

## Policy 8

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### **BOARD COMMITTEES**

The Board believes that its governance duties can best be carried out if Trustees are given an opportunity to meet in committees supplemental to Board meetings. It therefore supports the formation of a standing committee of the whole, which allows Trustees to participate equally in detailed examination of governance issues. It also supports the formation of standing or ad hoc Committees with restricted membership that address clearly delineated topics.

Committees of the Board may perform the following functions:

- To act on behalf of the Board (on all delegable matters),
- Conduct research and report back to the Board with recommendations,
- Conduct labour negotiations and report back to the Board with recommendations, and
- Provide an opportunity to exchange information between and among members of the Board and the Superintendent or designate(s).

The Board views Committees as necessary for proper governance.

The Board will determine the terms of reference for each Committee, including membership, purpose, meetings, reporting requirements, and appropriate budgets for individual Committees as necessary.

#### **General Requirements**

1. The Board Chair shall be an ex-officio member of every Board Committee, may actively participate, but is not required to be present for the determination of a quorum.
2. Committees have no legal powers unless empowered by the Board to make certain decisions on its behalf.
3. Standing Committees are established by motion annually at the Organizational Meeting of the Board to assist with work of an ongoing nature. Unless a member of a Standing Committee is unable to perform the duties assigned, the member shall serve on the Committee for one (1) year until replaced by a subsequent appointment.

4. Ad Hoc Committees are appointed by a motion of the Board and their duties shall be for a specific task and a specific time as specified in the Board's motion.
5. Committees shall provide recommendations to the Board for final decisions.
6. Committees shall meet as often as required.
7. An alternate for a Committee is a representative who shall fill the position of a Trustee designated to a Committee in the event that the designated Trustee is absent or has the inability to act on that Committee.
8. Each Committee Chair is responsible for providing a written report to the Board, when appropriate, and for conducting the Committee in accordance with Board policies.
9. Committees shall maintain a record of all Committee meetings.
10. Committees shall:
  - 10.1. Select their own Chair at the annual Organizational Meeting of the Board.
  - 10.2. If possible, a Trustee shall not be Chair of more than one (1) standing Committee at the same time.
  - 10.3. When appropriate, appoint a Recording Secretary who will keep records of the meeting. This can be a member of the Committee or an appointed staff member.
  - 10.4. Bring information and/or a recommendation for the consideration and direction of the Board.
  - 10.5. Report to the Board from time to time as directed in the terms of reference.

### **Standing Committees**

1. Employee Relations - Between the Board and Alberta Teachers Association (ATA) Local #21
  - 1.1 Membership
    - 1.1.1 Two (2) Trustees serve on the Committee, consisting of a Committee Chair and Committee Member with the Superintendent or designate(s). An alternate Trustee can be assigned to a Committee to serve the Committee in the absence of the Committee Chair or Committee Member.

- 1.2 Purpose
  - 1.2.1 To negotiate a local memorandum of agreement between the Board and ATA within the boundaries or provisions agreed to between the Board Committee and representatives of the ATA and in accordance with the Education Act, Labour Relations Act, Public Education Collective Bargaining Act, Teachers' Employer Bargaining Association and provisions of the Collective Agreement.
  - 1.2.2 The Board's preference is to use a set of guiding principles that are supported by both parties as part of negotiations.
- 1.3 Powers and Duties
  - 1.3.1 The Committee shall negotiate on behalf of the Board, and as agreed to by the committees representing the Board and ATA, report to the Board from time to time when negotiations are in session, maintain the confidentiality of the proceedings of negotiations, and recommend a Memorandum of Agreement to the Board for ratification or other action as required by legislation.
- 1.4 Meetings
  - 1.4.1 To be determined and agreed to by the Committee Chair of the Board and Chair of the ATA Negotiation Sub Committee and as required to negotiate amendments to the Collective Agreement.
- 1.5 Minutes
  - 1.5.1 A written record of all meetings shall be maintained, which will include the starting and adjourning times, the persons in attendance, a list of items which accurately represent both the ATA and the Board positions taken with regards to any clause or provision of the Collective Agreement.
  - 1.5.2 The formal record of the negotiation process shall include the Memorandum of Agreement outlining agreed amendments or additions to the Collective Agreement arrived at by the Board and ATA Negotiating Committees.
- 1.6 Reporting
  - 1.6.1 Verbal reports are to be provided to the Board, as well as a memorandum of agreement, when appropriate.

## 2. Employee Relations – UNIFOR Local #71 Committee

### 2.1 Membership

- 2.1.1 Two (2) Trustees serve on the Committee, consisting of a Committee Chair and Committee Member with the Superintendent or designate(s). An alternate Trustee can be assigned to a Committee to serve the Committee in the absence of the Committee Chair or Committee Member.

### 2.2 Purpose

- 2.2.1 To negotiate with UNIFOR within the boundaries set by the Board and in accordance with the Education Act and the Labour Relations Act.
- 2.2.2 The Board's preference is to use a set of guiding principles that are supported by both parties as part of negotiations.

### 2.3 Powers and Duties

- 2.3.1 The Committee shall negotiate on behalf of the Board, report to the Board from time to time when negotiations are in session, maintain the confidentiality of the proceedings of negotiations and recommend a Memorandum of Agreement to the Board for ratification.

### 2.4 Meetings

- 2.4.1 To be determined and agreed to by the Committee Chair of the Board and Chair of UNIFOR and as required to negotiate amendments to the Collective Agreement.

### 2.5 Minutes

- 2.5.1 A written record of all meetings shall be maintained, which will include the starting and adjourning times, the persons in attendance, a list of items which accurately represent both the positions taken by both UNIFOR and the Board and any recommendations to be made to the Board.
- 2.5.2 The formal record of the negotiation process shall be the Memorandum of Agreement.

### 2.6 Reporting

2.6.1 Verbal reports are to be provided to the Board, as well as a Memorandum of Agreement, when appropriate.

3. Employee Relations – Canadian Union of Public Employees (CUPE) Local 1961 Committee

3.1 Membership

3.1.1 Two (2) Trustees serve on the Committee, consisting of a Committee Chair and Committee Member with the Superintendent or designate(s). An alternate Trustee can be assigned to a Committee to serve the Committee in the absence of the Committee Chair or Committee Member.

3.2 Purpose

3.2.1 To negotiate with the CUPE within the boundaries set by the Board and in accordance with the Education Act and the Labour Relations Act.

3.2.2 The Board's preference is to use a set of guiding principles that are supported by both parties as part of negotiations.

3.3 Powers and Duties

3.3.1 The Committee shall negotiate on behalf of the Board, report to the Board from time to time when negotiations are in session, maintain the confidentiality of the proceedings of negotiations and recommend a Memorandum of Agreement to the Board for ratification.

3.4 Meetings

3.4.1 To be determined and agreed to by the Committee Chair of the Board and Chair of CUPE and as required to negotiate amendments to the Collective Agreement.

3.5 Minutes

3.5.1 A written record of all meetings shall be maintained, which will include the starting and adjourning times, the persons in attendance, a list of items which accurately represent both the positions taken by both CUPE and the Board and any recommendations to be made to the Board.

3.5.2 The formal record of the negotiation process shall be the Memorandum of Agreement.

3.6 Reporting

3.6.1 Verbal reports are to be provided to the Board, as well as a Memorandum of Agreement, when appropriate.

4. Employee Relations – Elk Island Catholic Transportation Association Committee

4.1 Membership

4.1.1 Two (2) Trustees serve on the Committee, consisting of a Committee Chair and Committee Member with the Superintendent or designate(s). An alternate Trustee can be assigned to a Committee to serve the Committee in the absence of the Committee Chair or Committee Member.

4.2 Purpose

4.2.1 To negotiate with the Elk Island Catholic Transportation Association within the boundaries set by the Board and in accordance with the Education Act and the Labour Relations Act.

4.2.2 The Board's preference is to use a set of guiding principles that are supported by both parties as part of negotiations.

4.3 Powers and Duties

4.3.1 The Committee shall negotiate on behalf of the Board, report to the Board from time to time when negotiations are in session, maintain the confidentiality of the proceedings of negotiations and recommend a Memorandum of Agreement to the Board for ratification.

4.4 Meetings

4.4.1 To be determined and agreed to by the Committee Chair of the Board and Chair of the Elk Island Catholic Transportation Association and as required to negotiate amendments to the Collective Agreement.

4.5 Minutes

4.5.1 A written record of all meetings shall be maintained, which will include the starting and adjourning times, the persons in

attendance, a list of items which accurately represent both the positions taken by both, the Elk Island Catholic Transportation Association and the Board and any recommendations to be made to the Board.

4.5.2 The formal record of the negotiation process shall be the Memorandum of Agreement.

4.6 Reporting

4.6.1 Verbal reports are to be provided to the Board, as well as a Memorandum of Agreement, when appropriate.

5. Employee Relations – Superintendent

5.1 Membership

5.2 Two (2) Trustees serve on the Committee

5.3 Purpose

5.3.1 To negotiate with the Superintendent within the boundaries set by the Board and in accordance with the Education Act and the Labour Relations Act.

5.3.2 The Board's preference is to use a set of guiding principles that are supported by both parties as part of negotiations.

5.4 Powers and Duties

5.4.1 Once agreement in principle is reached on a contract, members of the Committee shall convene with the Board in-camera.

5.5 Meetings

5.5.1 To be called by the Committee Chair, as required to negotiate agreements.

5.6 Written Record

5.6.1 Written documentation of positions taken by both the Superintendent and the Board and any recommendations to be made to the Board will be produced.

5.7 Reporting

5.7.1 Verbal reports are to be provided to the Board, when appropriate.

6. ATA Liaison

- 6.1 Membership
  - 6.1.1 Three (3) Trustees serve on the Committee, consisting of a Committee Chair and Committee member with the Superintendent or designate(s). An alternate Trustee can be assigned to a Committee to serve the Committee in the absence of the Committee Chair or Committee Member. Trustees currently appointed to the ATA Negotiating Committee cannot be a member of this Committee.
- 6.2 Purpose
  - 6.2.1 To meet with representatives of the Elk Island Catholic Teachers ATA Local 21 to build relationships through dialogue.
  - 6.2.2 To meet with representatives of the Elk Island Catholic Teachers ATA Local 21 to discuss non collective agreement issues.
- 6.3 Powers and Duties
  - 6.3.1 A Trustee shall serve as Chair.
  - 6.3.2 Issues for consideration by the Committee may be identified by the Chair of the Committee, ATA Local Executive,, or the Superintendent.
  - 6.3.3 Issues shall be confined to those issues necessary for good communication between the Board and teachers.
  - 6.3.4 The Committee will review the proposed policy that pertains to certified staff. Administrative Procedures will be deferred to the Superintendent or designate.
  - 6.3.5 Agenda items shall be submitted in advance to the Chair and only approved items by all parties will be discussed at the meetings.
  - 6.3.6 Issues requiring a decision of the Board will be referred to the Board by the Committee Chair.
- 6.4 Meetings
  - 6.4.1 To be called by the Committee Chair, as required to fulfill the duties of the Committee, in consultation with the ATA Local Executive and the Superintendent.
- 6.5 Records of Meetings

6.5.1 Members present at each meeting will designate a recorder. Records of meetings shall be kept by the designated recorder and distributed to all members in a timely manner.

6.6 Reporting

6.6.1 Verbal reports are to be provided to the Board, when appropriate.

7. Student Issues Committee

7.1 Membership

7.1.1 Three (3) Trustees serve on the Committee, with the Superintendent or designate(s) as per the Education Act.

7.2 Purpose

7.2.1 To act on behalf of the Board on matters pertaining to placements for students with special needs and student expulsion.

7.3 Powers and Duties

7.3.1 A Trustee shall serve as Chair.

7.3.2 This Committee shall be empowered by the Board to act on behalf of the Board with respect to matters related to appeals on matters that significantly impact the education of a student or child enrolled in an early childhood services program operated by the board.

7.3.3 This Committee shall adhere to the guidelines for procedural fairness, including providing the opportunity for each side to be heard and to adhere to the right for an unbiased decision.

7.3.4 The members of this Committee shall maintain confidentiality regarding issues discussed during the hearing.

7.4 Meetings

7.4.1 To be called by the Committee Chair, following proper

Administrative Process and Policies as outlined in Policy 13 and Administrative Procedures 355 and 390, as required to fulfill the duties of the Committee.

7.5 Minutes

7.5.1 A written record of Committee activities and recommendations shall be prepared and kept on file in the event that there is a request for a Ministerial Review.

7.6 Reporting

7.6.1 The Committee will verbally report to the Board whether or not the recommendation from administration was supported, at the next regular meeting of the Board.

7.6.2 No other information will be included in this report.

8. Committee Of The Whole

8.1 Membership

8.1.1 All Trustees and the Superintendent or designate(s) are members of this Committee. Other persons may be present at the request of the Board.

8.1.2 The Board Chair elected at the annual Organizational Meeting will act as Chair for the Committee of the Whole.

8.2 Purpose

8.2.1 This Committee exists for the purpose of gathering information to assist the work of the Board and shall examine issues requiring resolution at regular or special Board meetings.

8.2.2 Committee of the Whole meetings are not open to the public.

8.2.3 No resolutions or Board decisions can be made at Committee meetings.

8.3 Powers and Duties

8.3.1 This Committee meets as necessary to plan the work of the Board and discuss issues that may affect resolutions at regular or special Board meetings. Sensitive issues such as personnel items may be discussed.

8.3.2 The Committee of the Whole is strictly advisory and does not have a mandate to pass a motion or a resolution.

9. Audit Committee

The Board shall establish an Audit Committee to fulfill their oversight responsibility for reliable financial reporting, effective internal controls, and compliance with legislation and regulatory requirements by Alberta Education.

#### 9.1 Authority

The Audit Committee has authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to:

- 9.1.1 With the consent of the Board, retain outside counsel, accountants, or others to advise the Committee or assist in the conduct of an investigation;
- 9.1.2 Seek any information it requires from employees – all of whom are directed to cooperate with the committee’s requests – or external parties; and
- 9.1.3 Meet with Division officers, external auditors. or outside counsel, as necessary.
- 9.1.4 Make recommendations to the Board on financial control matters, including selection of external auditors.

#### 9.2 Composition

The Audit Committee will consist of:

- 9.2.1 Three (3) Trustees who are financially literate or willing to become so. One of the Trustees will be appointed Chair by the Trustees on the Committee;
- 9.2.2 One member at large from the business community not connected with Elk Island Catholic Schools or the external auditors. The member must be financially literate and preferably hold an accounting designation;
- 9.2.3 One member at large from the adult learning community not connected with Elk Island Catholic Schools or the external auditors. The member must be financially literate;
- 9.2.4 A Recording Secretary from administration will be appointed to the Committee;
- 9.2.5 The Secretary-Treasurer and the Director of Financial Services shall provide information and advice to the Committee as requested.

9.2.6 The term for membership for members at large is one year.

### 9.3 Meetings

The Audit Committee will meet at least four (4) times a year at the call of the Chair, with authority to convene additional meetings, as circumstances require. All Audit Committee members are expected to attend each meeting, in person or via teleconference or video-conference. The Audit Committee will invite members of management, auditors, or others to attend meetings and provide pertinent information, as necessary. It may hold private meetings with auditors in executive sessions. Minutes of meetings will be prepared and provided at a public meeting of the Board.

### 9.4 Members at large compensation

9.4.1 The members at large shall be compensated, as specified in Policy 7 Appendix A, as follows:

9.4.1.1 \$200 diem for each meeting up to four (4) hours;

9.4.1.2 Mileage (kilometres) to and from Audit Committee Meetings.

### 9.5 Responsibility

The Audit Committee will carry out the following responsibilities:

#### 9.5.1 Financial Statements

9.5.1.1 Review significant accounting and reporting issues, including complex or unusual transactions;

9.5.1.2 Review with management and the auditors the results of the audit, including any difficulties encountered;

9.5.1.3 Review the annual financial statements, and consider whether they are complete, consistent with information known to committee members, and reflect appropriate accounting principles; and

9.5.1.4 Review with management and the auditors all matters required to be communicated to the Board.

#### 9.5.2 Internal Control

9.5.2.1 Consider the effectiveness of the Division's internal controls over annual reporting, including information technology security and control; and

- 9.5.2.2 Understand the scope of the auditor's review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management's responses.
- 9.5.3 Audit
  - 9.5.3.1 Review the auditor's proposed audit scope and approach;
  - 9.5.3.2 Review the performance of the auditor(s), and provide a recommendation to the Board regarding final approval on the appointment or discharge of the auditors;
  - 9.5.3.3 Review and confirm the independence of the auditors by obtaining statements from the auditors on relationships between the auditors and the Division, including non audit services, and discussing the relationship with the auditors; and
  - 9.5.3.4 On a needs basis, meet separately with the auditors to discuss any matters that the Audit Committee or auditors believe should be discussed privately.
- 9.5.4 Compliance
  - 9.5.4.1 Review the findings of any examinations by regulatory agencies, and any audit observations; and
  - 9.5.4.2 Obtain regular updates from management and company legal counsel regarding compliance matters.
- 9.5.5 Budget Assumptions
  - 9.5.5.1 Review Budget Assumptions and consider whether they are consistent with information known to Committee Members.

## 10. Policy Committee

The Board shall establish a Policy Committee for the purpose of reviewing, modifying, and creating Policy as directed by the Board of Trustees.

### 10.1 Membership

10.1.1 Two (2) Trustees, serve on the Committee, consisting of a Committee Chair and Committee Member with the Superintendent or designate(s). An alternate Trustee can be assigned to a Committee to serve the Committee in the absence of the Committee Chair or Committee Member.

10.2 Powers and Duties

10.2.1 The Committee shall bring the Board as a whole any changes, modifications, or newly developed Policy for review and ratification.

10.3 Meetings

10.3.1 To be determined by the Committee Chair and in agreement with membership and the Superintendent.

10.4 Reporting

10.4.1 Written reports are to be provided to the Board as required.

### **Ad Hoc Committees**

Ad Hoc Committees may be established at any meeting of the Board for the purpose of studying, investigating, or acting on specific matters; they cease to exist as soon as they have completed the specified task. Terms of reference are outlined at the time of establishment.

### **Resource Personnel**

The Superintendent may appoint resource personnel to work with Committees and shall determine the roles, responsibilities, and reporting requirements of the resource personnel.

Legal Reference: Section 33, 42, 51, 52, 53, 64, 67, 142, 222 Education Act  
Collective Agreements

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