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## Policy 7

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### BOARD OPERATIONS

The Board's ability to discharge its obligations in an efficient and effective manner is dependent upon the development and implementation of a sound organization design. In order to discharge its responsibilities to the electorate of the District, 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. If a quorum is not present within fifteen minutes of the time appointed for the meeting, then the meeting shall stand adjourned.

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 this Policy Handbook shall be decided in accordance with Robert's Rules of Order.

The Board's fundamental obligation is to preserve and enhance, the public trust in public education, generally, and in the affairs of its operations in particular. 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.

There are times when public interest is best served by private discussion of specific issues in "private" 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 private for issues dealing with individual students, individual employees, land, labour, litigation or negotiation.

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

In order to carry out its responsibilities effectively, the Board will hold periodic meetings of several types. Formal meetings, at which all formal and legal business of the Board shall be done, may be designated as Inaugural, regular, special, or private. The Board may also hold informal meetings from time to time for the purposes of general discussion, meeting with other individuals or groups, or for information gathering and sharing.

No act or proceeding shall be valid or binding on the Board unless such act or proceeding shall have been adopted at a meeting called and held as herein provided.

The Board has adopted specific policy governing the conduct of its formal meetings.

1. Board Composition and Elections
    - 1.1 Nine trustees are elected at large to the Board of Education for a four year term. In addition a non-voting student trustee also sits on the Board.
    - 1.2 Elections are held the third Saturday in October in election years.
  
  2. The inaugural and subsequent annual meetings of the Board
    - 2.1 An inaugural meeting of the Board shall be held in November of the year of the election of trustees. Such meeting shall be held at the time, place and date as determined by the outgoing Board; and in the event that the Board shall not so determine, then such meeting shall be held at the hour of 19:00 in the Board Room of the Education Centre on the first Monday in November.
    - 2.2 In accordance with the School Act Section 50, a person elected or appointed as a Trustee must make a prescribed oath of office by oath or solemn affirmation before taking their seat on the Board.
    - 2.3 The Secretary-Treasurer, or, in their absence, the Acting Secretary-Treasurer, shall call the meeting to order and shall preside at such meeting until a Chair is elected. The presiding official shall proceed to read to the Board the returns of the election, if any, as certified by the Returning Officer or City Clerk and shall then report whether or not the trustees-elect, if any, have completed the declarations required by the School Act.
    - 2.4 The presiding officials shall then call for nominations by ballot for the office of Chair. Any Trustee may be nominated for Chair. The presiding officials will then announce the names of trustees nominated by ballot and at that time any nominee may withdraw. If more than one nomination remains for the office of Chair, a vote by ballot shall be taken forthwith. All trustees present at the meeting shall vote. A clear majority of those present shall be required for election. If there is no clear majority on the first ballot, balloting shall continue until a clear majority is achieved.
    - 2.5 If for the election of Chair, more than two nominations are received, and if at the first ballot no Trustee receives a clear majority, balloting shall continue until one Trustee shall have received a clear majority. At each successive ballot the name of the Trustee receiving the fewest votes at the previous ballot shall be dropped. If by reason of an equality of votes it is not possible to determine which name shall be dropped, then a special ballot shall be taken for that purpose.
    - 2.6 An annual meeting of the Board shall be held in November of the year in which there is no election of trustees. Such meeting shall be the first regular meeting of the Board and the agenda, together with the regular business of the Board, may include a report from the outgoing Chair and shall provide for the elections of a Chair of the Board and a Vice-Chair of the Board.
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- 2.7 Following the Chair's report, should they provide a report, the Secretary-Treasurer, or, in their absence, the Acting Secretary-Treasurer shall take the Chair and forthwith proceed with the election of a Chair. The election of the Chair shall be conducted in accordance with subsections (3), (5) and (6) of Section I of By-Law No. 1.
  - 2.8 The term of office of the Chair shall be from the date of the election until the following inaugural or annual meeting unless the Chair resigns or a majority of the Board wishes to hold an election before the following inaugural or annual meeting date.
3. Regular Meetings of the Board
    - 3.1 Meetings of the Board shall normally be held at least once during each month of the school year on a Monday at the hour of 19:00, or upon such other day or days during the month or at such other hour as the Board may order.
    - 3.2 The agenda, as well as supporting materials intended to brief trustees about items included on the agenda, are delivered on Friday afternoons prior to the Board meeting on the following Monday. The agenda and supporting reports are also made available to the public and the stakeholders by 16:30 hours on the Friday preceding the regular Board meeting.
    - 3.3 A quorum shall be a majority of trustees holding office at the time of the meeting.
      - 3.3.1 The Superintendent of Schools (except as provided for in section 5.5) and the Secretary-Treasurer (or their designates) shall be present at all meetings of the Board. The Board may excuse either or both of these officials during discussion of any matter, but no Board action shall be taken unless both officials are present except.
        - 3.3.1.1 If a portion of the meeting concerns the work performance or employment of the Superintendent of Schools, the Board may excuse the Superintendent of Schools from attending that portion of the meeting;
        - 3.3.1.2 If a portion of the meeting concerns the work performance or employment of the Secretary-Treasurer, the Board may excuse the Secretary-Treasurer from attending that portion of the meeting; and, if so, shall designate the Superintendent of Schools, or another employee of the Board, to attend the meeting in place of the Secretary-Treasurer to perform the duties of the Secretary-Treasurer at the meeting.
    - 3.4 If, fifteen minutes after the time appointed for the meeting of the Board, there should not be a quorum present, then the meeting shall stand adjourned to a date to be fixed by the Chair, or, in default of the Chair's fixing the same, then until the next regular meeting. The Secretary-Treasurer shall record the names of the members present at the expiration of such thirty minutes.
    - 3.5 The Board shall not remain in session for more than four hours.

4. Public Delegation Board Meeting
    - 4.1 Public Delegation Board Meetings are intended to provide members of the community with the opportunity to present to the Board on matters relating to governance and/or budget. Formal stakeholder representatives shall not be heard as delegations as they have other avenues, including representation on Standing Committees, to provide input to the Board. Matters involving employees or individual students shall not be heard.
    - 4.2 No Board business, other than the receipt of public delegations, shall be conducted at this meeting and as such, no matter raised by a delegation shall be considered at this meeting.
    - 4.3 Public Delegation Board Meetings shall normally be held one time per month in each month of the school year in which a Regular Board meeting is held. Meetings will normally take place one week prior to the Regular Board Meeting at the hour of 17:00. These meetings will not be held on the same evening as the regular monthly Board meeting. Meeting dates will be posted to the Board calendar posted on the District website.
    - 4.4 A member of the public wishing to present must submit a request in writing to the Secretary-Treasurer a request stating their name, the matter they wish to bring before the Board and a copy of the brief and/or presentation they intend to make. Requests must be received (preferably electronically) prior to 16:30 hours on the Wednesday before the Public Delegation Board Meeting is scheduled.
    - 4.5 The Chair shall determine if a delegation shall be permitted to present to the Board. The Chair may consult with the Agenda Setting Committee in making a decision. A delegation shall not be permitted to present on the same topic more than once.
    - 4.6 Procedures for delegations:
      - 4.6.1 The time allotted for the delegation's presentation will be five minutes;
      - 4.6.2 Delegations are welcome to present information, perspectives, and opinions for the consideration of the Board. Delegates are expected to comply with Board norms of conduct and decorum at meetings. Personal, inflammatory, or accusatory language will not be tolerated.
      - 4.6.3 Delegations are encouraged to provide feedback on matters currently in an active public engagement through the engagement process rather than as a delegation to the Board.
      - 4.6.4 Board members may direct questions for clarification through the spokesperson for the delegation; however, the matter will not be debated.
      - 4.6.5 Board questions for staff in relation to delegation presentation will be emailed to the Superintendent who shall determine how best to provide the information requested.
    - 4.7 Delegation meetings shall not exceed 4 hours in length, including a recess.
  5. Special Meeting
    - 5.1 A special meeting of the Board may be called by the Chair or, upon written request of a majority of the trustees, may be called by the Secretary Treasurer. No business other than that for which the meeting is called, shall be conducted at the meeting.
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- 5.2 Forty-eight hours' notice in writing shall be given of any special meeting of the Board, which notice must be given to each Trustee by delivery of the same at the place designated by each Trustee for notice, or failing any such designated place, then at their address as set out in their nomination paper.
- 5.3 Written notice of any special meeting of the Board may be waived provided that reasonable steps shall have been taken to notify all trustees of the meeting and that not less than the number of trustees required to make a quorum agree to the waiving of the written notice.

## 6. Private Session

- 6.1 Unless otherwise determined by the Board, the following matters shall be considered in private session:
  - 6.1.1 Matters pertaining to individual students, including but not limited to the conduct, performance, discipline, suspension or expulsion, attendance, enrolment or registration of individual students, or appeals of students or parents made pursuant to Section 11 of the School Act.
  - 6.1.2 Salary claims and adjustments, and the consideration of requests of employees and Board offers with respect to collective bargaining procedures.
  - 6.1.3 The conduct, efficiency, discipline, suspension, termination or retirement of employees.
  - 6.1.4 Medical examiner's reports, medical examination reports, and other medical reports.
  - 6.1.5 Staff changes, including appointments, transfers, resignations and promotions and demotions.
  - 6.1.6 Matters pertaining to the safety, security or protection of Board property or to individual safety.
  - 6.1.7 Accident claims, and other matters where Board liability may arise.
  - 6.1.8 Legal opinions respecting the liability or interest of the Board.
  - 6.1.9 Purchases of real property, including the designation of new sites, consideration of appraisal reports, consideration of amounts claimed by owners, determination of board offers, and expropriation procedures.
  - 6.1.10 Lease, sale or exchange of real property prior to finalization thereof.
  - 6.1.11 Matters, the disclosure of which, would be harmful to Third Party
  - 6.1.12 Business Interests.
  - 6.1.13 Such other matters as the Board may decide, in keeping with legislative requirements.

- 6.2 No Trustee shall disclose to the public the proceedings of a private meeting, except as may be required by law, unless a resolution has been passed by the board to allow such disclosure.
- 6.3 Trustees wishing to raise issues concerning the appropriateness of a private meeting, or to seek the disclosure of information discussed in private session must, where possible, provide the Chair of the relevant meeting with reasonable advance notice of their intentions in this regard.
- 6.4 Where the Board meets in private pursuant to section 5.1 above, the minutes for the next public Board meeting shall reflect:
  - 6.4.1 The fact that the Board met in private session, and the dates of any such meetings;
  - 6.4.2 A general statement as to the nature of the matters discussed and the general nature of the decisions reached at the private meeting; and
  - 6.4.3 Any other information pertaining to the meeting whose release has been authorized by Board motion.
  - 6.4.4 In circumstances where the inclusion of the above information in the minutes of the next public meeting is not practicable, it shall be included in the minutes of a subsequent Board meeting.
- 6.5 Private meetings of the Board normally will not be held without the Superintendent in attendance unless the Superintendents contract is being discussed, the Board is meeting with the external auditor, or unless the Superintendent agrees, or unless the Board determines there are extenuating circumstances.

## 7. Minutes

- 7.1 The Board shall maintain and preserve by means of minutes a record of its proceedings and resolutions.
- 7.2 The minutes shall record:
  - 7.2.1 Date, time and place of meeting;
  - 7.2.2 Type of meeting (inaugural, regular or special);
  - 7.2.3 Name of the Chair;
  - 7.2.4 Names of those trustees and administration in attendance;
  - 7.2.5 Approval of preceding minutes;
  - 7.2.6 Only motions will be recorded in the minutes. Preamble, rationale, or discussions will not be recorded in the minutes, unless directed by the Board through resolution;
  - 7.2.7 Points of order;
  - 7.2.8 Appointments;
  - 7.2.9 Notices of motion;

- 7.2.10 Recommended motions proposed by Committees; and,
  - 7.2.11 Trustee conflict of interest declaration pursuant to Section 58 of the School Act.
  - 7.3 The minutes shall:
    - 7.3.1 Be prepared as directed by the Superintendent;
    - 7.3.2 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board; and
    - 7.3.3 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.
  - 7.4 The Superintendent shall ensure that, upon acceptance by the Board, appropriate initials are appended to each page of the minutes, and that appropriate signatures and the corporate seal of the District are affixed to the concluding page of the minutes.
  - 7.5 The Superintendent shall establish and maintain a file of all Board minutes and create a tracking system for resolutions which will:
    - 7.5.1 Provide for ready identification as to the meeting at which it was considered;
    - 7.5.2 Provide for cross-referencing with resolutions of similar nature adopted by the Board at previous meetings.
  - 7.6 All Standing Committees, unless otherwise directed, shall prepare and submit minutes or a report including any recommendations to the Board.
  - 7.7 As part of its ongoing effort to keep staff and the public fully informed concerning its affairs and actions, the Board directs the Superintendent to institute and maintain effective and appropriate procedures for the prompt dissemination of information about decisions made at all Board meetings.
  - 7.8 The approved minutes of a regular or special meeting shall be posted to the website as soon as possible following approval. The Superintendent is responsible to distribute and post the approved minutes.
  - 7.9 Upon adoption by the Board, the minutes of meetings other than private meetings shall be open to public scrutiny.
8. Rules of Order
- 8.1 The Chair shall preside at all meetings of the Board. In the absence of the Chair, the Vice-Chair, or, in the absence of both the Chair and the Vice-Chair, some member of the Board to be appointed by the Board shall preside.
  - 8.2 Should the Chair, during any meeting of the Board, desire to leave the Chair for the purpose of taking part in debate or for any other reason acceptable to a majority of the trustees present, the Chair shall call on the Vice-Chair to fill their place until the Chair resumes the Chair, or in

the absence of the Vice-Chair, or some other member of the Board. Any member occupying the Chair temporarily shall discharge all the duties and enjoy the rights of the Chair.

- 8.3 The agenda setting committee consisting of the Secretary-Treasurer, Superintendent, Chair and Vice-Chair shall prepare and submit an Order of Business called an Agenda for each meeting. The order of the agenda shall be substantially as follows:
- 8.3.1 Indigenous Land Acknowledgment
  - 8.3.2 Program Highlights
  - 8.3.3 Adopt Minutes
  - 8.3.4 Superintendent's Update
  - 8.3.5 Student Trustee Report
  - 8.3.6 Standing Committee Reports
  - 8.3.7 Report on Private Session
  - 8.3.8 Reports from Trustee Representatives
  - 8.3.9 New Business
  - 8.3.10 Notices of Motion
  - 8.3.11 Public Question Period (Submitted in writing)
  - 8.3.12 Adjournment
- 8.4 No questions shall be determined by the Board unless upon motion of a Trustee, seconded by another Trustee.
- 8.4.1 At all meetings of the Board, all questions shall be decided by the majority of the votes of the trustees present.
  - 8.4.2 Every Trustee present at a meeting of the Board, when a question is put, shall vote thereon except that a Trustee may abstain from voting. The Chair shall have the right to vote, and must vote in the case of an equality of votes.
  - 8.4.3 No Trustee shall have more than one vote on any question whether at a meeting of the Board or in Committee-of-the-Whole or any other Committee.
  - 8.4.4 In the event of an equality of votes, the motion shall be deemed to be in the negative.
  - 8.4.5 Notwithstanding section 8.4.2 above, every Trustee present at a meeting of the Board shall vote on all questions which by the provisions of the School Act or the Bylaws of the Board shall be decided by a vote of two-thirds of all the members of the Board.
    - 8.4.5.1 The Chair shall declare the result of all votes; the names of those who voted for the question, the names of those who voted against the question and the names of those who abstained from voting shall be entered in the minutes.



- 8.4.5.2 When the Chair or other presiding officer is called on to decide a point of order to practice, the Chair shall give their decision and state the rule applicable to the case. An appeal from the ruling of the Chair shall be seconded and shall be decided by a majority of the members of the Board present. When the ruling of the Chair is appealed against, the Chair shall, without debate, put the question in the following words: “Shall the ruling of the Chair be sustained?” and the Chair shall have the right to state their reasons for the decision given.
- 8.4.5.3 No Trustee shall leave the Board meeting before the close of the session without notifying the Chair.
- 8.4.5.4 Under the order of “Public Question Period,” questions may be put to the Chair, or through the Chair to any member or officials of the Board, relating to any matter connected with the business of the Board.
- 8.4.5.5 No question once decided by the Board shall be reconsidered or rescinded during the same calendar year in which the said question was decided unless:
  - 8.4.5.5.1 By order of the majority of the votes of the members present and voting, and
  - 8.4.5.5.2 The motion for any such reconsideration or rescission is brought by a Trustee who voted on the prevailing side when the motion was first adopted or rejected.  
Provided, however, that nothing in this section shall be construed as depriving any Trustee, who was not a Trustee at the time a decision was reached on a resolution from moving the reconsideration or rescission of such resolution in the same calendar year.
- 8.4.5.6 Any documentary or oral information given or obtained, whether directly or indirectly, to or by a Trustee, and characterized by either the Chair of the Board, a Standing Committee or the Superintendent as being confidential, shall not be disclosed by any Trustee unless the Board authorizes disclosure of such information.

## 9. Conflict of Interest

- 9.1 The Board of Education (the “Board”) directs its members not only to adhere to all laws regarding conflicts of interest but also to be alert to situations that have the appearance of a conflict of interest and to avoid actions that might be detrimental to themselves or to the Board.
- 9.2 If a Trustee has any pecuniary interest in any matter and is present at a meeting of the Board at which the matter is considered, the Trustee:

- 9.2.1 Shall at the meeting disclose his or her pecuniary interest and the general nature of the pecuniary interest;
  - 9.2.2 Shall not take part in the discussion of or vote on any question in respect of the matter; and
  - 9.2.3 Shall not attempt in any way, whether before, during or after the meeting, to influence the voting on any question in respect of the matter.
- 9.3 If the meeting is not open to the public, in addition to complying with these requirements (see section 1.5 in Policy 4) the Trustee shall immediately leave the meeting or the part of the meeting during which the matter is under consideration.
- 9.4 If a meeting is open to the public, every disclosure of pecuniary interest and the general nature of it shall be recorded in the minutes of the meeting. If the meeting is not open to the public, the fact that a disclosure of pecuniary interest was made, but not the general nature of that interest, shall be reported to, and recorded in the minutes of, the next meeting that is open to the public.

#### 10. Audio/Video Recording Devices

- 10.1 Any use of recording devices shall not interfere with the conduct of the meeting and may be discontinued at the direction of the Chair.

#### 11. Trustee Remuneration and Expenses

- 11.1 The Board, under the School Act Section 71, may: "...authorize annually the payment of remuneration to the chair, Vice-Chair and other trustees..."
- 11.2 The Board authorizes adjustments to the annual remuneration for Board members on September 1<sup>st</sup> of each year according to the change in the Vancouver consumer price index from the previous year (based originally on 1997-98 figures). The annual remuneration for trustees (including the Vice-Chair) was \$29,097 and for the Chair was \$31,521 as at September 2019.
- 11.3 The Board, under the School Act Section 71, may: "...authorize annually the payment of a reasonable allowance for expenses necessarily incurred by trustees in the discharge of their duties." Accordingly, the Board shall pay the cost of accommodation and economy air fare, verified by receipts, plus a per-diem allowance at a rate set by the Board to cover meals and miscellaneous expenses.
- 11.4 Vehicle mileage expenses incurred by trustees are not eligible for reimbursement.
- 11.5 The Board shall give annual approval to total trustee expenses for the current year, rather than approve expense claims instance by instance.
- 11.6 The Ministry of Education purchases blanket liability insurance to cover all school Districts, to indemnify the Board, Board members, and agents of the Board for their official actions in the

service of the Vancouver schools. In addition, trustee indemnification is addressed in Policy 16 in the Indemnification Bylaw.

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Legal Reference: Sections 49, 50, 56, 57, 58(1) 58(2), 59, 60(1) 60(2), 66, 67, 68, 69, 70, 71, 71(1), 72  
School Act  
School Act Regulation 382/93  
Financial Disclosure Act  
Income Tax Act

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