

**Board of  
Trustees**

# **BOARD MEETING PROCEDURES**

Approved by the Board of Trustees November 10, 2015



**Calgary Board  
of Education**

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## **INTRODUCTION**

“Parliament, the model for all assemblies, should be, in the words of Winston Churchill, ‘a strong, easy, flexible instrument of free debate.’ It attains Standing Committee status by the willing observance of sensible rules which provide for the orderly consideration of the questions before it, leading to an expression of collective will or opinion.

Unanimity cannot always be reached, but procedures which have ensured, and have been seen to ensure, proper deliberation of an issue will lead to acceptance and wide support of the outcome. The meticulous observance of agreed forms is of primary importance in the group conduct of both private and public business and it will moreover, help to avoid misunderstandings and friction in the process.

It may not always be possible to reconcile practice with theory, but in effect good procedure is fair play and common sense built on a solid foundation of acknowledged principle. Above all, the rules must not change in the middle of the game.”

Source: *Bourinot's Rules of Order*, 3rd Edition

## **PURPOSE**

- (1) The *School Act* provides that the Board of Trustees may make rules governing its internal procedure and its meetings.
- (2) These Procedures are adopted and enacted by the Board of Trustees in order that the duties vested in the Board of Trustees by the *School Act* and other legislation can be accomplished in an orderly and efficient manner, while maintaining the principles of democracy.
- (3) The Board of Trustees is, pursuant to the *School Act*, R.S.A.2000, c.S-3, as amended, (the “*School Act*”), a statutory corporation under the name of The Calgary Board of Education charged with the governance of the school district (the “District”).

## **DEFINITIONS**

- (1) In these Procedures:
  - (a) “Administration” means the Chief Superintendent, and any staff to whom the Chief Superintendent may choose to delegate any of the rights or responsibilities outlined in these Procedures;
  - (b) “Agenda” means the list of items and order of business for any meeting of the Board of Trustees;
  - (c) “Board” and “Board of Trustees” means the Board of Trustees of The Calgary Board of Education;

- (d) “Chair” and “Vice-Chair” mean, respectively, the Chair and Vice-Chair of the Board of Trustees of The Calgary Board of Education elected by the Board of Trustees pursuant to section 65 of the *School Act*;
- (e) “Chief Superintendent” means the person appointed by the Board of Trustees as the superintendent of schools, chief executive officer of the board, and chief education officer of the District pursuant to Section 113 of the *School Act*;
- (f) “Corporate Secretary” means the person appointed as the secretary of the District pursuant to Section 116 of the *School Act*. Where reference is made throughout these Procedures pertaining to duties of the Corporate Secretary , such duties may be delegated , as appropriate;
- (g) “District” means The Calgary Board of Education, established by Ministerial Order, pursuant to Sections 207 and 246 of the *School Act*;
- (h) “Minister” means the Minister of Education, from time to time appointed by the Lieutenant Governor in Council of the Province of Alberta;
- (i) “Pecuniary interest” means, with respect to a person, a direct or indirect interest in a matter before the Board of Trustees that could monetarily affect:
  - (i) the person,
  - (ii) a corporation, other than a distributing corporation, in which the Trustee is a shareholder, director or officer,
  - (iii) a distributing corporation in which the person beneficially owns voting shares carrying at least 10% of the voting rights attached to the voting shares of the corporation or of which the Trustee is a director or officer,
  - (iv) a partnership or firm of which the person is a member,
  - (v) a corporation, partnership, firm, government or person that employs the person,

provided that a person shall not have a Pecuniary interest by reason only of any interest that the person may have by reason of any of the matters referred to in Sections 80(3) and 80(4) of the *School Act*;

For the purposes of the definition of “Pecuniary interest”, “corporation”, “distributing corporation”, “shareholder”, “voting shares”, “voting rights”, “director” and “officer” have the meanings given to them in the Business Corporations Act (Alberta); and

“spouse” means the husband or wife of a married person but does not include a spouse who is living separate and apart from the person if the person and spouse have separated pursuant to a written separation agreement or if their support obligations and family property have been dealt with by a court order.

For the purposes of determining the existence of a Pecuniary interest of a Trustee, the Pecuniary interests of the spouse or adult interdependent partner of that Trustee that are known to such Trustee or of which such Trustee reasonably should know are deemed to be the Pecuniary interests of such Trustee.

- (j) “Private Agenda” means that part of any Agenda and related information and materials which relate to any private meeting of the Board of Trustees;

- (k) “Procedures” means these Procedures for meetings of the Board of Trustees;
- (l) “Public Agenda” means that part of any Agenda and related information and materials which relate to any public meeting of the Board of Trustees;
- (m) “Quorum” means a majority of the Trustees that are specified by the Minister, under Section 247 of the *School Act*, to be elected to the Board of Trustees provided that (i) the Minister may order that when the number of Trustees has fallen below the Quorum, the remaining Trustees are deemed to be a Quorum until elections are held to fill the number of vacancies required to achieve a normal Quorum, and (ii) when the number of Trustees at a meeting is less than a Quorum because one or more Trustees has declared a conflict of interest with respect to a matter before the Board at the meeting, the Minister may order that the remaining Trustees are deemed to be a Quorum for the purpose of deciding that matter. Trustees participating in a meeting of the Board by electronic means or other communication facilities acceptable to the Board of Trustees, as described in Section J of these Procedures are deemed to be present at the meeting.
- (n) “*School Act*” means the *School Act*, R.S.A. 2000, c.S-3, as amended, and where applicable, all predecessor *School Acts* of the Province of Alberta from 1905, or School Ordinances of the Northwest Territories prior to 1905, applicable in what is now the Province of Alberta, the relevant school provisions of the Alberta Act, S.C. 1905, c.3, The Northwest Territories Acts, S.C. 1875 and 1877, the Constitution Act, 1867, the Constitution Act, 1982, Part I, Canadian Charter of Rights and Freedoms, Section 29, and any act or acts in substitution therefore, and any and all regulations in effect from time to time thereunder; and
- (o) “Trustee” means a member of the Board of Trustees of The Calgary Board of Education.

## **APPLICATION**

- (1) The rules of order to be observed at meetings of the Board of Trustees shall be in accordance firstly with the *School Act*, and secondly with the provisions of these Procedures. In all cases not provided for by the *School Act* or these Procedures, the rules and practice of “Robert’s Rules of Order Newly Revised” 11<sup>th</sup> Edition shall govern insofar as applicable.
- (2) In the event of any conflict between the provisions of these Procedures, and those contained in the *School Act*, the provisions of the *School Act* shall prevail and apply.
- (3) These Procedures apply to all regular and special meetings of the Board of Trustees, whether public or private.
- (4) Procedure is a matter of interpretation by the Chair or other person presiding at a meeting, subject to the appeal process as described in these Procedures.
- (5) In the absence of any statutory requirement, any provision of these Procedures may be temporarily altered or suspended by an affirmative vote of a majority of the votes of those Trustees present at the meeting of the Board of Trustees addressing such matter.

## **MEETINGS OF THE BOARD OF TRUSTEES**

### **A. PUBLIC SESSIONS**

- (1) The Meetings of the Board of Trustees shall be held in public, except when a majority of the Trustees present at a meeting of the Board of Trustees are of the opinion that it is in the public interest to hold the meeting or a part of the meeting in private. For the purpose of considering any such matter in private, the Board of Trustees may, by motion, exclude any person from the meeting.
- (2) Public meetings are meetings of the Board of Trustees that are held in a public venue. The purpose of the board meeting is to allow the Board to do its job; the meetings are not public forums.

### **B. PLACE OF MEETINGS**

- (1) Public meetings of the Board of Trustees shall ordinarily be held in the Multipurpose Room in the Education Centre building. Private meetings shall ordinarily be held in the Trustees' Hearing Room in the Education Centre building. Committee meetings may be held where convenient.

### **C. BOARD ROOM SEATING**

- (1) The Board of Trustees' table seating for Board meetings shall be reserved for the Trustees and shall include a seat for the Corporate Secretary.
- (2) The following procedures shall apply to the selection of the Board of Trustees' table seating:
  - (a) the Chair will occupy a seat at the centre or middle of the Board table;
  - (b) the Corporate Secretary will occupy the seating position directly to the left of the Chair;
  - (c) Trustees will occupy the remaining six Board table seats.
- (3) Seating shall be assigned for The Calgary Board of Education superintendents and directors who are required to attend Board meetings on a regular basis.
- (4) Assigned seating may be provided for individuals or groups as necessary, including administrative, student and other stakeholder representatives.
- (5) Limited seating room will be made available for members of the media.
- (6) The remainder of the seating accommodation will be available for the public.

## D. CALLING OF MEETINGS

### (1) *Pre-Organizational Meeting of the Trustees*

- (a) An informal pre-organizational meeting of Trustees shall be called within seven days prior to the Organizational Meeting. The meeting shall be called by the Corporate Secretary. The purpose of this informal meeting shall be for the discussion of the selection of the Chair and Vice-Chair, role and structure of committees, liaison appointments of the Board of Trustees and the annual schedule of Board of Trustees' meetings. A Request for Nominations form shall be circulated to all Trustees in advance of the meeting. No decisions may be taken at this meeting.

### (2) *Organizational Meeting of the Board of Trustees*

- (a) The organizational meeting of the Board of Trustees shall be called by the Corporate Secretary as provided in Section 64 of the *School Act*, as follows:
  - (i) Subject to clause (ii), the organizational meeting shall be held annually in June with the exception of  
any year in which a general election takes place, the organizational meeting shall be held in accordance with the legislative requirement.

### (3) *Regular Meetings of the Board of Trustees*

- (a) Regular meetings of the Board of Trustees shall be established by motion of the Board of Trustees. In accordance with Section 66 of the *School Act*, the motion establishing the regular meetings of the Board of Trustees shall state the date, time and place of the regular meeting, and the Board shall not be required to give notice of the regular meetings of the Board.
- (b) The Board of Trustees' regular meetings will normally be held during the period of September to June, inclusive, of each calendar year. The Board of Trustees' meetings in July and August may be held in accordance with the Procedures required for holding special meetings of the Board of Trustees, unless the Board determines that regular meeting(s) will be held during those months. In order to allow that the business of the Board of Trustees is not interrupted, Trustees must inform the Corporate Secretary of their contact information during vacation periods. Such information will be used to contact the Trustees for Board of Trustees' business.
- (c) To determine the schedule of the Board of Trustees' meetings, the following guidelines have been established:
  - (i) Regular Board of Trustees' Meetings, Public Agenda  
Two Tuesdays of each month – Noon - 3:00 p.m.
  - (ii) Regular Board of Trustees' Meetings, Private Agenda  
One Tuesday of each month - Noon – 3:00 p.m.

(4) *Special Meetings of the Board of Trustees*

- (a) Special meetings of the Board of Trustees may be called in accordance with the procedures outlined below, to consider, among other matters, the following items:
- (i) matters of governance,
  - (ii) major issues of a specific nature that require lengthy consideration,
  - (iii) items of an emergent nature that cannot be postponed until a regular Board of Trustees' meeting is scheduled to be held,
  - (iv) collective bargaining and contract negotiations with staff and with applicable third parties,
  - (v) petitions, delegations and presentations from any individual, organization, or group, that have been filed with the Corporate Secretary, and
  - (vi) conduct of hearings and hearing appeals as required by the *School Act*, including, without limitation, those relating to employee matters.
- (b) In accordance with Section 67 of the *School Act*, the Chair, a majority of the Trustees, or the Minister may call a special meeting of the Board of Trustees after written notice has been given to each Trustee by the Corporate Secretary in accordance with the following requirements:
- (i) The notice of the special meeting shall state the date, time and place of the special meeting, and the nature of the business to be transacted at the special meeting.
  - (ii) The notice of the special meeting shall be:
    - sent by registered mail to each Trustee at least seven (7) days before the date of the meeting, or
    - personally served on the Trustee or a responsible person at the Trustee's residence at least two (2) days before the date of meeting.
- (c) Notwithstanding the notice requirements prescribed above, a special meeting of the Board of Trustees may be held at any time without notice if every Trustee agrees, in writing, to waive such notice requirements..
- (d) The agreement of each Trustee to waive the notice requirement prescribed above shall be recorded in the minutes of the meeting by the Corporate Secretary and the Waiver of Notice consent form shall be attached with the Minutes of the called special meeting. A sample copy of the *Waiver of Notice* form is attached as Appendix A.
- (e) In the case of special meetings of the Board of Trustees, other than special meetings held for the purpose of conducting hearings or hearing appeals, those Trustees participating and present by electronic means as provided for in Section J of these Procedures shall be considered present at the meeting.
- (f) As provided in Section 67(5) of the *School Act*, unless all the Trustees are present at the special meeting, no business other than that stated in the notice of special meeting shall be transacted at the special meeting.

(5) *Other*

- (a) When the Board of Trustees so decides, or when Trustees so agree, informal briefing sessions may be held for the purpose of providing background information, clarification, and in-depth discussion with respect to issues of relevance for Trustees or for the Board of Trustees. The purpose of these meetings will be for the provision of information, and will not include decision-making that advances the work of the Board of Trustees.
- (b) The Board of Trustees will plan and implement strategic communication dialogues to ensure the whole Board's ability to engage stakeholders in understanding the organization's work as well as sharing viewpoints and values. These sessions may be held in conjunction with a regular or special meeting of the Board of Trustees.

**E. CANCELLATION OF MEETINGS**

- (1) Should there be a need or desire to cancel or reschedule any meeting of the Board of Trustees, the Board of Trustees shall decide on the cancellation or rescheduling of the meeting to be held on another date. Where possible, the decision to cancel or reschedule a meeting will be made at least two (2) weeks prior to the originally scheduled date.

**AGENDA**

**F. PREPARATION OF AGENDA**

- (1) The Board of Trustees' Agenda Planning Committee shall prepare board meeting agendas in accordance with the Terms of Reference approved by the Board. The Chair is authorized to approve emergent agenda decisions, as required, in consultation with the Corporate Secretary .
- (2) To the extent possible, the annual Board of Trustees' meeting Agendas will be approved at the organizational meeting of the Board of Trustees.
- (3) Board meeting Agendas shall include a reminder to Trustees that they must disclose any potential Pecuniary interest that they may have in respect of any of the matters before the Board of Trustees, as set forth in the Agenda as well as any Pecuniary interest that they may have in any contract before the Board requiring the Board's approval and/or ratification.
- (4) The Corporate Secretary shall review each proposed Agenda as against the disclosure of information filed with the Corporate Secretary by each Trustee pursuant to section 81(1) of the *School Act*, in order to identify any potential Pecuniary interests of a Trustee, and, if applicable, bring these to the Trustee(s)' attention prior to the Board meeting. Notwithstanding such review by the Corporate Secretary , it shall ultimately be the personal responsibility of the Trustee to determine whether or not they have a Pecuniary interest in any Board matter being considered, and to act in accordance with the School Act and these Board Procedures.
- (5) All Board of Trustees' meeting Agenda materials and information will be printed on coloured paper, as required, in accordance with the following:

- (a) Regular Board of Trustees – Public Agenda – yellow,
- (b) Regular Board of Trustees – Private Agenda – grey,
- (c) Special Meetings – ivory.

## **G. DISTRIBUTION OF AGENDA – REGULAR MEETINGS**

- (1) All regular meeting Agenda information will be circulated by the Corporate Secretary to Trustees and members of Administration, as appropriate, on the Wednesday, six days prior to the applicable meeting. In order to meet this schedule, signed reports and all other information required to prepare the Agenda must be received in the Corporate Secretary's Office by noon on the Tuesday, seven days prior to the meeting.
- (2) Board of Trustees' decisions may be spread over two meetings; the first meeting will accommodate questions and discussion, prior to making a decision at the second meeting. When agenda items are considered over two meetings, the report will be printed and distributed only for the first meeting at which the item is considered.
- (3) Only that material which has been received by the Corporate Secretary by the time prescribed under Section G(1) above and included in the distributed information may be considered at a meeting for which the Agenda is prepared. Notwithstanding the foregoing, due to the emergent nature of some Agenda items, it may not be practicable to circulate some reports and information six days prior to the Board of Trustees' meeting. Private meeting materials will only be circulated to Trustees and Superintendents' Team, to maintain appropriate confidentiality.
- (4) Agenda information for public meetings, including reports attached to the Agenda, shall be made available in an electronic format by the Corporate Secretary to the media and public on the Friday, four (4) days prior to the respective meeting. In the event that the Friday prior to the meeting is a statutory holiday, Board Meeting information will be made available by 10:00 a.m. on the Monday, one (1) day prior to the Board meeting.
- (5) Agenda information for private meetings, which is limited to the template agenda, will be available electronically on the Friday, in accordance with the timelines above, for public meetings.
- (6) All board meeting reports and documents submitted to the Board of Trustees shall be retained in the corporate records of the District.
- (7) From time to time, private reports may be of such a sensitive nature that they are not distributed in advance of the Board of Trustees' meeting. In these instances, the Corporate Secretary's Office will make the reports available to Trustees in the board meeting room two hours in advance of the commencement of the Board meeting, if requested by trustees.
- (8) An appropriate number of copies of the Agendas, with attachments, for all public meetings shall be printed and be made available for members of the public attending such meetings. Public Agendas shall also be available on the Calgary Board of Education web-site at <http://www.cbe.ab.ca>.

## **H. ORDER OF BUSINESS**

- (1) Subject to other provisions of these Procedures, the order of business for a Board Meeting shall be the order of the items contained in the template Agendas contained in

Appendix C of these Procedures, for regular meetings, special meetings and organizational meetings. A general description of each of the items included in such template Agenda is set forth in Section I, below.

## I. CONDUCTING BUSINESS AT BOARD OF TRUSTEES' MEETINGS

### (1) *General Meeting Procedures*

- (a) No act or proceeding of the Board of Trustees is binding unless it is adopted at a meeting at which a Quorum is present at the time the act or proceeding occurred.
- (b) After the time appointed for a meeting to convene, subject to a Quorum existing, the Chair shall take the chair and call the meeting to order.
- (c) If no Quorum exists within fifteen (15) minutes after the time appointed for a meeting of the Board of Trustees, the Board of Trustees shall stand adjourned until the next applicable regular meeting of the Board of Trustees or until a special meeting may be called in accordance with the prescribed requirements for such meetings.
- (d) If a meeting is not convened due to the lack of a Quorum at the expiration of the said fifteen (15) minutes, the Corporate Secretary shall indicate as such in the Minute book with a record of the names of those members present.
- (e) The Board of Trustees shall adjourn a convened meeting whenever a Quorum is no longer present and the Corporate Secretary shall record the time of adjournment and the names of the Trustees then present.
- (f) When the Board of Trustees is unable to meet for want of a Quorum, the Agenda delivered for that meeting shall be considered at the next scheduled meeting prior to the consideration of the Agenda for that subsequent meeting, or it shall be the Agenda for a special meeting called for that purpose.
- (g) Any remaining Agenda items not dealt with at a meeting shall automatically be placed on the Agenda of the next appropriate Board of Trustees' meeting as unfinished business carried forward. Such material shall take precedence over other items on the subsequent meeting's Agenda.

### (2) *Pecuniary Interest*

- (a) When a Trustee has a Pecuniary interest in a matter before the Board, any committee of the Board or any commission, committee or agency to which the Trustee is appointed as a representative of the Board, subject to and in accordance with Section 83 of the *School Act*, the Trustee shall, if present,
  - (i) disclose the general nature of the Pecuniary interest prior to any discussion of the matter,
  - (ii) abstain from voting on any question relating to the matter,
  - (iii) subject to Subsection 6(c), abstain from discussing the matter, and
  - (iv) subject to subsection (b) and (c), leave the room in which the meeting is being held until the discussion and voting on the matter are concluded.

- (b) If the matter with respect to which the Trustee has a Pecuniary interest is the payment of an account for which funds have previously been committed, it is not necessary for the Trustee to leave the room.
  - (c) If a Trustee is temporarily absent from a meeting when a matter in which the Trustee has a Pecuniary interest is introduced, the Trustee shall, immediately on the Trustee's return to the meeting or as soon afterwards as the Trustee becomes aware that the matter has been considered, disclose the general nature of the Trustee's Pecuniary interest in the matter.
- (3) *Debrief*
- The board will assess the quality of each meeting by debriefing, in order to provide an opportunity for the board to assess what worked and what did not, so that success can be repeated and failure avoided in the future.

### **Conducting Business at Regular Board of Trustees' Meetings – Public Agenda**

(1) *Call to Order, National Anthem and Welcome*

- (a) All regular public meetings of the Board of Trustees shall commence with the singing of the Canadian national anthem. The Chair shall request everyone present who is able to stand and participate in the singing of the Canadian national anthem.
- (b) The Chair shall make general welcome comments to Superintendents, Directors, stakeholders and members of the public. At the commencement of every regular public meeting of the Board of Trustees, the Chair shall indicate which Trustees are absent on Board of Trustees' business or for other purposes, as requested by the relevant Trustee(s).

(2) *Consideration/Approval of Agenda*

Prior to the discussion of business, the Chair may outline the Agenda, make or request any recommendations respecting amendments to the Agenda from the Corporate Secretary and Trustees, and entertain any inquiries and conduct any necessary discussion concerning the Agenda. The Chair shall then entertain a motion to approve the Agenda as submitted or amended.

(3) *Awards and Recognitions*

This portion of the Agenda may be used to recognize special achievements of persons or departments within The Calgary Board of Education or educational partnerships.

(4) *Results Focus*

This portion of the Agenda will focus on the important Results that the Calgary Board of Education is expected to achieve. The Board's meeting time will focus on the Results and fulfilling the Board's Job Description as defined in the Board's governance policies. The following are examples of items that may be included in this portion of the Agenda:

(a) *School/System and Public Presentations*

This portion of the Agenda is to accommodate presentations related to educational issues by public interest groups, school/system groups, educational liaison groups or partners in education. Presentations are intended as a method

of providing information related to Results policies. Up to fifteen (15) minutes will be allotted for each presentation. The Board of Trustees must give prior consent for these presentations. The ward Trustee, in the case of school presentations, or the Chair, in the case of system or public presentations, will thank the presenters.

(b) *Board Development*

The Board will identify topics for Board development, and the timing for each Board development session. Generally, the purpose of Board development sessions is to assist the Board to develop more complete knowledge and a better understanding of specific Results issues and to support effective policy development and Board monitoring. Prior to the detailed planning for each session, the Board will complete any information requirements, and provide more specific information as may be required to allow presenters to appropriately prepare for Board development sessions

(c) *Results Policy Considerations*

This section of the Agenda shall include all reports related to the Results policies, including the Chief Superintendent's reasonable interpretation, indicators, and evidence monitoring, as well as Results policies language changes. The timing of such reports shall be in accordance with the Board's Annual Work Plan, as approved in the Board's governance policy, or as otherwise required by the Board.

(5) *Operational Expectations*

This section of the Agenda shall include all reports related to the Operational Expectations policies, including the Chief Superintendent's reasonable interpretation, indicators, and evidence monitoring, as well as Operational Expectations policies language changes. The timing of such reports shall be in accordance with the Board's Annual Work Plan, as approved in the Board's governance policy, or as otherwise required by the Board.

(6) *Public Comment*

A member of the public may verbally address the Board of Trustees on any educational issue deemed, by a majority of Trustees present at the particular meeting, to be relevant to the work matters before the Board, subject to the following procedure:

- (a) A prospective speaker shall notify the Corporate Secretary by noon of the day prior to the board meeting. Prospective presenters must provide the name and contact information for the presenter, the stakeholder or public group that they are representing, if any, their proposed presentation and its relevance to a board meeting agenda item.
- (b) A speaker may speak for up to three minutes. The number of such speakers at any meeting shall not exceed five. To provide fair opportunities for a variety of viewpoints to be presented, exceptions to the time and number of presentations may be made by a majority vote of the Trustees present at the meeting.
- (c) The Board, at its discretion, may restrict the number of stakeholder reports made by any individual or group to a maximum of four times per year, unless the Board, by a majority vote, deems that additional presentations would be beneficial to the Calgary Board of Education.
- (d) A speaker should approach the microphone and wait to be recognized by the

Chair. The Chair will ask the speaker to state his or her name, the stakeholder or public group represented, if appropriate, and the topic to be addressed.

- (e) A speaker shall address comments to the Chair of the meeting. Attacks on the personal character or performance of any individual(s), department or school, or disruptive remarks shall be ruled out of order. Persistence in such remarks shall terminate the speaker's privilege to address the Board of Trustees.
- (f) Comments with respect to the following issues will not be allowed:
  - (i) the security of the property of The Calgary Board of Education,
  - (ii) personal information of an individual, including but not limited to a student or an employee of The Calgary Board of Education,
  - (iii) a proposed or pending acquisition or disposition of property by or for The Calgary Board of Education,
  - (iv) labour relations or employee negotiations,
  - (v) a law enforcement matter, litigation or potential litigation, including matters before administrative tribunals affecting The Calgary Board of Education, or
  - (vi) the consideration of a request for access for information under the Freedom of Information and Protection of Privacy Act.
- (g) With the exception of the Chair, who may provide clarification as required, Trustees will not make comments or ask questions of the speaker. The Chair will thank the speaker.

(7) *Matters Reserved for Board Action*

- (a) This section of the Agenda shall include items requiring action or decision of the Board of Trustees.
- (b) Business introduced by Administration shall proceed by way of recommendation to the Board of Trustees. All reports to be considered by the Board of Trustees must be in written format in the prescribed report style as attached in Appendix E. In cases where timing is of a critical nature, the Board of Trustees may accept verbal reports.
- (c) As described in section G, Board of Trustees' decisions may be spread over two meetings; the first meeting will accommodate questions and discussion, prior to making a decision at the second meeting.

(8) *Consent Agenda*

The Board of Trustees uses a "Consent Agenda" to act on non-controversial and routine items quickly. Items may also be placed on the consent agenda if there has been an opportunity for questions and discussion at a prior meeting. The Consent Agenda is considered approved if no Trustee objects to consideration of the item on the Consent Agenda. Items may be removed from the Consent Agenda and placed on the regular Agenda at the request of a Trustee. The Corporate Secretary must be advised of such request by noon of the day prior to the Board of Trustees' meeting, in order that the appropriate member of administration can attend the meeting for discussion of the item. Items removed from the Consent Agenda will be dealt with on the regular Agenda, immediately following the Consent Agenda items.

(a) *Board Consent Agenda*

This section of the Agenda shall include reports relative to approval of minutes of prior meetings of the Board of Trustees, and the Board of Trustees' committees, Trustees' liaison responsibilities, correspondence sent or received by the Board of Trustees, and other routine matters of Board business. These reports must be submitted in a written format and shall be received as part of the record in Board of Trustees' meetings.

In the case of the approval of Board meeting minutes, if the approval of the minutes of any meeting is removed from the Consent Agenda, such approval shall be dealt with as noted in the process above; however, the following limitations shall apply:

- (i) The minutes of a previous meeting shall not be read aloud unless requested by a majority of the Trustees.
- (ii) Any Trustee may make a motion requesting that the minutes be amended to correct any inaccuracy or omission. However, the Corporate Secretary should be advised in advance of the challenge to the minutes before they are officially adopted by the Board of Trustees.
- (iii) Minor changes may be made to correct errors in grammar, spelling, and punctuation or to correct the omission of a word necessary to the meaning or continuity of a sentence; but no change shall be allowed which would alter or affect, in a material way, any actual decision made by the Board of Trustees. Minor corrections to the minutes can be accomplished by informing the Corporate Secretary of such errors. The minutes do not need to be pulled from the Consent Agenda to make such corrections.

(b) *Chief Superintendent Consent Agenda*

This section of the Agenda includes:

- (i) all items delegated to the Chief Superintendent that are required by law or contract to be approved by the Board,
- (ii) adequate information necessary to keep the Board of Trustees informed, and
- (iii) other items as deemed appropriate by the Chief Superintendent.

(9) *Recess and Adjournment*

- (a) A short break may be called during Board of Trustees' meetings at the discretion of the Chair of the meeting. It shall be the responsibility of the Chair of the meeting to bring the meeting back to order.
- (b) The regular adjournment time for Board of Trustees' meetings shall be at the conclusion of consideration of the approved Agenda items for the meeting, or a maximum duration time of three hours from the scheduled commencement of the meeting. If the business of the meeting is not completed within three hours, the following provision shall apply:
  - (i) Upon the completion of three hours, the Chair will announce that such time has arrived and shall seek the pleasure of the Board of Trustees. If a majority of the members present agree, the meeting may continue until the completion of the scheduled Agenda items or until the time agreed to

by the majority.

- (c) When a regular or special meeting adjourns without ending the session, this necessarily means that the time for another meeting to continue the same business or order of business has already been set, or that provision has been made for such a meeting to be held “at the call of the Chair”. If a motion to “adjourn to the call of the Chair” is moved prior to the Chair declaring that the meeting is adjourned, an adjourned meeting called accordingly is a continuation of the same session. However, if no such meeting is held before the next regular or special Board of Trustees’ meeting, whichever is applicable to the adjourned meeting, the adjournment of the previous Board of Trustees’ meeting becomes final retrospectively as of the date the last meeting adjourned, and the Chair’s authority to call an adjourned meeting expires.

### **Conducting Business at Regular Board of Trustees’ Meetings – Private Agenda**

- (1) When a majority of the Trustees present at a meeting of the Board of Trustees are of the opinion that it is in the public interest to hold the meeting or a part of the meeting in private for the purpose of considering any matter, the Board of Trustees may by motion exclude any person from the meeting. As such, the purpose of the Private Agenda is to deal with in camera matters, as determined by the Board of Trustees and/or as described in Section 18(1) of the *Alberta Freedom of Information and Protection of Privacy Regulation (AR200/95)*, a copy of which is attached as Appendix B (as amended from time to time). These topics include matters of privacy and matters confidential to the internal governance and management of the Board of Trustees. Each report presented for consideration at a private meeting will include information regarding why the issue should be considered in camera, and whether the report or any part of the report is planned for public release.
- (2) When a meeting is held in private, the Board of Trustees does not have the power to pass a by-law or motion at that meeting apart from the motion necessary to revert to an open meeting.
- (3) When the Board of Trustees resolves to consider any matter in private, any motion(s) arising from the Private Agenda shall not be subject to question or debate.
- (4) Due to the confidential or privileged nature of all private meeting Agenda items and supporting material on which the motions are based, the comments, discussions and supporting material relating to private items shall remain strictly confidential, except in cases when the Board of Trustees determines that the information should be submitted to a public meeting of the Board of Trustees, when the Board of Trustees specifically authorizes its public release, or when legally required to release such information. A motion of the Board of Trustees is required if this information is to be provided to any persons other than to the Board of Trustees or to employees or agents of the Board of Trustees who require such information to carry out the duties of their job.
- (5) As part of the fiduciary duties to which each Trustee is bound is the strict duty of confidentiality. That duty applies to every matter of a confidential nature before the Board or coming to the notice of any Trustee, including the private discussions and deliberations of Trustees during informal work sessions and the agendas, debates and discussions of or that occur during private meetings of the Board. Until such time as any such confidential matters are lawfully and properly disclosed pursuant to public meetings of the Board, such matters remain confidential and any Trustee breaching

such obligation of confidentiality may be subject to sanctions anticipated under the *School Act* and the Board governance processes as well as possible legal claims.

- (6) Motions arising from Agenda items discussed in private session must be carefully worded so as to protect the confidentiality and personal privacy around the issue.

### **Conducting Business at the Board of Trustees' Special Meetings**

The business of special meetings shall be conducted in accordance with the rules governing regular Board meetings, subject to following the order of business appropriate to the purpose of the meeting, as outlined in Appendix C of these Procedures.

### **Conducting Business at the Board of Trustees' Organizational Meetings**

- (1) The Corporate Secretary shall assume the chair as Chair *pro tem*.
- (2) At the organizational meeting following civic elections, after the elected Trustees have taken their oaths of office, as provided in Section 76 of the *School Act*, and have taken their places at the Board table, the Corporate Secretary shall:
  - (a) proceed to read to the Board of Trustees the returns of the election as certified by the Returning Officer; and
  - (b) declare the Board of Trustees to be legally constituted.
- (3) The Corporate Secretary shall then conduct the annual election for the office of the Chair of the Board of Trustees, as provided in Section 65 of the *School Act*, which shall be as follows:
  - (a) Call for nominations to be made orally by Trustees in public session.
  - (b) After the nominations have ceased, the nominee(s) shall be requested to inform the meeting whether they elect to stand or decline to stand.
  - (c) If only one person is nominated, that member shall be declared elected by acclamation.
  - (d) Where more than one nominee stands for election, an open vote shall be taken on the nominations in the order in which they were submitted.
  - (e) In the case of election of the Chair or Vice-Chair of the Board of Trustees, one or more Trustees can request that the vote be by secret ballot, as provided in Section 73(d) of the *School Act*.
  - (f) Each Trustee shall vote.
  - (g) The Board of Trustees' member who receives a simple majority of votes cast by the Trustees present shall be declared elected.
  - (h) Where more than two nominees elect to stand, if upon the first vote no nominee receives the majority required for election, the name of the nominee receiving the least number of votes shall be dropped, and the members shall proceed to vote anew and so continue until a nominee receives the majority required for

election, at which time such nominee shall be declared elected.

- (i) In the case of a vote where no nominee receives the majority required for election, and where two or more nominees are tied with the least number of votes, a special vote shall be taken to decide which one of such tied nominees' names shall be dropped from the list of names to be voted on in the next vote.
  - (j) In the case of a two-way tie vote, the Corporate Secretary shall write the names of those nominees separately on blank sheets of paper of equal size and of the same colour and texture, and after folding the sheets of paper in a uniform manner and so that the names are concealed, shall deposit them in a receptacle and direct some person to withdraw one of the sheets. The Corporate Secretary shall declare the nominee whose name appears on the withdrawn sheet to be elected.
  - (k) In the case of a three-way tie vote, the Corporate Secretary shall write the names of those nominees separately on blank sheets of paper of equal size and of the same colour and texture and after folding the sheets of paper in a uniform manner and so that the names are concealed, shall deposit them in a receptacle and direct some person to withdraw one of the sheets. The nominee's name that appears on the withdrawn sheet shall be dropped, and a vote shall then be taken to elect one of the remaining two nominees.
- (4) The Chair shall then assume the chair.
- (5) The Chair shall then conduct the election for the office of Vice-Chair of the Board of Trustees in the same manner as for the election of the Chair of the Board of Trustees as set out in the preceding section.
- (6) *Term of Office, Chair and Vice-Chair*
- (a) In accordance with Section 65 of the *School Act*, the Chair and Vice-Chair shall hold office during the pleasure of the Board of Trustees, which under normal circumstances shall be until the next organizational meeting of the Board of Trustees.
  - (b) In the event that the office of the Chair or Vice-Chair becomes vacant due to death, incapacity, resignation or any other reason, the Board of Trustees shall elect a Trustee to fill the office for the remainder of the term.
  - (c) The position of second Vice-Chair shall be appointed at the organizational meeting on a rotating roster basis, every two months. During the months of July and August a Trustee will be designated as an on call Trustee to assist the Chair and/or Vice-Chair.
- (7) *Establishment of Committees and Liaison Requirements*
- The number of committees of the Board of Trustees, their powers and duties, and the membership of each committee, shall be decided by the Board of Trustees, in accordance with the governance policy regarding committees.
- (8) *Schedule of Meetings and Annual Agendas*
- (a) The Board of Trustees will determine the schedule of regular meetings for the

forthcoming year (up to the date of the next organizational meeting of the Board of Trustees) and shall forthwith, by motion, adopt the calendar of meetings. This does not preclude motions to change the schedule of regular meetings, as required, throughout the year.

- (b) To the extent possible, the Board of Trustees shall determine the Agenda for meetings of the Board of Trustees for the forthcoming year.

(9) *Delegation of Power*

Any motion of the Board of Trustees to authorize delegation of the Board of Trustees' duties or powers may be made or renewed at the organizational meeting, and/or at such other time as the Board of Trustees determines to be appropriate.

**J. CONTROL AND CONDUCT OF BOARD OF TRUSTEES' MEETINGS**

(1) *Role of Chair in Presiding Over Meetings*

- (a) The Chair of the Board of Trustees shall preside over regular and special meetings of the Board of Trustees.
- (b) In the case of the absence of the Chair, the Vice-Chair has all the powers and shall perform all the duties of the Chair during the absence of the Chair. In the case of the absence of both the Chair and the Vice-Chair, the rotating second Vice-Chair shall preside. In the absence of all three of the above, the Corporate Secretary shall call the meeting to order and a Chair shall be chosen by the members of the Board of Trustees present and that individual shall then preside during the meeting, or until the Chair, Vice-Chair or second Vice-Chair arrives.
- (c) Subject to being overruled by a majority vote of Trustees, as outlined in Section J(7) of these Procedures, the Chair:
  - (i) shall maintain order and preserve decorum and may, if necessary, call a Trustee to order;
  - (ii) shall decide points of order without debate or comment other than to state the rule applicable to the case;
  - (iii) shall determine which Trustee has a right to speak;
  - (iv) shall ensure that all Trustees who wish to speak on a motion have spoken, that the Trustees are ready to vote and shall subsequently call the vote;
  - (v) shall rule when a motion is out of order; and
  - (vi) may, at any meeting, expel and exclude any person who creates any disturbance or acts improperly.
- (d) When the Chair wishes to make a motion, he/she shall:
  - (i) vacate the chair, and request that the Vice-Chair take the chair; and
  - (ii) remain out of the chair until the motion has been dealt with.

(2) *Attendance at Meetings*

- (a) Any Trustee who will be absent from a Board of Trustees' meeting must notify

the Corporate Secretary in writing as soon as possible in order to accommodate the rescheduling of the meeting, if required.

- (b) No Trustee shall leave the Board of Trustees' meeting (other than for brief periods of time) without written notice being provided through the Corporate Secretary .

(3) *Trustees' Attendance at Board Meetings by Electronic Means*

- (a) It is the preference of the Board of Trustees to hold its meetings at a common location to conduct Board business, with Trustees and official staff physically present at the meeting. Notwithstanding this preference, from time to time, one or more Trustees may participate in a public meeting of the Board by electronic means or other communication facilities, subject to satisfying the requirements as outlined in these Procedures. Trustees may not participate in a private meeting or private portion of any Board of Trustees' meeting by electronic means.
- (b) Any acceptable electronic means or other communication facilities must permit the Trustee(s) not physically present at the meeting of the Board of Trustees to hear and be heard or watch and be heard by all other participants and public in attendance at the meeting, as is appropriate. Unless otherwise approved by the Board of Trustees, the electronic means of communication will be limited to land-line telephones or communication facilities that provide simultaneous audio and video communication.
- (c) Electronic attendance of Trustees may be permitted for regular public meetings of the Board of Trustees, and for special meetings of the Board of Trustees, except those special meetings held in-camera and/or for the purpose of hearing appeals or conducting hearings related to employee matters, or any Board decision which attracts the principles of natural justice. Notwithstanding the above, the Board of Trustees may by Board motion passed 30 days prior to a particular meeting, determine that such Board meeting will be exempt from having any Trustees attend the meeting electronically.
- (d) The Board of Trustees, in its sole discretion, reserves the right to determine which Trustees will be allowed to participate in a meeting of the Board via electronic means, so as to ensure that a Quorum of the Board will be physically present at the meeting. Preference will be given to those Trustees who request electronic attendance due to illness, circumstances beyond their control, or physical incapacity to be physically present at a meeting.
- (e) Notwithstanding the requirements of these Procedures, a Trustee cannot attend more than three consecutive Board meetings electronically, without being authorized by a resolution of the Board of Trustees to do so.
- (f) At every meeting of the Board, the following persons must be physically present in the meeting room of the Board:
  - (i) the Chair of the Board or his or her designate;
  - (ii) at least three (3) other Trustees, in order to ensure that a Quorum of the Board shall be physically present; and
  - (iii) the Corporate Secretary .

- (g) At a meeting of the Board at which one or more Trustees is present electronically, voting on all motions shall be done verbally, with the Chair asking each Trustee to indicate whether they are in favour or opposed to each motion by stating their name.
- (h) At a meeting of the Board at which one or more Trustees is present electronically, if a ruling of the Chair is appealed, the Chair will poll Trustees alphabetically by last name to verify the decision.
- (i) Any Trustee wishing to participate in a Board meeting by electronic means must:
  - (i) notify the Corporate Secretary a minimum of eight (8) hours prior to the stated commencement of the meeting that they will be physically absent and wish to participate electronically;
  - (ii) notify the Corporate Secretary of the location at which they can be reached. Notwithstanding that a Trustee has requested to electronically attend a meeting of the Board of Trustees, if a reasonable attempt is made to connect with the Trustee, but for any reason, such connection is not made, the Trustee will be considered to be absent from the meeting. If the connection is lost during the meeting, the Trustee will be considered to be absent from the portion of the meeting during which there is no connection;
  - (iii) arrange to have access to all information that is distributed to Trustees prior to the meeting, and to a means to receive copies of all information that may be circulated at the meeting;
  - (iv) be available at the scheduled commencement of the meeting, as late electronic attendance will not be permitted;
  - (v) formally provide a verbal statement to the Board of their identity in order that the Board can be assured that only Board members are participating in the Board decision;
  - (vi) verbally inform the Chair if and when they wish to speak;
  - (vii) inform the Chair if they depart from a meeting, whether temporary or permanent;
  - (viii) ensure that they comply with the requirements of the Act and these Procedures with regard to any Pecuniary interest that they have in any matter before the Board.

(4) *Conduct of Trustees*

- (a) When a Trustee wishes to speak at a Board of Trustees' meeting the Trustee shall obtain the approval of the Chair before doing so.
- (b) When a Trustee is speaking every other Trustee shall:
  - (i) remain quiet and seated;
  - (ii) not interrupt the speaker, except on a point of order; and
  - (iii) not carry on a private conversation in person, via email, text or social media site (such as Facebook or Twitter).
- (c) When a Trustee is speaking the Trustee shall:
  - (i) not speak disrespectfully of Her Majesty The Queen, her official

representatives or her government;

- (ii) not use offensive words in referring to any person;
- (iii) not reflect on any vote of the Board of Trustees except when moving to rescind it, and shall not reflect on the motives of the Trustees who voted on the motion, or the mover of the motion;
- (iv) not shout or immoderately raise his voice or use profane, vulgar or offensive language; and
- (v) assume personal responsibility for the accuracy of any statement made and, upon request of the Board of Trustees, shall give the source of the information.

(5) *Conduct of Members of the Public*

The members of the public during a Board of Trustees' meeting shall:

- (a) not address the Board of Trustees without permission;
- (b) maintain order and quiet; and
- (c) not interrupt any speech or action of the Board of Trustees, or any other person addressing the Board of Trustees.

(6) *Request for Information, Point of Order*

- (a) A request for information is a request or a statement directed to the Chair, or through the Chair to another Trustee, or to the Chief Superintendent, for or about information relevant to the business at hand, but not related to a point of procedure. When a request for information is raised, the Chair shall answer the question or direct the question to the appropriate Trustee or the Chief Superintendent.
- (b) A point of order is the raising of a question by a Trustee with the view of calling attention to any departure from the Board of Trustees' Procedures or the customary proceedings in debate or in the conduct of the Board of Trustees' business. When any point of order arises, it shall be immediately taken into consideration.
  - (i) When the Chair is called upon to decide a point of order, the point shall be stated without unnecessary comment, and the Chair shall state the rule or authority applicable in the case.
  - (ii) When a point of order is raised, or when a Trustee is called to order by the Chair, the Trustee speaking shall immediately be silent and shall remain silent until the Chair decides the point raised.
  - (iii) The Trustee raising a point of order may be granted permission to explain.

(7) *Ruling of the Chair*

- (a) When the Chair is of the opinion that any motion is contrary to the rules of the Board of Trustees, the Chair shall advise the Trustees immediately, quoting the rule or authority applicable.
- (b) No argument or comment as to the Chair's ruling shall be permitted, and the decision of the Chair shall be final unless a challenge is made.

- (c) When a Trustee wishes to challenge the ruling of the Chair, the motion, “That the decision of the Chair be overruled” shall be made.
  - (d) A challenge of the ruling of the Chair shall be decided by a majority of the Trustees present. When the ruling of the Chair is challenged, the Chair shall have the right to state the reasons for the decision given, and shall then call the question, without further debate.
- (8) *Calling a Trustee to Order*
- (a) When the Chair calls a Trustee to order, the Trustee shall cease to speak.
  - (b) The Chair shall provide the opportunity for the Trustee to apologize and/or to explain the Trustee’s position in making the remark for which the Trustee was called to order.
  - (c) In the event that a Trustee refuses to remain quiet when called to order, the Chair shall request the Vice-Chair or any Trustee to move a motion to remove the unruly Trustee either:
    - (i) for the balance of the meeting; or
    - (ii) until a time stated in the motion;unless the Trustee makes an apology acceptable to the Board of Trustees for the Trustee’s unruly behaviour.
  - (d) When the majority of the Board of Trustees votes in favour of the motion, the Chair shall direct the unruly Trustee to leave the Board Room and, if the Trustee refuses to leave, direct that the Trustee be removed.
  - (e) When the Chair has directed an unruly Trustee to leave the Board Room and the Trustee makes an explanation and apology satisfactory to the Board of Trustees, it may, by a majority vote of the remaining Trustees present, allow the offending Trustee to remain in his or her place.
- (9) *Motions in Board of Trustees’ Meetings*
- (a) Pursuant to Section 72(1) of the *School Act*, all motions shall be submitted to the Board of Trustees by the Chair or a Trustee and no seconder is required.
  - (b) Any motion in excess of 25 words shall be submitted in writing to the Board of Trustees and the Corporate Secretary .
  - (c) Unless exempted by the Chair, motions submitted during the course of debate shall also be submitted to the Corporate Secretary in writing, except motions to receive or adopt reports, to refer, to adjourn, to lay on the table, to postpone, to recess, to extend termination of the meeting, or to rise and report to the Board of Trustees.
  - (d) After a motion has been moved and prior to it being placed on the floor for debate, it is the property of its mover, who can withdraw it or modify it without asking the consent of anyone.
  - (e) When a question is under debate, no motion shall be received, except a motion

to extend adjournment, to adjourn, to lay on the table, to postpone to a certain time, to refer to a committee, to amend, or to postpone indefinitely, which motions shall have the precedence in the above order.

- (f) A motion to “lay on the table” should only be used if the purpose is to temporarily put business aside so that the Board of Trustees can take up a more urgent matter. If the motion to “lay on the table” is adopted, it is important to make the motion to “take from the table” after the more important business has been decided, in order that the Board of Trustees can again discuss and vote on the motion that was laid on the table. A tabling motion is not debatable. A question laid on the table remains there until taken from the table or until the close of the next regular meeting; if not taken up by that time, the question dies.
- (g) A motion to “adopt” a report has the effect of the Board of Trustees endorsing every word of the report, including the indicated facts and the reasoning, as its own statement.
- (h) A motion to “postpone indefinitely” has the purpose of suppressing the main motion for the duration of the meeting, while a “motion to postpone to a certain time” is for the purpose of putting off or delaying a decision until that time.
- (i) A motion to “refer” is for the purpose of having another group or committee investigate a proposal, and the motion is debatable. If the motion does not include a time by which the committee is to report, the motion might die in committee.
- (j) Agenda items presented to the Board for information will be retained on the corporate record, and do not require a board motion as such.

(10) *The Handling of a Motion*

- (a) The mover of a motion shall state the motion to be considered.
- (b) A question period will follow, during which Trustees will have an opportunity to ask questions for clarification or information prior to the Chair’s calling for formal debate.
- (c) After a main motion has been made and before the question has been stated by the chair, any Trustee can informally suggest one or more modifications in the motion, which at this point the maker can accept or reject as the mover wishes.
- (d) Representatives of the Alberta Teachers’ Association, Canadian Union of Public Employees, Calgary Association of Parents and School Councils, The Calgary Board of Education Staff Association, and Trade Unions, will be permitted to speak during the question period at the discretion of the Chair. Other representatives as deemed necessary can be included at the discretion of the Board of Trustees. Questions to these representatives are to be addressed through the Chair.
- (e) The Board of Trustees must approve by motion that a member of the public audience be allowed to respond to a Trustee’s request for information during the question period.
- (f) Any Trustee desiring to speak shall so indicate by upraised hand and, upon recognition by the Chair who shall call the Trustee by name, the Trustee may

then, but not before, proceed to speak.

- (g) Every individual, prior to speaking, shall address the Chair, and remarks shall be confined to the motion under consideration.
- (h) At the conclusion of the question period, the Chair states the motion, thus placing it on the floor for debate. After the motion has been stated by the Chair, it is the property of the Board of Trustees and the maker must receive the approval of the Board, either by consent or by formal approval, to withdraw or modify his own motion.
- (i) The mover of the motion shall be given the opportunity to speak first and open debate.
- (j) No Trustee may speak more than twice during the debate on any motion, except under the following circumstances:
  - (i) When a Trustee feels he/she has been misquoted or misunderstood, the Trustee may, after receiving permission from the Chair, explain a material part of his speech but the Trustee may not introduce any new matter and there shall be no debate on the explanation.
  - (ii) Before the debate has been closed and the vote called, provided no other Trustee has the floor, a Trustee may request that the motion be read aloud.
- (k) Unless the Board of Trustees by a majority vote extends the time, no Trustee shall speak more than twice for three minutes each on any motion.
- (l) During the debate, each Trustee has the right to speak twice on the same question, but cannot make a second speech so long as any Trustee who has not spoken on that question desires the floor.
- (m) When debate is closed, and prior to calling the question on the motion, the Chair shall always have the right and responsibility to make clear the exact question that the Board of Trustees is deciding and to make sure that Trustees understand the effect of an “aye” and of a “no” vote prior to calling the question on the motion.

(11) *Motion to Adjourn*

- (a) A motion to adjourn is always in order, except when a motion to adjourn was the immediately preceding motion, and takes precedence over all others, but it must not be entertained while a member is speaking nor while a vote is in progress.

(12) *Voting on Motions*

- (a) The Chair and each Trustee present must vote on all questions, unless excused from voting in accordance with Section 72 of the *School Act*. Each question shall be decided by a majority of the votes of those Trustees present. Any question on which there is an equality of votes shall be decided in the negative.
- (b) Notwithstanding the above section, any Trustee who was absent from a Board of Trustees' meeting is not entitled to vote on the adoption of the minutes arising from that meeting. Such abstention shall be recorded. This provision is

deemed to satisfy the requirements of Section 72(2)(a) of the *School Act* and no further motion in this regard is required.

- (c) In accordance with Section 83 of the *School Act*, if a Trustee has a Pecuniary interest in any matter before the Board of Trustees, the Trustee shall disclose such interest prior to any discussion of the matter, abstain from voting on or discussing the matter, and leave the room in which the meeting is being held until the discussion and voting on the matter are concluded.
- (d) The Chair shall declare the results of all votes, including which Trustees voted for or against the motion in question.

(13) *Motions that Bring a Question Again Before the Board*

- (a) A question once decided cannot be brought up again at the same meeting unless otherwise decided by a majority of the Board of Trustees.
- (b) A question to reconsider must be made by a Trustee who voted on the prevailing side of the original motion and can only be considered on the same day that the original motion was decided. When the question to reconsider is on the table, the mover shall briefly state his reasons for reconsideration and the motion to reconsider shall then be voted on without further debate. If carried, the original motion shall then be read and is before the Board of Trustees for disposal.
- (c) If the Board of Trustees refuses to reconsider, no other motion to reconsider can be made.
- (d) If it should become necessary to rescind a motion that has passed, at least one weeks' notice in writing must be given unless otherwise decided by a majority of the Board of Trustees. The motion to rescind is then introduced and dealt with at the next regular Board meeting.
- (e) No motion to rescind or to reconsider shall have the effect of delaying or impeding the action necessary to give effect to any motion, unless the Board of Trustees shall order otherwise.

(14) *Adjournment*

- (a) At the conclusion of each Board of Trustees' or committee meeting, the Chair must declare the meeting adjourned.

**K. CORPORATE RECORDS OF MEETINGS**

- (1) Minutes of all Board of Trustees' meetings, whether public or private, shall be recorded in the official minutes maintained by the Corporate Secretary on behalf of the Board of Trustees in accordance with Section 74 of the *School Act*. Minutes of committees of the Board of Trustees shall be presented to the Board of Trustees as part of the regular committee reports, and shall be retained in the corporate records of the Board of Trustees.
- (2) The Minutes for each Board of Trustees' meeting shall include:
  - (a) the type of meeting: regular, special, or organizational;

- (b) the name of the assembly;
  - (c) the date, time and place of the meeting;
  - (d) Trustees in attendance as well as Trustees who are absent;
  - (e) main and secondary motions and their disposition; including the names of Trustees voting in favour of, or in opposition to the motion or recommendation and the names of Trustees who were temporarily absent from the meeting at the time the question was called, or who abstained from voting in accordance with Section 72(2) of the *School Act*;
  - (f) points of order and appeals, whether sustained or lost, together with the reasons given by the Chair for his or her ruling;
  - (g) in accordance with Section 83(4) of the *School Act*, the abstention of a Trustee under Sections 83(1) and 83(3) of the *School Act*, as related to disclosure of any Pecuniary interests; and
  - (h) the hour of adjournment.
- (3) The Corporate Secretary shall prepare the minutes of each Board of Trustees' meeting and such minutes shall be considered for adoption at a subsequent meeting of the Board of Trustees.
- (4) The minutes shall contain a record of decisions and motions made at the meeting, along with a summary of Board deliberations and discussions, rather than detailed deliberations.
- (5) The Corporate Secretary's office shall cause an audio record of all public meetings of the Board of Trustees to be made and, if any Trustee questions the accuracy of any portion of the minutes of a previous meeting, the audio recording shall be used to decide the question.
- (6) The audio recording of a meeting of the Board of Trustees shall be erased immediately following the Board of Trustees' adoption of the minutes unless in the meantime, a written request has been received to retain the audio record, and followed by receipt within 60 days of a court order requiring the retention of the audio recording..
- (7) Public Board meetings will be broadcast over the internet. Archives of meetings will be accessible to the public for a period of two years from the date of the meeting. The Board of Trustees reserves the right to edit the video in the event that there is an unauthorized release of personal information, or for other legal requirements or emergent issues.
- (8) When a Trustee arrives late, leaves early, or is absent from a portion of a meeting due to a conflict of interest, the minutes of such meeting shall reflect the reason for the Trustee's absence.
- (9) All reports and documents submitted to the Board of Trustees shall be retained in the corporate records of the Board of Trustees.

## **L. COMMITTEES OF THE BOARD OF TRUSTEES**

The Board of Trustees will make use of committees to help the Board of Trustees do its work. The functioning of Board of Trustees' committees will be governed by the Board of Trustees' governance policy regarding committees.

# waiver of notice

## APPENDIX A – WAIVER OF NOTICE FOR SPECIAL MEETING

Month/Day/Year  
Time

Multipurpose Room,  
Education Centre  
1221 8 Street SW  
Calgary, AB

We, the undersigned Trustees of The Calgary Board of Education of the Province of Alberta, do hereby waive notice for the above-noted Special Meeting of the Board of Trustees. This waiver is completed in accordance with the provisions of Section 67 (Special Meetings) of the *School Act*. (This waiver may be signed in counterpart and the counterparts when combined shall be treated as one and the same document.)

The purpose of the Special Meeting of the Board of Trustees scheduled for \_\_\_\_\_, is to give consideration to the following items:

- 
- 

**Waiver of Notice is hereby granted:**

Name of Trustee	Signature of Trustee	Date

## | appendix |

### **APPENDIX B – Excerpt from Alberta Freedom of Information and Protection of Privacy Regulation (AR200/95)**

- 18(1) A meeting of a local public body's elected officials, governing body or committee of its governing body may be held in the absence of the public only if the subject-matter being considered in the absence of the public concerns
- (a) the security of the property of the local public body,
  - (b) personal information of an individual, including an employee of a public body,
  - (c) a proposed or pending acquisition or disposition of property by or for a public body,
  - (d) labour relations or employee negotiations,
  - (e) a law enforcement matter, litigation or potential litigation, including matters before administrative tribunals affecting the local public body, or
  - (f) the consideration of a request for access for information under the *Freedom of Information and Protection of Privacy Act* if the governing body or committee of the governing body is itself designated as the head of the local public body for the purposes of the *Freedom of Information and Protection of Privacy Act*,
- and no other subject-matter is considered in the absence of the public.
- (2) Subsection (1) does not apply to a local public body if another Act
- (a) expressly authorizes the local public body to hold meetings in the absence of the public, and
  - (b) specifies the matters that may be discussed at those meetings.

**APPENDIX C - TEMPLATES FOR ORDER OF BUSINESS  
FOR BOARD OF TRUSTEES' MEETINGS**

A. The normal order of business for the **Regular Meeting of the Board of Trustees, Public Agendas** shall be as follows:

Time	Topic	Policy Ref
12:00 p.m.	<b>1   Call to Order, National Anthem and Welcome</b>	
	<b>2   Consideration/Approval of Agenda</b>	GC-2
	<b>3   Awards and Recognitions</b>	
	<b>4   Public Comment</b> Requirements as outlined in Board Meeting Procedures	GC-3.2
	<b>5   Results Focus</b> School and System Presentations; Policy Consideration (Reasonable Interpretations, Benchmarks and Targets, Monitoring, Language Changes); Board Development Sessions	
	<b>6   Operational Expectations</b> Policy Consideration (Reasonable Interpretation, Indicators, Evidence Monitoring, Language Changes)	
	<b>7   Matters Reserved for Board Action</b>	GC-3
	<b>8   Consent Agenda</b>	GC-2.6
3:00 p.m.	<b>9   Adjournment</b>	
	<b>Debrief</b>	GC-2.3

B. The normal order of business for the **Regular Meeting of the Board of Trustees, Private Agendas** shall be as follows:

Time	Topic	Policy Ref
12:00 p.m.	<b>1   Call to Order</b>	
	1.1 Motion to Move In Camera	
	<b>2   Consideration/Approval of Agenda</b>	GC-2
	<b>3   Matters Reserved for Board Action</b>	
	<b>4   Matters for Board Information</b>	
	4.1 Legal Issues	OE-8
	4.2 Labour Issues	OE-4
	4.3 Land Issues	OE-8, 12
	4.4 Other	

Time	Topic	Policy Ref
	5   <b>Consent Agenda</b>	GC-3
	6   <b>Governance Issues Discussion</b>	GC-2.6
	7   <b>Motions – Action In-Camera Recommendations</b>	
3:00 p.m.	8   <b>Adjournment</b>	
	<b>Debrief</b>	GC-2.3

C. The normal order of business for **Special Meetings** of the Board of Trustees established for any purpose other than the conducting of hearings and hearing of appeals shall be as follows:

1. Call to Order
2. Consideration of Agenda (subject to Section 67(5) of the *School Act*)
3. Action Items
4. Information Items
5. Governance/Board of Trustees
6. Adjournment

Debrief

D. The normal order of business for **Special Meetings** of the Board of Trustees established for employee matters shall be as follows:

1. Call to Order
  - (a) Motion to Consider Agenda In Camera
  - (b) Welcome and Introductions
  - (c) Review of Procedures
  - (d) Preliminary Points Prior to Commencement of Procedure
2. Presentations, Comments and Responses, Committee Questions, and Concluding Comments of Parties
  - (a) Written and Oral Presentations
  - (b) Comments by Way of Response
  - (c) Trustee Questions
  - (d) Concluding Remarks
3. Deliberation and Decision
  - (a) Deliberation
  - (b) Motion to Revert to Public Meeting
  - (c) Motion re: Decision
4. Adjournment

Debrief



E. The order of business at the **Organizational Meeting of the Board of Trustees** shall be as follows:

1. The Corporate Secretary shall assume the Chair as Chair pro tem and carry out the following:
  - (a) Call to order
  - (b) Read the returns of the election as certified by the Returning Officer (Election Year)
  - (c) Declare the Board of Trustees to be legally constituted (Election Year)
  - (d) Election of Chair

The Chair shall assume the Chair and conduct the remainder of the Organizational Meeting.

2. Election of Vice-Chair
3. Establishment of Committees, Committee Membership, and Liaison Links
4. Schedule of Board of Trustees' Meetings and Annual Agendas
5. Delegation Order of the Board of Trustees
6. Adjournment



## APPENDIX D – QUICK REFERENCE GUIDE TO ROBERT’S RULES OF ORDER

### PROCEDURES AS ADAPTED FROM QUICK REFERENCE GUIDE TO ROBERT’S RULES OF ORDER

	ORDER OF MOTIONS	MOVER MUST BE RECOGNIZED	AMENDABLE	DEBATABLE	MAY BE RECONSIDERED
<b>PRIVILEGED</b>					
1	Fix time of next meeting	Yes	Yes	No	Yes
2	Adjourn	Yes	No	No	No
3	Take a recess	Yes	Yes	No	No
4	Question of privilege	No	No	No, but a resulting motion is	No
5	Orders of the day	No	No	No	No
<b>INCIDENTAL (No order of Precedence)</b>					
	Point of order	No	No	No	No
	Appeal	No	No	Usually	Yes
	Suspend the rules	Yes	No	No	No
	Create special orders	Yes	No	Yes	No
	Withdraw (or renew)	Yes	No	No	Negative only
	Objection to consideration	No	No	No	Negative only
<b>SUBSIDIARY</b>					
6a	Table	Yes	No	No	No
6b	Take from the table	Yes	No	No	No
7	Previous question	Yes	No	No	Yes
8	Limit or extend debate	Yes	Yes	No	Yes
9	Postpone definitely	Yes	Yes	Yes	Yes
10	Refer or commit	Yes	Yes	Yes	Yes
11	Amend	Yes	Yes, once	Yes	Yes
12	Postpone indefinitely	Yes	No	Yes	Affirmative only
13	Main question (or motion)	Yes	Yes	Yes	Yes
<b>MOTIONS</b>					
14	Reconsider	No	No	No	No
15	Rescind	Yes	Yes	Yes	Negative only
16	Elections (nominations)	No	No	Yes	Yes

Note: Under the provisions of the *School Act* and Board Meeting Procedures, a seconder is not required for Board of Trustees resolutions, and each motion shall be decided by a majority of the votes of those Trustees present.’

report to  
Board of Trustees

APPENDIX E – BOARD REPORT TEMPLATE

**Title of Report: To access title double click blue tab.**

Date	Month date, 201X
Meeting Type	Click here to select an option
To	Board of Trustees
From	[Name] Chief Superintendent of Schools
Purpose	Click here to selection an option
Originator	First name Last name, title
Governance Policy Reference	Make reference to pertinent Governance Policy type, number and name. State the policy group first; use acronyms for specific references. For example:  Board/Chief Superintendent Relationship B/CSR-2: Single Unit Control  Operational Expectations OE-3: Treatment of Owners OE-8: Communication With and Support for the Board
Resource Person(s)	(Those who assist in the generation of the report.) First name Last name, title

**NOTE: Include only the sections that are required and appropriate for this report. Not all reports will require all sections.**

1 | Recommendation

---

The recommendation is the proposed Board action and specifies exactly what you want the Board of Trustees to decide. The rest of the report provides context, information and alternatives that support the recommendations. For a given issue, the recommendation proposes a solution.

Recommendations related to private agenda items must be carefully worded so as to protect the confidentiality and personal privacy around the issue.

Use the following format when preparing this section:

It is recommended:

- THAT the Board of Trustees receives the following report for information.
- Or
- THAT the Board of Trustees approves...

## 2 | Issue

---

The report and the recommendations exist for a reason. Be concise in describing why this report has been created and brought forward. This section should be brief.

Examples:

At the meeting of Dec. 15, 2010, the Board of Trustees directed the Chief Superintendent to provide further information on the use of capital reserves. The Board asked for the report by the end of January 2011.

Operational Expectations 8: Communication With and Support for the Board requires "the Board is supported in its work and is fully and adequately informed about matters relating to Board work and significant organizational concern." This update meets the requirement of OE-8 for information in a timely, simple and concise form.

## 3 | Background

---

This section should answer the question "how did we get here" and provide the context required to understand the analysis.

## 4 | Analysis

---

The analysis section does much of the heavy lifting of the report, including:

- describing the problem in greater detail
- clearly explaining the complexity of issues;
- demonstrating how governance policies and their interpretations impact the possible and resulting options;
- explaining measurements and results;
- describing and discussing alternatives;
- describing the CBE's position compared to others.

Ultimately, the analysis makes the case for the recommendations. In this section you should present the options you've considered (including those you are not recommending) and clearly explain your rationale. When the analysis is excellent, people may not like the outcome but they will understand the rationale.

Writing the report is not the full value of the process. The greatest value comes from thinking and reflection. The analysis section may contain recommendations to continually improve.

## 5 | Financial Impact

---

The financial section is important. One pillar of the Three-Year Education Plan is “stewarding our resources.” This section demonstrates our financial sensibility and performance. This section should be as detailed and extensive as possible.

A thorough and compelling presentation of the financial impact may include implications such as:

- cost (e.g., capital, operating, incremental, one-time, ongoing);
- revenue or funding;
- balance sheet, cash flow and income statement;
- legislated or regulatory;
- human resource;
- organizational priorities; and
- opportunity cost

As in all sections, charts, tables and graphics should be used wherever they help to tell the story. At a minimum, a financial section should include figures.

## 6 | Implementation Consequences

---

Implementation Consequences is future focused. Explain the effects or expected outcomes that may occur if the report is approved and the recommendation implemented. The consequences may be positive or negative. In some cases, this section may underscore the risks of inaction as well. Regardless of how complex the situation, it must be explained simply and in plain language.

## 7 | Conclusion

---

The conclusion should recap the essence of the report. It is the last thing most people will read before turning back to the recommendations. The conclusion is not the place to introduce new information. It connects back to the stated issue and confirms that the report serves the purpose for which it was written.

Be brief. Be direct. Be persuasive.

[NAME]

CHIEF SUPERINTENDENT OF SCHOOLS

#### ATTACHMENTS

An attachment is a document that can stand alone and is not required to understand the rest of the original report. When numbering attachments, use Attachment Numbering Style.

Attachment I: Name of Attachment

Attachment II: Name of Attachment

Attachment III: Name of Attachment

#### APPENDICES

An appendix is a document that provides additional reference information and supplements the original report. When numbering appendices, use Appendix Numbering Style

Appendix I: Name of Appendix

Appendix II: Name of Appendix

Appendix III: Name of Appendix

Please do not edit, add to or delete from the Glossary.

#### GLOSSARY – Developed by the Board of Trustees

Board: Board of Trustees

Governance Culture: The Board defined its own work and how it will be carried out. These policies clearly state the expectations the Board has for individual and collective behaviour.

Board/Chief Superintendent Relationship: The Board defined in policy how authority is delegated to its only point of connection – the Chief Superintendent – and how the Chief Superintendent's performance will be evaluated.

Operational Expectations: These policies define both the nonnegotiable expectations and the clear boundaries within which the Chief Superintendent and staff must operate. They articulate the actions and decisions the Board would find either absolutely necessary or totally unacceptable.

Results: These are our statements of outcomes for each student in our district. The Results policies become the Chief Superintendent's and the organization's performance targets and form the basis for judging organization and Chief Superintendent performance.

**AGENDA PLANNING COMMITTEE**

All Trustees  
Chief Superintendent  
Corporate Secretary

**APPENDIX F: TRUSTEE AGENDA REQUEST FORM**

**SUBMITTED BY:** [Choose a Trustee](#)      **DATE:** [Click here to enter a date.](#)

**TOPIC OF PROPOSED AGENDA ITEM:**  
[Click here to enter text.](#)

**SUGGESTED BOARD MEETING DATE/TIMELINE CONSIDERATIONS:**  
[Click here to enter text.](#)

**RELATED BOARD POLICY:** (Include proposed amendment to governance policy, if requested. Attach additional page, if required)  
[Click here to enter text.](#)

**EXPLAIN HOW THIS PROPOSED AGENDA ITEM WILL FURTHER THE WORK OF THE BOARD AND IS RELATED TO THE BOARD’S ANNUAL WORK PLAN:**  
[Click here to enter text.](#)

**AGENDA PLANNING COMMITTEE DECISION:**  
(The Committee may refer the matter to the Chief Superintendent, to an appropriate Board Committee, or it may add the item to a Board meeting agenda, depending on the nature of the issue. The Committee may also request that the trustee provide further information prior to making its decision.)

**Referred to:** [Click here to enter text.](#)

**Recommended Response Timeline:** [Click here to enter text.](#)

**Board Meeting Agenda:**      NO       YES       PUBLIC       PRIVATE

**Date:** [Click here to enter a date.](#)