

Board Meetings Policy

Purpose

To establish expectations and procedures for VCC Board meetings – *Public and In Camera*.

Policy

The Board will meet on a regular basis to conduct the business of the College, at intervals of not more than three months. A portion of the regularly scheduled meetings of the Board will normally be open to the public. A portion of the meetings may be closed, however, for items that must necessarily be dealt with in-camera..

To address the needs of all stakeholders, open meetings of the Board can offer potential benefits as an opportunity to:

- Provide the community with balanced and objective information.
- Ensure that public issues and concerns are recognized and understood.
- Build trust through transparency in respect to VCC's goals, programs and services.
- Hear public suggestions in respect to post secondary education.
- Obtain independent feedback on critical issues.

Applies to

The VCC Board.

Procedures

1. General

The Board meets on a scheduled basis, and at each meeting must address a lengthy agenda including the reports and recommendations from its several Committees, the President's Report, and other management presentations regarding important current and pending issues.

- i. The Board meetings proceed according to the principles of Roberts Rules of Order and VCC Guidelines for Debate (see Appendix B).
- ii. The Chairperson shall preside at all meetings of the College Board, or in the absence of the Chairperson, the Vice Chair presides. In the absence of both, some member of the Board appointed by the College Board shall preside.
- iii. Board members may question the appropriateness of any agenda item or suggest an additional item during the “Approval of the Agenda”.
- iv. No member of the College Board shall leave the College Board meeting before the close of the session without notifying the Chairperson.
- v. The Confidential Secretary to the Board will prepare a schedule of Board meetings at the beginning of each calendar year for the year and notifies the College community.
 - *Emergency meetings may be scheduled as required, but with as much notice as possible.*
 - At the discretion of the Chair, where an urgent matter of business requires a timely decision, Board meetings may be held by teleconference calls, provided that each member of the Board is so notified, and provided that a quorum participates in such meetings.
- vi. The Confidential Secretary to the Board will prepare a draft agenda for the Board Chair and President to develop.
- vii. The Confidential Secretary to the Board will prepare the agenda package approximately one week prior to the Board meeting.

2. Public Presence at Meetings of the Board

- i. Business conducted within Committees will not be open to the public. Public presence will be accommodated only during regular meetings of the Board as a whole, or at such other times as the Chair may choose to convene the meeting.
- ii. The Chair will arrange the agenda to separate general and routine business from issues that should properly be handled in-camera, including having reference to the provisions of the *Freedom of Information and Protection of Privacy (FOIPP) Act*.

- iii. The presence of the public does not make the meeting a public hearing. The purpose of the meeting is to conduct the business of the Board. At the discretion of the Board the Agenda for this portion of the meeting may include a “Public Forum” item or an item of similar name which provides an opportunity for the public to be heard.
- iv. Persons or groups wishing to make presentations to the Board are directed to contact the Executive Assistant to the Board.
- v. The Chair may decline to hear such presentations in circumstances where it is felt that the issues involved have already been identified and debated by the Board, or, where the presentation would be more appropriately made to a committee of the Board or to management. The Board may choose to establish an alternative opportunity to hear public input. E.g. constituency impact statements, public forums, etc.
- vi. Where presentations are to be heard by the Board, persons or groups scheduled to appear will be asked to provide advance written copy of their presentation so that the Board and management can study the issues to be raised.
- vii. Except when the agenda specifically provides for public involvement as intended in 2.iii, participation in the discussions of the Board will be limited to Board members, including the President, and management personnel as appropriate.
- viii. The Chair will manage any exchange with the audience and may re-direct questions to senior staff. Individual Board members will take an active part in response to the audience only at the specific request of the Chair.

3. In Camera

- i. All information provided at an in camera session shall remain confidential. Where in camera discussion leads to a general policy decision the Board may determine that the information be made public.
- ii. Minutes of the in-camera portion of the Board meeting will be separated from those of the regular meeting and are not subject to disclosure.

4. Policy Review

This policy will be reviewed annually by the Board to ensure that, in practice, it properly balances the requirements for, and benefits of, public access to the Board and the ability of the Board to deal efficiently with the full business agenda in the time normally set aside for Board meetings.

References

The College & Institute Act
Freedom of Information and Protection of Privacy Act

Replaces

Access of VCC Community to the Board Agenda Policy, A.1.3.
Board – Minutes of the Meetings Policy, #1.1.2.3
Board – Representation Policy, #1.1.2.2
Board – In Camera Board Meetings Policy A.1.6

Revisions

January 28, 2003
March 25, 2004
February 22, 2005

VCC IN CAMERA BOARD MEETINGS

List of matters considered as confidential for in camera discussion include:

- Negotiations and matters pertaining to collective bargaining or terms of employment.
- Personnel issues.
- Discipline – students and employees.
- Purchase, lease, sale or exchange of real estate.
- Litigation – potential or actual, concerning the College.
- All matters arising out of the President’s Terms of Employment, including hiring, evaluation, contract terms and terminations.
- Such other matters which in the opinion of the Board are confidential or sensitive.

**GUIDELINES FOR DEBATE
ON ITEMS FOR DECISION AT VCC BOARD MEETINGS**

1. No question shall be determined by the College Board unless upon motion of a member seconded by another member. No discussion shall be allowed until a motion is proposed and seconded.
2. At all meetings of the College Board all questions shall be decided upon by the majority of votes of the members present and voting, except motions to limit debate, postpone definitely, or withdrawal of a motion, which requires a 2/3 majority.
3. Every voting member of the College Board member present, except the Chairperson, shall vote unless excused by the College Board. The Chairperson has the same right to vote as the other members of the College Board but normally will only vote in the event of a tie to cast the deciding vote.
4. The Chairperson shall declare the result of all questions voted upon.
5. Members will state they are speaking in favour, against, to a point of order, to seek more information or clarification, or to propose a subsidiary motion (to lay on the table, to limit debate, refer to committee, amend, etc.) or an incidental motion (to remove from the table, to reconsider, rescind, etc.)
6. Members will confine their remarks to the merits of the motion.
7. Members will not attack another member's motives.
8. Members will address comments, questions, or subsequent motions to the Chairperson.
9. Members will debate items fully but will support the majority of members expression once the result of the vote has been declared by the Chairperson.
10. Members will not prolong the debate unnecessarily by restating previously established points of view.
11. Members who have spoken to a motion previously will respect the Chairperson's attempt to hear from all members prior to hearing from a member twice.
12. Members of the College Executive, constituency representatives or other visitors may respond to appropriate questions from the Board Chair.

1. Policy Sponsor Board Governance Committee

2. Approvals:

President _____ Date: _____

Education Council Chair _____ N/A _____ Date: _____

Operations Council Chair _____ N/A _____ Date: _____

Board Chair _____ Date: _____

3. Amendments

President _____ Date: _____

Education Council Chair _____ N/A _____ Date: _____

Operations Council Chair _____ N/A _____ Date: _____

Board Chair _____ Date: _____

4. Review Date