, with unanimous consent, may amend the agenda and place items before the Board for discussion. The Board may then act on such items.

8.8 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.

9. Minutes for Regular or Special Meetings

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

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 the presiding officer;

9.1.4 Names of those 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 A summary of the circumstances which gave rise to the matter being considered by the Board;

9.1.9 Points of order and appeals;

9.1.10 Appointments;

9.1.11 Receipt of reports of committees;

9.1.12 Recording of the declaration of all votes on a motion (when requested pursuant to the Education Act);

9.1.13 Trustee declaration of conflict of interest pursuant to the Education Act;

9.1.14 Departure and re-entry times of trustees and administration during a meeting; and

9.1.15 The time of adjournment.

9.2 The minutes shall:

9.2.1 Be prepared as directed by the Superintendent.

9.2.2 Be reviewed by the Superintendent before submission to the Board;

9.2.3 Be considered an unofficial record of proceedings until adopted by a resolution of the Board; and

9.2.4 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.

9.3 The Superintendent or designate shall ensure, upon acceptance by the Board, that appropriate initials are affixed to each page of the minutes and that proper

signatures are affixed to the last page of the minutes.

9.4 The Superintendent shall establish a codification system for resolutions determined by the Board, which will:

9.4.1 Provide for ready identification as to the meeting at which it was considered;

9.4.2 Provide for cross-referencing with resolutions of a similar nature that the Board has adopted at previous meetings.

9.4.3 The Superintendent shall ensure that all motions are tracked, that business arising is completed, and that it is reported to the Board.

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

9.6 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 adequate and appropriate procedures for the prompt dissemination of information about decisions made at all Board meetings.

9.7 The approved minutes of a regular or special meeting shall be posted on the website as soon as possible after approval. The Superintendent or designate is responsible for distributing and posting the approved minutes.

10. Rules of Order

10.1 See Policy 7 Appendix D - Rules of Order.

11. Delegations at Board Meetings

The Board welcomes presentations on school matters by individuals or groups. It may engage in dialogue with a delegation regarding their expressed opinions, requests, or demands to clarify the issues and/or explain the policy. However, the Board is not obligated to act on any matter raised by a delegation.

The Board has established the following channels of communication for parents and other groups to address their concerns regarding:

11.1 Issues regarding the selection of learning materials and the interpretation of Board policy by employees shall be communicated in the following order:

11.1.1 Teacher,

11.1.2 Principal,

11.1.3 Superintendent,

11.1.4 Board.

11.2 Issues and concerns about Board policies or actions shall be:

11.2.1 Submitted to the Superintendent for review, discussion, and clarification.

11.2.2 If the concerns are not addressed to the satisfaction of the individual or group concerned, a written submission may be made to the Board. The concerned party may also request an appearance before the Board.

11.3 Procedures for delegations to make a presentation to the Board are as follows:

11.3.1 The delegation shall give the Superintendent at least twenty (20) calendar days' notice before the day of the meeting at which it wishes to appear.

11.3.2 The notice shall be accompanied by a summary or explanation of the problem or concern that it wishes to discuss.

11.3.2.1 The Agenda Review Committee shall determine whether a delegation is to be permitted.

11.3.2.2 The Board Chair shall inform the delegation of the decision and, if requested, review the details of the delegation process.

11.3.3 The notice and summary shall be included in the meeting agenda package.

11.3.4 The delegation shall appoint no more than two (2) persons to speak on its behalf at the meeting and respond to questions from the Board.

11.3.5 Usually, the Board will make their decision at the next regularly scheduled meeting.

12. Petitions

12.1 Petitions shall be filed with the Corporate Secretary or designee.

12.2 The Corporate Secretary shall determine whether the petition is sufficient.

12.2.1 The Corporate Secretary will provide written notification to all petitioners of the petition's sufficiency or insufficiency.

12.3 Once the Board has received a sufficient petition, the Board shall establish an ad hoc committee within thirty (30) days to review the petition and provide recommendations to the Board on its purpose.

12.4 The Board must make a decision(s) on the purpose of the petition within ninety (90) days of receiving a sufficient petition.

12.5 Once the Board has made a decision(s) on the purpose of the petition, the Board will provide written notification to all petitioners.

13. Public Notices

13.1 Public notices must be published at least once a week for two (2) consecutive weeks in at least one (1) newspaper that has general circulation in the area in which school divisions and municipalities interested in the matter are situated.

13.2 Public notices must be posted for ten (10) business days in at least two (2) appropriate areas.

13.3 Additionally, public notices may be posted electronically.

14. Audio/Video Recording Devices

14.1 Anyone wanting to use recording devices at a public Board meeting must obtain prior approval from the Board Chair.

15. Trustee Compensation and Expenses

The Board recognizes that the Chair and trustees have a vital role to fulfill and should be fairly compensated and reimbursed for expenses incurred in the performance of Board business.

The Board shall:

15.1 Include amounts for trustee honoraria and expenses in its annual budget.

15.2 Report individual trustee remuneration annually in the Division's audited financial statements in accordance with the Fiscal Planning and Transparency Act.

15.3 Annually review and approve rates in Policy 7 Appendix A - Schedule of Rates, along with the budgeting process.

15.3.1 Any changes to rates and/or compensation shall come into effect at the Board of Trustees' discretion.

15.4 Services for which Trustees shall receive remuneration shall include:

15.4.1 Regular board meetings

15.4.2 Special board meetings;

15.4.3 Meetings of Committees of the Board;

15.4.4 ASBA Zone meetings; meetings with MLA and local Government

15.4.5 ASBA and PSBAA spring and fall annual general meetings;

15.4.6 PSBAA Governance Sessions, Council Meetings;

15.4.7 ASCA Annual Conference

15.4.8 Local Zone Alberta Education Consultation Sessions;

15.4.9 Conventions, retreats and workshops as authorized by the Board through Policy 7 Appendix B - Professional Development Guidelines (including ASBA and CSBA);

15.4.10 Attendance at Christmas concerts of their respective school(s); awards at schools; Parent Council Meetings/Council of School Council meetings

15.4.11 Attendance at Long Services Awards at schools within their ward or a division-wide event;

15.4.12 Attendance at school activities where the trustee is formally invited to participate and authorized by the Board Chair or Superintendent;

15.4.13 Attendance at meetings held by other organizations to which the Board has appointed the trustee as a representative;

15.4.14 Trustee General Duty Days

15.4.14.1 Trustee General Duty Days are intended to cover time for reading materials and preparing for board and/or committee meetings, working with community members on individual concerns, and making short visits to schools, among other tasks.

15.4.14.2 The Board Chair is entitled to claim up to five (5) Trustee General Duty days per month for time spent engaging in official Division business as directed by the Board through policy or motion.

15.4.14.3 The Vice-Chair is entitled to claim up to three (3) Trustee General Duty Days per month for time spent in official Division business as directed by the Board through policy or motion.

15.4.14.4 All other trustees are entitled to two (2) General Trustee Duty days per month, plus a maximum of four (4) additional days annually if the trustee is a member of a committee that requires significant additional reading, research and report writing. The committee will provide a consensus on who and how many days are claimed.

15.4.15 Other activities in which the Board imposes an obligation on the trustee(s) to attend and/or participate.

15.5 Reimbursement of expenses and allowances shall be paid in accordance with Policy 7 Appendix A - Schedule of Rates, Appendix B Professional Development Guidelines and Appendix C - Trustee Honoraria/Expense and Corporate Credit Card Guidelines.

15.6 Support Trustee Development

The Board believes that trustees can best discharge their obligations to the electorate and the Board when they possess the necessary knowledge and skills.

15.6.1 The Board shall establish, in its annual budget, a sum of money to defray expenses incurred by trustees attending workshops, conferences, and seminars held outside the Division's boundaries.

15.6.1.1 Monies may be accumulated in the first three (3) years following the election year, but the budget must be balanced in the fourth year.

15.6.1.2 Surplus accounts in election years will be returned to the general revenues.

15.6.1.3 Deficit accounts will be accepted in the first three (3) years, provided the Board develops a Four-Year plan outlining how the deficit will be cleared in the fourth year of the election term.

15.6.2 Attendance at professional development shall be as per Policy 7 Appendix B - Professional Development Guidelines

15.6.3 Reimbursement of expenses for professional development shall be paid in accordance with Policy 7 Appendix A - Schedule of Rates, and Policy 7 Appendix B - Trustee Honoraria/Expense and Corporate Credit Card Guidelines.

15.6.4 The Secretary-Treasurer shall advise the trustees of their cumulative professional development expenditures every quarter.

16. Trustee Conflict of Interest - Refer to Policy 4

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 that will enhance the trust accorded to the trustee and, through the trustee, to the trust accorded to the Board.

The Board is firm in its conviction that its ability to discharge its obligations depends on the electorate's trust and confidence in its Board and trustee members. Therefore, the Board believes that a conflict of interest must be declared.

16.1 The trustee is expected to comply with the relevant sections of the Education Act.

16.2 The trustee is responsible for declaring a possible conflict of interest.

16.2.1 The trustee shall make such declaration in an open meeting before the Board or committee discussion of the subject matter, which may place

the trustee in a conflict of interest.

16.2.2 Following a trustee's declaration of conflict of interest, 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 themselves from the meeting in accordance with the requirements of the Education Act and to ensure that their declaration and absence are adequately recorded in the minutes.

16.4 The recording secretary will record the following 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 The trustee left the room in which the meeting was held.

Legal Reference: Sections 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
Board Procedures Regulation
Petitions and Public Notices Regulation
Fiscal Planning and Transparency Act
Local Authorities Elections Act
Northland School Division Act
Income Tax Act (Canada)
Access to Information Act (ATIA)
Protection of Privacy Act (POPA)

Reference: Policy 7, Appendix A – Schedule of Rates
Template: Northland Board Agenda