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**Board of
Trustees**

BOARD MEETING PROCEDURES

Approved by the Board of Trustees effective April 4, 2023



**Calgary Board
of Education**

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I. 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

II. PURPOSE

- (1) The *Education Act* states that the Board of Trustees must:
 - (a) establish policies and procedures governing the conduct of meetings of the board and the administration and business of the board, and
 - (b) monitor and evaluate the effectiveness of the established policies and procedures on a regular basis.
- (2) The Board Meeting Procedures are adopted and enacted by the Board of Trustees in order that the duties vested in the Board of Trustees by the *Education 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 *Education Act*, R.S.A. 2019, c. E-0.3, as amended, (the “*Education Act*”), a statutory corporation under the name of The Calgary Board of Education charged with the governance of the Calgary School Division (the “Division”).

III. 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) “Board Procedures Regulation” means, the Board Procedures Regulation, AR 82/2019, under the *Education Act*;
- (e) “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 1(3) of the *Board Procedures Regulation*;
- (f) “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 Division pursuant to section 222 of the *Education Act*;
- (g) “Corporate Secretary” means the person appointed as the secretary of the Division pursuant to section 68 of the *Education Act*. Where reference is made throughout these Procedures pertaining to duties of the Corporate Secretary, such duties may be delegated, as appropriate;
- (h) “Division” means The Calgary Board of Education, established by Ministerial Order, pursuant to sections 112 and 117.1 of the *Education Act*;
- (i) “[Education Act](#)” means R.S.A. 2019, c. E-0.3, as amended, and where applicable, the *School Act*, R.S.A. 2000, c.S-3, all predecessor *School Act* of the Province of Alberta from 1905 the *School Act*, R.S.A. 2000, c.S-3,, 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;
- (j) “Governance Policies” means policies approved by the Board of Trustees and used by the Board to effectively lead, direct, inspire and control the outcomes and operations of the division through a set of carefully crafted policy statement and the effective monitoring of them. The policies include:

“Governance Culture” means policies approved by the Board of Trustees that define the Board’s own work and how it will be carried out. These policies state the expectations the Board has for individual and collective behaviour. The Board of Trustees evaluates its performance in relation to the Governance Culture policies on an annual basis.

“Board/Chief Superintendent Relationship” means policies approved by the Board of Trustees that define how the Board of Trustees delegates authority to the Chief Superintendent and how the Chief Superintendent’s performance will be evaluated. The Board of Trustees evaluates these policies on an annual basis.

“Results” means policies approved by the Board of Trustees that provide stated outcomes for each student in our division. The Results policies become the Chief

Superintendent's and the organization's performance targets and form the basis for evaluating the organization and Chief Superintendent's performance. The Board of Trustees monitors Results on an annual basis.

"Operational Expectations" means policies approved by the Board of Trustees that define both the non-negotiable expectations and the clear boundaries within which the Chief Superintendent and staff must operate. The Board of Trustees monitors Operational Expectations on an annual basis.

- (k) "Minister" means the Minister of Education, from time to time appointed by the Lieutenant Governor in Council of the Province of Alberta;
- (l) "Pecuniary interest" means, in accordance with Section 85(1)(b) of the *Education Act*, 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 85(3) and 85(4) of the *Education 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 spouse 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;

- (m) "Policies" means the Board of Trustees' Governance Culture policies, Board/Chief Superintendent Relationship policies, Operational Expectations policies, Results polices, and the Board Meeting Procedures;
- (n) "Private Agenda" means that part of any Agenda and related information and materials which relate to any meeting or portion of a meeting of the Board of Trustees held in private;

- (o) “Procedures” means the Board Meeting Procedures for meetings of the Board of Trustees;
- (p) “Public Agenda” means that part of any Agenda and related information and materials which relate to any public meeting of the Board of Trustees;
- (q) “Quorum” means a majority of the Trustees that are specified by the Minister, under section 78 of the *Education Act* elected to the Board of Trustees and any Trustees appointed to the Board under section 82 or 84 of the *Education Act*, 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 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 N of these Procedures are deemed to be present at the meeting;
- (r) “Records of the Board” means the official record containing the name, residence address, email address, and electronic receiving number for each member of the Board of Trustees of The Calgary Board of Education; and
- (s) “Trustee” means a member of the Board of Trustees of The Calgary Board of Education.

IV. APPLICATION

- (1) The rules of order to be observed at meetings of the Board of Trustees shall be in accordance firstly with the *Education Act*, and secondly with the provisions of these Procedures. In all cases not provided for by the *Education Act* or these Procedures, the rules and practice of “Robert’s Rules of Order Newly Revised” 12th Edition shall govern insofar as applicable.
- (2) In the event of any conflict between the provisions of these Procedures, and those contained in the *Education Act*, the provisions of the *Education 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.

V. 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 and private meetings of the Board of Trustees shall ordinarily be held in the Education Centre building. The Board of Trustees may hold public and private meetings virtually, as required. Board 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 the last seat to the left at the Board table;
 - (b) the Vice-Chair will occupy the seating position directly to the right of the Chair;
 - (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 1 of the *Board Procedures Regulation*, as follows:
 - (i) 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 requirements of the *Board Procedures Regulation*.

(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 2 of the *Board Procedures Regulation*, the motion establishing the regular meetings of the Board of Trustees must 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.
- (c) To determine the schedule of the Board of Trustees' meetings, the following guidelines have been established:
 - (i) Regular Board of Trustees' Meetings, Public and Private Agendas
 - Two Tuesdays in the months of October, November, January, March, April, May and June – 11:00 a.m. to 4:30 p.m.
 - One Tuesday in the months of September, December and February – 11:00 a.m. to 4:30 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 *Education Act*, including, without limitation, those relating to employee matters.
- (b) In accordance with section 3 of the *Board Procedures Regulation*, 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 must 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 at least two (2) days before the meeting by:
 - recorded mail to the last known address of each Trustee as shown on the Records of the Board,
 - personal service on the Trustee or a person capable of accepting service at the Trustee's residence, or
 - fax, e-mail or other electronic means to be received at the last fax number, e-mail address or other electronic receiving number of the Trustee as shown on the Records of the Board.
- (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. The *Waiver of Notice* form is attached as Appendix A.
- (e) In the case of special meetings of the Board of Trustees, Trustees participating and present by electronic means as provided for in section N of these Procedures shall be considered present at the meeting.
- (f) As provided in section 3(5) of the *Board Procedures Regulation*, unless all the Trustees are present at the special meeting, no business other than that stated in the notice of special meeting shall be conducted 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) In accordance with section 34(d) of the *Education Act* and Governance Culture Policy 2: Governing Commitments, the Board of Trustees will plan and implement strategic communication dialogues to ensure the whole Board's ability to engage

parents, students and the community in understanding the organization's work as well as sharing viewpoints and values.

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 Board of Trustees' annual work plan, will reflect the content of Board of Trustees' annual meeting Agendas.
- (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 against the disclosure of information filed with the Corporate Secretary by each Trustee pursuant to section 86(1) of the *Education 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 *Education Act* and these Procedures.

G. DISTRIBUTION OF AGENDA – REGULAR MEETINGS

- (1) All regular meeting Agenda materials will be posted on the Board's electronic portal for Trustees and members of Administration, as appropriate, on the Wednesday, six days prior to the applicable meeting. In order to meet this schedule, 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.
- (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 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 Division.
- (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 communicate with Trustees regarding the date, time and location to access these private reports.
- (8) Public Agendas, with attachments, shall be available on The Calgary Board of Education website:

<https://www.cbe.ab.ca/about-us/board-of-trustees/Pages/Board-Meetings.aspx>

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 88 of the *Education Act* and Governance Culture Policy 8: Board Member Conflict of Interest, 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 (3), abstain from discussing the matter, and
 - (iv) subject to subsection (2) and (3), 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*

In accordance with Governance Culture Policy 4: Officers' Roles, the Board will assess the quality of Board meetings 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.

J. CONDUCTING BUSINESS AT REGULAR BOARD OF TRUSTEES' MEETINGS – PUBLIC AGENDA

(1) Call to Order, National Anthem, Acknowledgement of the Lands 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, or other person(s) as authorized by the Chair, shall give the Acknowledgement to the Lands and 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 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, educational partnerships or alumni of The Calgary Board of Education.

(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 and System Presentations

This portion of the Agenda is to accommodate presentations related to educational issues by school and/or 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 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 Annual Monitoring*

This section of the Agenda shall include the annual monitoring reports related to the Results policies and school presentations. 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 the annual monitoring reports related to the Operational Expectations policies. 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 any reports reflected on a public Board meeting Agenda, subject to the following procedure:

- (a) A prospective speaker shall notify the Corporate Secretary by 10:30 a.m. 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 report on the Agenda for the meeting date the prospective speaker wishes to address the Board.
- (b) If the topic a prospective speaker wishes to address with the Board does not have any relevance to a report on the Agenda, the Corporate Secretary in consultation with the Board Chair will determine whether the prospective speaker may address the Board at a particular board meeting or refer the speaker to a future board meeting date.
- (c) 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.
- (d) The Board, at its discretion, may restrict the number of times any individual or stakeholder 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.
- (e) 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.
- (f) A speaker shall address comments to the Chair of the meeting and use respectful language representative of addressing the office of an elected official. The Chair has full authority to maintain decorum and order of the meeting including ruling the speaker out of order and terminating the speaker's privilege to address the Board of Trustees.
- (g) Comments with respect to the following will not be allowed:

- (i) the security of the property of The Calgary Board of Education,
 - (ii) profane, vulgar, offensive or disrespectful language, particularly referring to any person, school or department,
 - (iii) attacks on the personal character or performance of any individual(s), student(s), department or school, or disruptive remarks,
 - (iv) personal information of an individual, including but not limited to a student or an employee of The Calgary Board of Education,
 - (v) a proposed or pending acquisition or disposition of property by or for The Calgary Board of Education,
 - (vi) labour relations or employee negotiations,
 - (vii) a law enforcement matter, litigation or potential litigation, including matters before administrative tribunals affecting The Calgary Board of Education, or
 - (viii) the consideration of a request for access for information under the Freedom of Information and Protection of Privacy Act.
- (h) 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.
- (i) The live streaming of all regular public meetings of the Board of Trustees will not include the Public Comment portion of the meeting.

(7) *Matters Reserved for Board Information*

- (a) This section of the Agenda shall include reports coming to the Board of Trustees for information purposes only.
- (b) All reports to be presented to 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.

(8) *Matters Reserved for Board Decision*

- (a) This section of the Agenda shall include reports requiring 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.

(9) *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. Reports removed from the Consent Agenda will be dealt with on the regular Agenda, immediately following the Consent Agenda items.

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:

- (a) The minutes of a previous meeting shall not be read aloud unless requested by a majority of the Trustees.
- (b) 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.
- (c) 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.

(10) *Recess, Termination 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 termination 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 five and half (5½) hours from the scheduled commencement of the meeting. If the business of the meeting is not completed within five and half (5½) hours, the following provision shall apply:
 - (i) Upon the completion of five and half (5½) 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.

K. 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 *Education Act* and the Board governance processes as well as possible legal claims.

- (6) Motions arising from Private Agenda items must be carefully worded so as to protect the confidentiality and personal privacy around the matter.

L. 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.

M. 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 75 of the *Education 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 1(3) of the *Board Procedures Regulation*, 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 9(d) of the *Board Procedures Regulation*.
 - (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 1(3) of the *Board Procedures Regulations*, 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 following 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 Board's Governance Culture policy 5: Board 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 Agendas for meetings of the Board of Trustees for the forthcoming year in accordance with the Board's annual work plan.

(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.

N. 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 N(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 prior to the commencement of the meeting.

(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 and official staff may participate in a meeting of the Board by electronic means or other communication facilities, subject to satisfying the requirements as outlined in these Procedures.
- (b) Any acceptable electronic means or other communication facilities must permit the Trustee(s) and official staff 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, cellular telephones, or communication facilities that provide simultaneous audio and video communication.
- (c) Electronic attendance of Trustees and official staff may be permitted for regular public meetings of the Board of Trustees, special meetings of the Board of Trustees, and private meetings or the private portion of any Board of Trustees meeting. In order to maintain the confidential or privileged nature of all private meeting Agenda items and supporting material, Trustees and official staff attending a private meeting or the private portion of any Board of Trustees' meeting by electronic means must ensure no person is able to hear or watch any portion of the private meeting with the exception of Trustees and official staff attending the meeting.
- (d) Notwithstanding the requirements of these Procedures, a Trustee cannot attend more than four consecutive Board meetings electronically, without being authorized by a resolution of the Board of Trustees to do so.
- (e) 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.
- (f) 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.
- (g) Any Trustee wishing to participate in a Board meeting by electronic means must:
 - (i) notify the Corporate Secretary a minimum of twenty-four (24) 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) be available at the scheduled commencement of the meeting;
- (iv) formally provide a verbal statement to the Board of their identity in order that the Board can be assured that only Trustees and official staff are participating in the Board meeting;
- (v) verbally or electronically inform the Chair and/or Corporate Secretary if and when they wish to speak;
- (vi) inform the Chair if they depart from a meeting, whether temporary or permanent;
- (vii) 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) At all regular and special meetings of the Board of Trustees, Trustees will conduct themselves in accordance with the Board's Governance Policies.
- (b) 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.
- (c) 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.
- (d) When a Trustee is speaking the Trustee shall:
 - (i) not speak disrespectfully of His Majesty The King, his official representatives or his 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) ensure that any statement made is done so in accordance with the Board's Governance Policies. Any Trustee may request the Board of Trustees to consider a motion directing the speaking Trustee to provide the source of the information stated.

(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;
- (c) not interrupt any speech or action of the Board of Trustees, or any other person addressing the Board of Trustees; and
- (d) comply with the Public Comment requirement set out in these Procedures.

(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.
 - (iii) 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.
 - (iv) 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 8(1) of the *Board Procedures Regulation*, all motions shall be submitted to the Board of Trustees by the Chair or a Trustee and no seconder is required.
- (b) All motions to be brought in connection with the Agenda materials received pursuant to section G of these Procedures shall be handled as follows:
 - (i) Original wording of proposed motions be submitted in writing to all Trustees, Chief Superintendent, and Corporate Secretary by Noon on the Thursday prior to a public meeting, and
 - (ii) Final wording of proposed motions be submitted in writing to all Trustees, Chief Superintendent, and Corporate Secretary by 3:00 pm on the Friday prior to a public meeting.
- (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 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 motion dies.
 - (g) A motion to “postpone indefinitely” has the purpose of suppressing the main motion for the duration of the meeting without the Board having to vote on the main motion.
 - (h) A motion to “postpone to a certain time” is for the purpose of allowing more time to make a decision about the motion thereby putting off or delaying a decision until that time.
 - (k) 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.
 - (l) 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 motion 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 Local 38, Canadian Union of Public Employees Local 40, 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. Questions to these representatives are to be addressed through the Chair.

- (e) 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.
- (f) Every individual, prior to speaking, shall address the Chair, and remarks shall be confined to the motion under consideration.
- (g) 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 amend the motion.
- (h) The mover of the motion shall be given the opportunity to speak first and open debate.
- (i) 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.
 - (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.
- (j) 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.
- (k) During the debate, each Trustee has the right to speak twice on the same question, but cannot speak a second time so long as any Trustee who has not spoken on that question desires the floor.
- (l) 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 every Trustee present at a meeting must vote on all questions, unless excused from voting in accordance with section 8(2) of the *Board Procedures Regulation*. Each question must be decided by a majority of the votes of the 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 8(2)(a) of the *Board Procedure Regulation* and no further motion in this regard is required.

- (c) In accordance with section 88 of the *Education Act* and Governance Culture Policy 8: Board Member Conflict of Interest, 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) *Termination and Adjournment*

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

O. 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 10 of the *Board Procedure Regulation*.
- (2) Minutes of Board of Trustees' committee meetings shall be presented to the Board of Trustees as part of the regular committee reports, when applicable in accordance with GC-5E Board Committees Terms of Reference, and shall be retained in the corporate records of the Board of Trustees.

- (3) 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 8(3) of the *Board Procedures Regulation*; points of order and appeals, whether sustained or lost, together with the reasons given by the Chair for his or her ruling;
 - (f) in accordance with section 88(4) of the *Education Act*, the abstention of a Trustee under sections 88(1) and 88(3) of the *Education Act*, as related to disclosure of any Pecuniary interests; and
 - (g) the hour of adjournment.
- (4) 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.
- (5) The minutes shall contain a record of decisions and motions made at the meeting along with a summary of Board deliberations and discussions. The minutes will not contain any deliberations or discussions at a private meeting to protect the confidential and privileged nature of all private meetings.
- (6) 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.
- (7) 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.
- (8) 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.
- (9) 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.
- (10) All reports and documents submitted to the Board of Trustees shall be retained in the corporate records of the Board of Trustees.

P. COMMITTEES OF THE BOARD OF TRUSTEES

- (1) In accordance with section 52 of the *Education Act*, the Board of Trustees will make use of committees to help the Board of Trustees do its work. The functioning of the Board of Trustees' committees will be governed by the Governance Culture Policy 5: Board Committees.
- (2) The terms of reference of each Board of Trustees' committee will set out any reporting requirements to the Board of Trustees.

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 3(4) Special Meetings) of the *Board Procedures Regulation*. (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
	1 Call to Order, National Anthem, Acknowledgement of the Lands and Welcome	
	2 Consideration/Approval of Agenda	GC-2
	3 Awards and Recognitions	GC-3
	4 Results Focus School and System Presentations; Policy Consideration (Reasonable Interpretations, Benchmarks and Targets, Monitoring, Language Changes); Board Development Sessions	
	5 Operational Expectations Policy Consideration (Reasonable Interpretation, Indicators, Evidence Monitoring, Language Changes)	
	6 Public Comment Scheduled only when public comment request(s) comply with the requirements outlined in Board Meeting Procedures	GC-3.3
	7 Matters Reserved for Board Information	
	8 Matters Reserved for Board Decision	GC-2
	9 Consent Agenda	GC-2.6
	Private Session	
	Termination of Meeting	
	Debrief	GC-2.4

- 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
	1 Call to Order	
	1.1 Motion to Move In Camera	
	2 Consideration of Agenda	GC-2
	3 Matters Reserved for Board Decision	GC-2
	4 Matters Reserved for Board Information	

Time	Topic	Policy Ref
	4.1 Legal Matters (when required)	OE-1,7
	4.2 Labour Matters (when required)	OE-4
	4.3 Land Matters (when required)	OE-9
	4.4 Other (when required)	
	5 Strategic Governance Matters (when required)	GC-2
	6 Motions	
	6.1 Motion to Move Out of In Camera	
	6.2 Action In-Camera Recommendations	
	Termination of Meeting	
	Debrief	GC-2.4

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:

Time	Topic	Policy Ref
	1 Call to Order	
	1.1 Motion to Move In Camera (when required)	
	2 Consideration of Agenda	GC-2
	3 Matters Reserved for Board Decision (when required)	
	4 Matters Reserved for Board Information (when required)	
	5 Strategic Governance Matters (when required)	
	6 Motions	GC-2
	6.1 Motion to Move Out of In Camera (when required)	
	6.2 Action In-Camera Recommendations (when required)	
	Termination of Meeting	
	Debrief	GC-2.4

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

Time	Topic	Policy Ref
	1 Call to Order	
	1.1 Motion to Hold the Hearing at a Private Meeting	

Time	Topic	Policy Ref
	1.2 Welcome and Introductions	
	1.3 Review of Procedures	
	1.4 Preliminary Points Prior to Commencement of Procedures	
	2 Presentations by Parties	
	3 Comments/Responses by Parties	
	4 Board Member Questions	
	5 Concluding Comments by Parties	
	6 Deliberation and Decision	
	7 Motions	GC-2
	7.1 Motion to Move Out of In Camera	
	7.2 Action In-Camera Recommendations	
	Termination of Meeting	

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

Topic	Policy Ref
1 Call to Order (by Corporate Secretary as Chair pro tem)	
2 Consideration/Approval of Agenda	GC-2
3 Election Returns as certified by the Returning Officer (only required in a Municipal Election Year)	
4 Declare the Board of Trustees Legally Constituted (only required in a Municipal Election Year)	
5 Election of Chair (Chair then assumes the Chair and conducts the remainder of the Organizational Meeting)	
6 Election of Vice-Chair	
7 Establishment of Committees, Committee Membership, and Liaison Roles	
8 Schedule of Board of Trustees' Meetings and Annual Agendas	
9 Delegation of Authority to Chief Superintendent (if required)	
Termination of Meeting	
Debrief	GC-2.4



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
PRIVILEGED					
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
INCIDENTAL (No order of Precedence)					
	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
SUBSIDIARY					
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
MOTIONS					
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 *Education 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.’

APPENDIX E – BOARD REPORT TEMPLATE

report to
Board of Trustees**Title of Report: To access title double click blue tab.**

Date	Month date, 201X
Meeting Type	Click here to select an option 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: Instructional Program OE-7: 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 the 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:

- All motions to start with the wording “THAT the Board of Trustees...”
- When a motion includes references to an attachment, use the language “Attachment # to this report”
- When the matter being approved by the Board is subject to Ministerial approval, such as use of operating reserves, disposition of schools, etc., the motion to start with the wording “THAT, subject to Ministerial approval, the Board of Trustees approves....”
- If the report is coming for information purposes only then the following wording should be used:

This report is being provided for information to the Board of Trustees. No decision is required at this time.

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 7: 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-7 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;
describing possible risks and how they could/will be mitigated;
demonstrating how governance policies and their interpretations impact the possible and resulting options;

explaining measurements and results;
describing and discussing alternatives; and
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 in policy the individual and collective behaviour required to establish a culture of good governance. These policies establish standards for how the Board performs its work, including policies that define the Board's job, its purpose and its accountability.

Board/Chief Superintendent Relationship: The Board defined in policy the degree of authority delegated to the Chief Superintendent, and set out how the Chief Superintendent's performance, and ultimately the organization's performance, will be evaluated.

Results: These policies define the outcome the organization is expected to achieve for each student it serves. The Results policies are the performance targets for the Chief Superintendent and the organization, and form the basis for judging the success of the organization and the Chief Superintendent on reasonable progress towards achieving the Results.

Operational Expectations: These policies define both the non-negotiable expectations and the clear boundaries within which the Chief Superintendent and staff must operate. The Chief Superintendent is required to comply with the Board's stated values about operational conditions and actions as set out in these policies.