



Christ the Teacher Catholic Schools **Board Policy**

Policy Title: Board Operations

Code: BP 7

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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 is necessary. A quorum, which is a simple majority of the number of Board members, must be present for every duly constituted meeting. No act, proceeding or policy of the Board shall be deemed valid unless adopted at a duly constituted meeting. The Board has adopted policies so that the business of the Board can be conducted in an orderly and efficient manner.

The Board believes that its fundamental obligation is to preserve and enhance the public trust in Catholic Education, generally, and in the affairs of its operations in particular. Consistent with its objective to encourage the Catholic community 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.

The Board believes there are times when public interest is best served by private discussion of specific issues in closed 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 into closed session for issues dealing with individual students, individual employees, land, labour, litigation or negotiation.

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

The Board also believes that public forums dealing with specific educational topics and held in various communities within the Division can enhance communications and effectiveness of the Board.

Cellular telephones will not be used at Board or Task Force/Committee meetings unless the Board approves such use in exceptional circumstances.

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1. Electoral Boundaries

Pursuant to Ministerial Order 024/2005-06, 035/2005-06, 115/2005-06, 120/2005-06 and L064/2006-07, taken sequentially and in their entirety, relating to Christ the Teacher Roman Catholic Separate School Division No. 212 of Saskatchewan, the Board provides for the nomination and election of Board members within the Division by cities and sub-divisions as follows:

- 1.1 The total number of Board members to be elected shall be ten (10).
 - 1.1.1 Four (4) members at large for the geographic area comprising the City of Yorkton.
 - 1.1.2 Three (3) members at large for the geographic area comprising the City of Melville.
 - 1.1.3 One (1) member from each of sub-divisions 1, 2 and 3.
- 1.2 The three sub-divisions shall comprise all those lands as outlined in Ministerial Order 120/2005-06.
- 1.3 The provisions of the Local Government Election Act respecting the election of Board members shall apply to every election in each sub-division.

2. Organizational Meeting

- 2.1 The organizational Meeting of the Board in each calendar year shall be held in the Division Office Board Room not later than November 30.
- 2.2 The Director or designate will give notice of the organizational meeting to each Board member as if it were a special meeting.
- 2.3 The Director or designate shall call the meeting to order, and in an election year, read the return from the Elections Clerk certifying the election of members.
- 2.4 In an election year, the Director or designate shall call for and receive the duly signed Declarations of Office and corresponding Endorsement Certificates by Commissioners for Oaths from each Board member, in accordance with Section 71 of the Education Act.
- 2.5 The Director or designate shall proceed to conduct the election of the Board Chair. Nominations shall be made by the Board members for the office of the Chair and need not be seconded. A vote upon the nominees shall be taken by secret ballot. The nominee who receives the majority of votes of the members present shall therefore be declared elected. Where, on the addition of the votes, two (2) or more candidates for the position of Board Chair have an equal number of votes, the returning officer shall follow the tie vote procedure specified in Section 111(1) of the Local Government Act.
- 2.6 In the event that only one member has indicated willingness to serve as Board Chair, that member shall be declared elected by acclamation.

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- 2.7 The Board Chair shall assume office and shall immediately proceed with the election of the Vice-Chair.
- 2.8 The newly elected Board Chair shall then proceed with the agenda as presented by the Director or designate and adopted by the Board.
- 2.9 In addition, the organizational meeting shall include, but not be restricted to, the following:
 - 2.9.1 Establish a schedule (date, time and place) for regular meetings and any additional required meetings;
 - 2.9.2 Review Board member conflict of interest stipulations and determine any disclosure of information requirements;
 - 2.9.3 Appoint an auditor;
 - 2.9.4 Appoint Board representatives to the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate; and
 - 2.9.5 Other organizational items as required.

3. Regular Meetings

- 3.1 Regular Board meetings shall be as established at the annual organizational meeting.
 - 3.1.1 Notwithstanding the schedule established in 3.1 above, the Board may, by resolution, alter the schedule in such manner as it deems appropriate.
- 3.2 All Board members shall notify the Board Chair or the Director if they are unable to attend a Board meeting.
- 3.3 All Board members who are absent from three (3) consecutive regular meetings shall:
 - 3.3.1 Obtain authorization by resolution of the Board to do so; or
 - 3.3.2 Provide to the Board Chair evidence of illness in the form of a medical certificate respecting the period of absence.Failure to attend may result in disqualification.
- 3.4 If both the 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 Chair, who on being so appointed has all the powers and shall perform all the duties of the Chair during the Chair's and Vice-Chair's inability to act or absence.
- 3.5 Regular meetings of the Board will not be held without the Director and/or designate(s) in attendance.

4. Special Meetings

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

- 4.1 Special meetings of the Board may be called by the Board Chair at any time, or upon receipt of a written request signed by any three (3) Board members who shall state explicitly the reason therefore. Subject to the paragraph below, if an additional meeting of the Board is to be held, the Director shall send a written notice of such a meeting as prescribed by the Education Act and shall set forth therein the business to be transacted or to be considered thereat, and no other business shall be considered unless all Board members are present and there is unanimous agreement that the agenda previously arranged shall be changed.
- 4.2 The Board may, by unanimous consent in accordance with Section 74 of the Education Act, waive notice of meeting and hold a meeting at any time and that consent shall be subscribed to in writing by each Board member and shall be recorded in the minutes of the meeting in the form required by that section.
- 4.3 Special meetings of the Board will not be held without the Director and/or designate(s) in attendance.

5. Electronic Meeting

- 5.1 The Board may hold a meeting using any electronic means. The means used must enable each Board member participating in the meeting and any members of the public attending the meeting to hear all the other Board members and follow any votes taken.
- 5.2 At least one (1) of the following persons must be present at the Division Office during the meeting:
 - 5.2.1 A member of the Board.
 - 5.2.2 The Director or designate.
- 5.3 Reasonable steps must be taken to notify the public of locations from which members of the public may participate.
- 5.4 A Board member may participate from a location to which the public does not have access.

6. Closed Sessions

The Board may, by resolution, schedule a closed meeting at a time or place agreeable to the Board or recess a meeting in progress for the purpose of meeting in closed session. Such resolutions shall be recorded in the minutes of the Board and shall specify those individuals eligible to attend in addition to the Board members and the Director. The reason for the closed session shall be stated prior to its approval and shall be limited to discussion pertaining to the following stated reasons:

- 6.1 Individual students;

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- 6.2 Individual employees;
- 6.3 Collective bargaining issues;
- 6.4 Litigation issues;
- 6.5 Acquisition/disposal of property; and
- 6.6 Other topics that a majority of the Board members 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(s) which gave rise to the closed meeting. Board members and other persons attending the session shall maintain confidentiality and not disclose the substance of deliberations at such sessions.

The Board shall, during the closed session, adopt only a resolution to rise and report to the open public Board meeting.

7. Agenda for Regular Meetings

The Board believes that a properly prepared agenda creates a meeting atmosphere formal enough for orderly procedure, but informal enough to encourage free discussion, problem identification, problem solving and the generation of ideas.

The Board Chair is responsible for establishing the agenda for Board Meetings in consultation with the Vice-Chair and the Director, in accordance with legislation and Board policy.

Agendas shall include all the data and back-up information so that the Board is able to make sound and objective decisions consistent with established goals.

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

- 7.1.1 Call to Order;
 - 7.1.2 Adoption of Agenda;
 - 7.1.3 Approval of Minutes of previous meeting(s);
 - 7.1.4 Delegations;
 - 7.1.5 Action Items;
 - 7.1.6 Information Items;
 - 7.1.7 Identification of Emergent Items for Next Agenda;
 - 7.1.8 Adjournment.
- 7.2 Agenda items will be supported by a briefing note with 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. Each action item will include a clear recommendation.

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- 7.3 Items may be placed on the agenda in one of the following ways:
- 7.3.1 By notifying the Board Chair or Director one (1) week prior to a regular meeting.
 - 7.3.2 By notice of motion at a previous meeting of the Board.
 - 7.3.3 As a request from a task force or a representative 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 may be made by a majority of those present.
- 7.4 Materials for Board meetings will be distributed to each Board member and the Director and designates at least three (3) calendar days prior to the meeting. Agenda packages, minus any confidential materials, will be provided to members of the press and the general public attending the meeting. The agenda will be posted on the web site prior to the meeting. The Director or designate is responsible for distribution and posting.
- 7.5 The list of agenda items shall be available in the Division Office. Any elector may inspect the agenda and request a copy.
- 7.6 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. 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 Board members and administration in attendance, including times of arrival and any departure;
 - 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 Board members making the motion;
 - 8.1.8 Points of order and appeals;
 - 8.1.9 Appointments;
 - 8.1.10 Summarized reports of task forces/committees;
 - 8.1.11 Recording of the vote on a motion (when requested pursuant to the Education Act); and

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- 8.1.12 Board member declaration of conflict of interest pursuant to the Education Act.
- 8.2 The minutes shall:
 - 8.2.1 Be prepared as directed by the Director;
 - 8.2.2 Be reviewed by the Director 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 Director or designate shall ensure, upon acceptance by the Board, that appropriate initials are appended to each page of the minutes, and that appropriate signatures of the Division are affixed to the concluding page of the minutes.
- 8.4 The Director or designate shall establish a codification system for resolutions determined by the Board which will:
 - 8.4.1 Provide for ready identification as to the meeting at which it was considered;
 - 8.4.2 Provide for cross-referencing with resolutions of similar nature adopted by the Board at previous meetings; and
 - 8.4.3 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 Director 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 Director or designate is responsible to distribute and post the approved minutes.
- 8.7 Each task force will appoint a recording secretary to take and distribute the record of the proceedings which will be presented for approval at their next meeting.
- 8.8 All task forces of the Board, unless otherwise directed, shall prepare and submit minutes or a report to the Board.

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 Board members of the item to be discussed. A notice of motion is not debatable and may not be voted on.

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9.2 Discussion on Motions

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

A Board motion or a recommendation from administration is normally placed before the Board prior to any discussion taking place on an issue. Once a motion is before the Board and until it is passed or defeated, all speakers shall confine their remarks to the motion or to the information pertinent to the motion. Motions may be submitted by the Board Chair or any Board member.

9.3 Speaking to the Motion

The mover of a motion speaks first and every Board member shall have an opportunity to speak to the motion before any Board member is allowed to speak a second time.

A Board member may speak to a motion only twice, unless replying to a question, in which case the Board member may speak a third time. The mover of a motion may speak a third time and thereby close the debate on the question. The Board may, by majority vote, approve extended discussion of any subject.

If the Board Chair wishes to speak on a motion, she/he is to vacate her/his seat as Chair and ask the Vice-Chair to preside. The Chair will normally speak just prior to the last speaker who will be the mover of the motion.

As a general guide, a Board member should not speak longer than five (5) minutes on any motion. The Board Chair has the responsibility to limit the discussion by a Board member 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.

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.

Amendments to the motion may be proposed at any time during discussion. No more than two (2) amendments may be before the meeting at one time. Discussion and voting on motions and amendments takes place in reverse order of their proposal.

Motions or amendments may be withdrawn only with the unanimous consent of the Board members present.

Should a Board member arrive at the meeting after a motion has been made and prior to taking a vote, the Board member may request further discussion prior to the vote. The Board Chair shall rule on further discussion.

9.4 Reading of the Motion

A Board member may require the motion under discussion to be read at any time during the debate, except when a Board member is speaking.

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9.5 Entitled Votes

All members, including the Board Chair, are entitled to vote on all motions, except in the case of a conflict of interest, as defined by Section 69 of the Education Act.

While all Board members are encouraged to vote on all motions, except in the case of conflict of interest, a member has the right to abstain from voting. An abstention shall not be considered a vote for or against.

9.6 Recorded Vote

9.6.1 Before a vote is taken on any motion a recorded vote may be requested by a Board member. The minutes shall then record the names of the Board members who voted for or against the motion, or abstained.

9.6.2 Immediate following a vote on any motion a Board member may request to have the minutes record that Board member's name and whether or not he/she voted for or against the motion, or abstained.

9.7 Required Votes

Each question shall be decided by a majority of the votes of those Board members 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. The result of the vote is announced by the Board Chair.

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.

9.8 Debate

In all debate, 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 Board members in attendance.

A 'point of order' may be called by any Board member at any time. The 'point of order' must be stated definitively and conclusively. The Board Chair decides, without debate, whether the 'point' is well taken.

Any Board member may appeal a ruling of the Chair. The Board member states the reasons for the appeal; the Board Chair states the reason for the ruling. There is no debate. The Board Chair then asks, "Shall the decision of the Chair be sustained?" A simple majority decides the issue.

A rejected motion is not to be re-introduced during the same meeting unless at least a majority of the Board members present approve a motion "That the question be re-considered". This motion is not debatable and calls for an immediate vote.

A motion to lay a question on the table shall not be subject to debate, but the question may be debated when it is lifted from the table.

10. Delegations to Board Meetings

The Board may make provision for a delegation to make a presentation at a Board meeting in the interest of improving the education provided in Division schools. Individuals or organizations may make requests for audiences with the Board.

- 10.1 All delegations wishing to appear before the Board shall be required to give notice thereof, in writing, to the Board; and further, in giving such notice, the delegations shall state the nature of the subject matter they intend to bring before the Board.
- 10.2 The Board Chair, during the regular agenda review, will determine if the subject matter is pertinent to the business of the Board, and rule on the request. The Director or designate shall notify the individual or organization.
- 10.3 All delegations are required to submit their presentation in writing for inclusion in the Board agenda package.
- 10.4 Matters deemed to be of a sensitive and/or confidential nature shall be heard at a closed session of the Board.
- 10.5 Normally, fifteen (15) minutes is allowed for the presentation by the delegation. The Board Chair will introduce the individual(s) or group(s) and reserves the right to limit and control the discussion.
- 10.6 Delegations will be given a copy of this section of Policy 7 prior to their presentation. Delegations may be asked to leave if they do not abide by the procedures as set out.
- 10.7 At the time of presentation, the delegation shall confine its discussion to the purpose stated in the notice. It is understood that the delegation shall have a spokesperson.
- 10.8 In discussing matters with a delegation, the Board Chair shall act as spokesperson for the Board. It must be remembered that delegations come to express concerns, make suggestions or requests, and give information thereon. For this reason, individual Board members may seek only clarification of items presented by the delegation. At no time during the presentation shall any Board member voice her/his opinion thereon; nor shall he/she, by any statement, commit the Board to any specific course of action.
- 10.9 Except in an emergency, the Board shall refer any action relative to the delegation's presentation until the next regular Board meeting. Such referral shall be used to give individual Board members sufficient time to consider the information supplied by the delegation. If the time between the delegation's presentation and the next Board meeting is deemed insufficient for the Board members to gain the necessary information to make an informed decision, the Board may respond by delaying the decision until another specified, appropriate time.

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- 10.10 Upon completion of the presentation, the Board Chair shall inform the delegation when the decision will be made. When a decision is reached, it will be communicated in writing to the spokesperson.
- 10.11 Individuals or groups who appear at a meeting of the Board without making prior arrangements and who wish to speak may do so at the discretion of the Board.

11. Audio/Video Recording Devices

The Board expects that anyone wanting to use an audio and/or video recording device at a public Board meeting shall obtain prior approval of the Chair.

12. Board member Compensation

Board members while on the performance of their duties shall be entitled to such indemnity and expense reimbursement as provided by the Education Act. One-third of the total indemnity shall be designated as general expenses, and thus be exempt from income tax.

12.1 Taxable allowances provide compensation for:

12.1.1 Attendance at Board and MCS Governance Authority Meetings.

12.1.2 Attendance at meetings of External Committees, other boards, etc., where appointed by the Board.

12.1.3 Other meetings as required (i.e., meetings with the Minister, politicians; Board Retreats, Division, School, School Council or Church meetings, social events, etc.) where approved by the Board.

12.2 The per diem rates for board meetings shall be as follows:

12.2.1 Chair – two hundred and twenty-five dollars (\$225.00).

12.2.2 Vice Chair – two hundred dollars (\$200.00).

12.2.3 Board Members – one hundred and eighty dollars (\$180.00).

12.3 Per diem rates shall be reviewed and set with the annual budget.

12.4 Per diem compensation for certain meetings, and under certain conditions, as outlined below:

12.4.1 Attendance at meetings as the Board Chair, Board Chair designate, or a member of the Executive or Board of Directors, of official Board Member organizations (i.e., SCSBA, SSBA, CCSTA,) School Division Orientation Day, or official attendance at meetings approved by the board. Where practical prior approval should be approved by the board. If available, a per diem is to be claimed from these respective organizations as opposed to claiming a per diem from the Board. Association appointments to other Boards, Committees, etc., do not qualify.

- 12.4.2 Attendance at certain ad hoc provincial and national committee meetings where Board representation is required and the Board makes the appointment.
- 12.4.3 Annual and semi-annual conventions and conferences of provincial and national associations, of which the Board is a member.
- 12.4.4 The per diem shall be: two hundred and thirty-five dollars (\$235.00) per day for attendance at such meetings, conventions/conferences, of at least four (4) hours in duration. A per diem of one hundred and twenty dollars (\$120.00) will be provided for meetings of less than four (4) hours. Associated travel time for out of town events is to be calculated in the time committed.
- 12.4.5 Board Representation – The Board provides an annual allocation in its budget to compensate individual board members that represent the board on a task force, community boards or at school or community events. Each board member will submit to the Secretary Treasurer his/her monthly hours that he/she has officially represented the Board. In September, the Secretary Treasurer will tabulate the eligible hours of service by each individual and the amount to be distributed to each Board member.
- 12.4.6 Expenses incurred in relation to out of town travel requiring Board member attendance shall be reimbursed if a claim cannot be made to a relevant organization (e.g. SCSBA, SSBA, etc.).
- 12.4.7 Reimbursement of expenses claimed shall be based upon the actual costs incurred, upon the provision of receipts, with the exception of the meal allowances.
- 12.4.8 Board members may also be reimbursed for other expenses or purchases directly related to the work of the Board (e.g. long-distance charges).

13. Board member Conflict of Interest

The Board is of the firm conviction that its ability to discharge its obligations is dependent upon the confidence the residents of the Division place in the Board and in its Board member members.

- 13.1 The Board member is expected to be conversant with Sections 69, 70 and 90 of the Education Act and with Policy 4 – Board member Code of Conduct.
- 13.2 The Board member is responsible for declaring him/herself to be in possible conflict of interest.
 - 13.2.1 The Board member shall make such declaration in open meeting prior to Board discussion of the subject matter which may place the Board member in conflict of interest.
- 13.3 It shall be the responsibility of the Board member in conflict to absent him/herself from the meeting in accordance with the requirements of the

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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 Board member's declaration;

13.4.2 The Board member's abstention from the debate and the vote; and

13.4.3 That the Board member left the room in which the meeting was held.

14. Board Self-Evaluation

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

14.2 The purpose of the Board self-evaluation is to answer the following questions:

14.2.1 How well have we fulfilled each of our defined roles in relation to our mission, goals and objectives as a Board this past year?

14.2.2 How do we perceive our interpersonal working relationships?

14.2.3 How well do we receive input and how well do we communicate?

14.2.4 How well have we adhered to our annual work plan?

14.2.5 How would we rate our Board-Director relations?

14.2.6 How well have we adhered to our governance policies?

14.2.7 What have we accomplished this past year? How do we know?

14.3 The principles upon which the Board self-evaluation is based are as follows:

14.3.1 A learning organization or a professional learning community is focused on the improvement of practice.

14.3.2 A pre-determined process for evaluation strengthens the governance functions and builds credibility for the Board.

14.3.3 An evidence-based approach provides objectivity.

14.4 The components of the Board self-evaluation are:

14.4.1 Review of Board Role Performance.

14.4.2 Monitoring Interpersonal Working Relationships.

14.4.3 Monitoring Board Representation/Communication.

14.4.4 Review of Annual Work Plan Completion.

14.4.5 Monitoring Board-Director Relations.

14.4.6 Review of Board Motions.

14.4.7 Review of Board Governance Policies.

14.4.8 Creating a Positive Path Forward.

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Reference: Sections 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 80.1, 81, 82, 84, 87, 106 Education Act
Local Authorities Freedom of Information and Protection of Privacy Act
Local Government Elections Act

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