

Policy 6

BOARD OPERATIONS

The Board conducts its business through public meetings. The details of Board Operations are outlined in the following appendices.

All public meetings of the Board will begin with a Land Acknowledgement.

Board meetings provide an opportunity for Trustees to share knowledge, experience, expertise, ideas, attitudes and expectations in order to effectively carry out the duties vested in the Board of Trustees by the [Education Act](#) and other legislation. The Board has adopted policies so the business of the Board can be conducted in an orderly and efficient manner. All points of procedure not provided for in policy shall be decided in accordance with modified Robert's Rules of Order.

As the fundamental obligation of the Board is to preserve, if not enhance, the public trust in education, meetings of the Board address this obligation by drawing on the expertise of the Superintendent and Executive Team to help trustees understand the educational, fiduciary, financial, human, and community implications of any decisions.

The Board's ability to discharge its obligations in an efficient and effective manner is dependent upon the development and implementation of a sound organizational design. In order to discharge its responsibilities to the electorate of the Division, the Board shall hold meetings as often as necessary. A quorum, which is a simple majority of the number of trustees, must be present for every duly constituted meeting.

Consistent with its objective to encourage the general public to contribute to the educational process, Board meetings will be open to the public. Towards this end, the Board believes its affairs must be conducted in public to the greatest extent possible. Having members of the public make presentations at Board meetings can enhance public interest.

There are times when public interest is best served by private discussion of specific issues within "in-camera" sessions. The Board believes it is necessary to protect individual privacy and the Board's own position in negotiating either collective agreements or contracts and therefore expects to go in-camera for certain issues.

Trustees are expected to attend all meetings in person throughout their tenure as a trustee. Trustees are expected to make every effort to attend all meetings in person. Should a trustee be exceptionally unable to attend a meeting in person, consideration can be given to attending via electronic means on an exceptional basis. This exception requires the Board Chair's support and must also be supported by a Board resolution. Should the Board agree, electronic means must be arranged and approved in advance by the Board Chair.

Public engagement opportunities dealing with specific educational topics within the Division can enhance communications and the effectiveness of the Board.

Legal Reference: [Relevant Legislation & Guidelines](#)

January 2021

Appendix A

WARDS

Within the stipulations of Ministerial Order dated October 18, 1938, which resulted in the establishment of The Foothills School Division, and subsequent Ministerial Orders 004/95 and 027/2009, the Board has decided to provide for the nomination and election of trustees within the Division by wards (Reaffirmed By-law 2020.01).

Copies of the Orders in Council and Ministerial Orders are available from the Division Office. Each of the following is established as an [electoral ward](#) of the School Division:

1. Ward 1 – Longview, Black Diamond, Turner Valley, MacMillan Colony.
2. Ward 2 – Heritage Heights, Blackie, Cayley, Cayley Colony, High River Colony.
3. Ward 3 – Millarville, Red Deer Lake, Priddis, DeWinton.
4. Ward 4 – Town of Okotoks.
5. Ward 5 – Town of High River

The provisions of the [Local Authorities Election Act](#) respecting the election of trustees shall apply to every election in each ward.

Appendix B

MEETINGS

During an election year, Administration will provide a package of information to all candidates when nominations close that includes: A calendar of events for trustee elects/trustees; an overview of Board and trustee committees, roles and responsibilities; The Foothills School Division Trustee Guide to Good Governance; and other pertinent information in preparation for post-election responsibilities.

Informal Orientation Meeting

Prior to the first public meeting of the Board, the Executive Team will facilitate an informal orientation meeting of the trustee-elects. This meeting will provide an opportunity for trustee elects to be introduced to:

- Board roles and responsibilities
- Board committee positions
- Board meeting procedures
 - Policy 6, Appendix B and C
- Expectations of the organizational meeting of the Board

No decisions may be made at this meeting.

Organizational Meeting Following a General Election

1. The first official meeting of the Board following a general election shall be an Organizational Meeting, and shall be held no later than four (4) weeks following election day.
2. Each trustee will take the oath of office immediately following the call to order of the Organizational Meeting after a general election. Special provisions will be made for a trustee taking office following a by-election.
3. Candidates for Chair and Vice-Chair will have an opportunity to give a brief statement prior to the election. Upon election as Chair, the Board Chair shall take the oath of office or make an affirmation and preside over the remainder of the Organizational Meeting. The Board Chair shall normally be elected for a period of one (1) year. The organizational meeting shall, in addition:
 1. Elect a Vice-Chair;
 2. Create such standing or ad hoc committees of the Board as deemed appropriate; and appoint members;

3. Appoint Board representation on the various Boards or committees of organizations or agencies where the Board has regular representation, as appropriate;
4. Review trustee conflict of interest stipulations and determine any disclosure of information requirements; and
5. Address other organizational items as required.

Organizational Meeting in a Non-Election Year

1. In a non-election calendar year, an Organizational Meeting of the Board shall be held annually and shall be held in June.
2. The Assistant Superintendent Corporate Services/Secretary Treasurer will give notice of the Organizational Meeting to each trustee as if it were a special meeting. The Superintendent or designate shall call the meeting to order and act as Chair of the meeting for the purpose of the election of the Board Chair.
3. The organizational meeting shall unfold in accordance with point 3 above under *Organizational Meeting Following a General Election*.

Regular Meetings

Regular Board meetings consist of a Committee of the Whole meeting and a Public Board Meeting (see [Policy 7, Board Committees and Representatives](#) for more information about the Committee of the Whole).

Board meeting dates and times shall be as established in May of each year.

1. All meetings will ordinarily be held in the Division Office in High River.
2. Notwithstanding the schedule established in May, the Board may, by resolution, alter the schedule in such manner as it deems appropriate.
3. All trustees shall notify the Board Chair if they are unable to attend a Board meeting.
 - A person is disqualified from remaining as a trustee of a board if that person is absent without being authorized by a resolution of the board from 3 consecutive regular meetings of the board, unless the person's absence is due to illness and the person provides evidence of that illness in the form of a medical certificate respecting the period of the person's absence as outlined in the [Education Act](#).
4. If both the Board Chair or Vice-Chair through illness or other cause are unable to perform the duties of the office or are absent, the Board shall appoint from among its members an acting Board Chair, who on being so appointed has all the powers and shall

perform all the duties of the Board Chair during the Board Chair's and Vice-Chair's inability to act or absence.

5. Regular meetings of the Board will not be held without the Superintendent and/or designate(s) in attendance, except for that part of any meeting where the Superintendent's contract is being discussed.

Special Meetings

Occasionally, unanticipated or emergent issues require immediate Board attention and/or action. Special meetings of the Board will only be called when the Board Chair, the majority of trustees, or the Minister is of the opinion that an issue must be dealt with before the next regular Board meeting.

1. Notice of the special meeting including date, time, place and nature of business shall be issued to all trustees by registered mail (at least seven (7) days prior to the date of the meeting) or in person (at least two (2) days prior to the date of the meeting) unless every trustee agrees to waive in writing the requirements for notice.
2. The nature of the business to be transacted must be clearly specified in the notice of the meeting and will typically be the only business transacted by the Board. The Board can only consider adding other items to the agenda of a special meeting if the following requirements are met:
 - a. All trustees are present at the special meeting, and;
 - b. Any item(s) added to the agenda must receive unanimous consent.
3. Special meetings of the Board shall be open to the public recognizing that specific agenda matters may be held in-camera.
4. Special meetings of the Board will not be held without the Superintendent and/or designate(s) in attendance, except for that part of any meeting where the Superintendent's contract is being discussed.

Regular and Special Meetings by Electronic Means

Under special circumstances, the Board may hold meetings using electronic means. Meetings held under special circumstances requiring all trustees to attend using electronic means, must be arranged in advance by the Board Chair.

In-Camera Sessions

The [Education Act](#) provides that a meeting of a committee of the board, including a committee of the whole board, may be closed to the public, the media, and any trustee who has declared a

conflict of interest regarding the matter being discussed, when any of the following will be discussed:

- Personnel issues/concerns;
- Student issues/concerns;
- Matters relating to negotiations;
- Acquisition/disposal of real property;
- Litigation brought by or against the Board;
- Other topics that a majority of the trustees present feel should be held in-camera, in the public interest.

Trustees must be aware of the confidentiality that applies to in-camera sessions. As a member of the board, a trustee's role is to respect the board's decision-making process and not discuss any aspect of private matters, including the nature of the topic and anything that occurred during the in-camera meeting.

Furthermore, the [Freedom of Information and Protection of Privacy \(FOIP\) Act](#) guides trustees against discussing some matters, such as those discussed at an in-camera meeting or hearing, in public.

Appendix C

BOARD MEETING STRUCTURES

Agenda for Regular Meetings

The Superintendent and/or designate is responsible for preparing an agenda for Board meetings in consultation with the Board Chair and the Vice-Chair. Trustees who wish to have an item added to the agenda are to contact the Board Chair with their request. An emergent item may be added to the agenda at a Board meeting with the approval of the Board.

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

1. Call to Order
2. In-Camera Session (if necessary)
3. Additions and Approval of Agenda
4. Approval of Minutes
5. Delegations/Presentation
6. Action Items
7. Information Items
8. Discussion Items
9. Acceptance of information and discussion items
10. Board Reports
11. Public Announcements/Recognition/Division Highlights
12. Chair's Remarks/Board Correspondence
13. Adjournment

The agenda will be supported by memorandums, copies of letters, reports, contracts and other materials as are pertinent to the business that will come before the Board and will be of value to the Board in the performance of its duties. Action items will include a clear recommendation from the author of the memorandum.

Agenda items will have approximate start times clearly indicated on the agenda. These times act as guidelines and approximations allowing the public to join a meeting where any item of interest is scheduled.

The Board will follow the order of business set by the agenda unless the order is altered or new items are added by agreement of the Board.

Agenda materials that are not dealt with at a meeting will be added to the next meeting agenda.

Delegations at Regular Board Meetings

The Board provides opportunity for members of the general public to make presentations to the Board.

1. Individuals or group requests to make presentations to the Board must be submitted in writing, using the appropriate form ([Form 7-1](#)), to the Superintendent or designate, no less than ten (10) calendar days prior to the scheduled Board meeting at which the individual or group wishes to present.
2. The Agenda Planning Committee shall determine if the presentation to the Board shall proceed and, if so, at what Board meeting, at what time, and whether the presentation will be heard in closed session or in public.
3. The delegation may make a presentation in writing and/or orally.
 - The presentation shall be supported by a background/ briefing document and a recommendation for action. The background/ briefing document must be received by the Superintendent or designate at the same time as the “request to present to the Board” is filed a minimum of ten (10) business days prior to the scheduled meeting at which the individual or group wishes to present.
4. Relevant background information to the delegation's presentation shall be prepared by the Superintendent and is to accompany the agenda.
5. The spokesperson for the delegation shall be identified by the individual or group requesting to make a presentation to the Board.
6. The spokesperson shall be notified of the time and date when the presentation will be made.
7. The Board will ask questions of the delegation only for clarification purposes. The Board Chair may at any time during the presentation, intervene if board meeting decorum and/or procedure are not being adhered to at that time.
8. To conclude the delegation's presentation, the Board Chair may provide an opportunity for the Trustees, Superintendent, or designate to provide a response to the content of the presentation.
9. Where a delegation requests action from the Board, the response will be provided at a future meeting unless the Board, by resolution, agrees to respond immediately.
10. The spokesperson shall be advised of the date of the meeting at which the Board's response is to be determined.

11. The Board Chair shall communicate the decision of the Board, in writing, to the spokesperson. If the decision may be appealed under the Education Act, the Board Chair shall advise the spokesperson of his/her right to the next avenue of appeal.

Audio/Video Recording Devices

The Board expects that anyone wanting to use recording devices at a public Board meeting shall obtain prior approval of the Board Chair.

Delivery of Agendas

The agenda package, containing the agenda and supporting information, will be made available for all trustees to review, three (3) business days prior to the Board meeting. Trustee reports are to be submitted in writing to the Recording Secretary at least four (4) business days prior to the board meeting for inclusion in the agenda package.

A copy of the agenda for public meetings will be sent to the news media and posted on the division's website at least three (3) business days preceding the meeting. Any elector may inspect the agenda and request a copy.

Minutes for Regular or Special Meetings

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

1. The minutes shall record:
 - Date, time and place of meeting;
 - Type of meeting;
 - Name of presiding officer;
 - Names of those trustees and senior administration in attendance;
 - Approval of preceding minutes;
 - All resolutions, including the Board's disposition of the same, placed before the Board, are to be entered in full;
 - Names of persons making the motions;
 - Points of order and appeals;
 - Appointments;
 - Receipt of reports of committees;
 - Trustee declaration of vote pursuant to the Education Act;
 - Recording of the vote on all motions;
 - Departure and re-entry times of trustees (when absent for a vote on a motion); and
 - The time of adjournment.
2. The minutes shall:
 - Be prepared as directed by the Superintendent or designate;

- Be reviewed by the Superintendent or designate prior to submission to Board Chair and Vice Chair;
 - Be reviewed by the Board Chair and Vice Chair prior to submission to the Board;
 - Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board; and
 - Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.
3. The Superintendent or designate shall ensure, upon acceptance by the Board, that appropriate signatures are affixed to the last page of the minutes.
 4. The Superintendent or designate will establish and maintain a file of all Board minutes.
 5. As part of its ongoing effort to keep staff and the public fully informed concerning its affairs and actions, the Board expects the Superintendent to institute and maintain effective and appropriate procedures for the prompt dissemination of information about decisions made at all Board meetings.
 6. The approved minutes of a regular or special meeting shall be posted to the website as soon as possible following approval. The Superintendent or designate is responsible to distribute and post the approved minutes.

Motions and Recommendations

Board business is facilitated through group discussion, debate and voting on either individual trustee motions or recommendations from the Superintendent or a Board Committee. To pass, a motion must be supported by a majority of the trustees at the meeting where there is quorum. If it is a tie vote, the motion is lost.

It is the fiduciary duty of each trustee to act in the best interests of the corporate board as a whole, as opposed to in one's own personal interest or the interest of another entity. Once a vote is taken and a motion is passed, a unified board moves forward, with every trustee supporting the decision of the Board.

Any trustee, including the board chair, may submit a motion for consideration by the Board of Trustees. No seconder is needed.

Motions

A Board motion will be placed before the board by any trustee including the Board Chair, followed by any discussion and then a final vote.

Discussion of the Motion

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

Once a motion is before the Board and until it is passed or defeated, all speakers shall confine their remarks to the motion or to the information pertinent to the motion.

The Board Chair may speak to the motion after all other trustees have been given an opportunity to contribute to the discussion.

The Board Chair will conclude discussion by asking for any final remarks on the motion and then proceed to a vote.

The Board Chair has the responsibility to limit the discussion by a trustee when such a discussion is repetitive or digresses from the topic at hand. Only the Board Chair may interrupt a speaker to bring the discussion back to the topic at hand. Otherwise, no one shall interrupt a speaker.

When a trustee joins the meeting after a motion has been moved and prior to taking a vote, the trustee may contribute to the discussion.

Reading of the Motion

A trustee may request that the Board Chair reread the motion at any time during the discussion.

Required Votes

Every trustee including the Chair, must vote on each motion, except when:

- a trustee identifies a pecuniary interest in the matter.
- the board passes a motion to excuse a trustee from voting on a matter where there is a justifiable concern around a verified conflict of interest.

Recorded Votes

Any member of the Board of Trustees may request that a vote be recorded and must make this request to the Board Chair in advance of the vote on the motion.

Notice of Motion

The notice of motion serves the purpose of officially putting an item on the agenda of the next or future regular meeting and gives notice to all trustees of the item to be discussed. A notice of motion is specific to a future meeting, is not debatable and may not be voted on.

Procedural Disputes

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

Legal Reference: [Relevant Legislation & Guidelines](#)

Appendix D

TRUSTEE COMPENSATION AND EXPENSES

Trustees, including the Board Chair, have a legislated role to fulfill, and as such are to be fairly reimbursed for time spent in carrying out Board business.

The Board, on an annual basis, shall establish rates for trustee honoraria and reimbursement of expenses as stipulated below and specified in Appendix E.

Base Honorarium (Remuneration)

Trustees shall receive a base monthly amount for activities and incidental costs, related to their duties as trustees including, but not limited to the following:

- meeting preparation;
- filling the responsibilities outlined in The Trustee Guide to Good Governance, role of the Trustee;
- professional reading;
- visiting with stakeholders;
- advocating for public education;
- referring administrative matters/complaints to the Superintendent;
- internet, phone, and mobile phone costs.

Per Diem Honorarium (Remuneration)

Trustees shall receive remuneration, for the following activities:

- Regular Board meetings;
- Special Board meetings;
- Meetings of committees of the Board;
- Meetings with Division staff, attendance at extra-curricular school activities, tours of facilities as planned by the Board or school visits as specified in Appendix E of Policy 2;
- ASBA Zone 5 meetings;
- ASBA conventions and workshops;
- Other workshops, conventions and retreats as authorized by the Board;
- Attendance at staff social functions only where designated by the Board;
- Commuting time to and from Board approved activities where remuneration is provided;
- School Council and COSC meetings.

Reimbursement of Personal Expenses

Each trustee shall be reimbursed for transportation, accommodation, meals and other personal expenses as per Expense Reimbursement rates in effect (as referenced in [AP514: Expense Reimbursement](#)).

Where a trustee is driving themselves to and from a Board approved activity, a travel allowance shall be paid on a “per kilometer” basis.

Board Conferences, Conventions and Workshops

The attendance of trustees at conferences, conventions and workshops designed to promote the interchange of ideas and information on the issues faced by Boards generally is of considerable value to the Board.

For budgeting purposes, Trustees will seek prior approval of the Board to attend provincial, national or international conferences. This request is to include the anticipated travel plans and all conference costs.

Without limiting the discretion of the Board to send approved delegates to conferences or conventions that it deems to be of value, the expenses incurred by delegates attending conferences and conventions shall be provided for in the annual budget.

General

Payment of remuneration, allowances and reimbursed expenses shall be made monthly following submission and approval of the appropriate report forms and receipts.

Trustees are able to access the same benefit package rate as employees including coverage for Alberta Health Care and Workers’ Compensation, but are not eligible for Board premium contributions.

Trustees shall be reimbursed for expenses incurred attending a major conference, not included in those listed above, to a maximum amount per four (4) year trustee term.

Trustee Conflict of Interest

The trustee is directly responsible to the electorate of the Division and to the Board.

Upon election to office and annually thereafter, the trustee must complete a disclosure of personal interest statement and accept a position of public trust. The trustee is expected to act in a manner which will enhance the trust accorded the trustee, and through the trustee, the trust accorded to the Board.

The Board is of the firm conviction that its ability to discharge its obligations is dependent upon the trust and confidence of the electorate in its Board and in its trustee members. Therefore, the Board believes in the requirement to declare conflict of interest.

1. The trustee is expected to be conversant with the relevant sections of the [Education Act](#).
2. The trustee is responsible for declaring themselves to be in possible conflict of interest.
 - a. The trustee shall make such declaration in open meeting prior to Board or committee discussion of the subject matter which may place the trustee in conflict of interest.
 - b. Following the declaration of conflict of interest by a trustee, all debate and action shall cease until the trustee has left the room.
3. It shall be the responsibility of the trustee in conflict to absent themselves from the meeting in accordance with the requirements of the [Education Act](#) and ensure that their declaration and absence is properly recorded within the minutes.
4. The recording secretary will record in the minutes:
 - a. The trustee's declaration;
 - b. The trustee's abstention from the debate and the vote;
 - c. The time that the trustee left the meeting; and,
 - d. The time the trustee returned to the meeting.

Board Self-Assessment

The Board self-assessment process shall be undertaken at least once per term to reinforce alignment of purpose (Policy 2, Appendix B and C).

Appendix E

TRUSTEE HONORARIA

Effective July 1, 2023

1. Base honorarium (remuneration)	\$489 per month
Per Diem honoraria (remuneration)	\$118 (up to 4 hours) \$236 (up to 8 hours) \$354 (over 8 hours)
2. Board Chair's Honorarium	\$2,796 per annum paid at the completion of each term of office

3. Professional development funds (to be used for expenses for attendance at Conferences, Conventions and Workshops) for Trustees shall be set at a total of \$60,000/4 year term, budget permitting. Of this, \$48,000 is designated for individual Trustee expenses related to attendance at Conferences, Conventions and Workshops including honoraria at the current per diem rate. The remaining \$12,000 is designated for group professional development for Trustees.

Schedule amended: July 2023