



The Charter Board will govern with a style which emphasizes:

- A proactive forward outward vision.
- Encouragement of diversity of viewpoints.
- Strategic leadership.
- Clear distinction of Charter Board and Superintendent/staff roles.
- Collaborative decision-making.

The Charter Board shall meet regularly, according to the annual schedule of meeting dates established in June for the subsequent school year. The Chair has the authority to call additional meetings, as required, and to cancel any meetings by reason of lack of business.

The Charter Board's fundamental obligation is to preserve, if not enhance, the public trust in 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, Charter Board meetings will be open to the public. Towards this end, the Charter 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 "in-camera" sessions. The Charter Board believes it is necessary to protect individual privacy and the Charter Board's own position in negotiating contracts and therefore expects to go in-camera for issues dealing with individual students, individual employees, land, labour, litigation or negotiation.

Having members of the public make presentations at Charter Board meetings can enhance public interest.

Public forums dealing with specific educational topics can enhance communications and the effectiveness of the Charter Board.

1. Organizational Meeting

- 1.1 An Organizational Meeting of the Charter Board shall be held annually, and no later than three (3) weeks following the appointment of Directors at the annual general meeting of the Society. The first official meeting of the Charter Board following appointment of Directors shall be an Organizational Meeting.
- 1.2 The Superintendent or designate will give notice of the Organizational Meeting to each Director 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 Charter Board Chair.
- 1.3 Each Director will take the Oath of Office immediately following the call to order of the Organizational Meeting after a general election.
- 1.4 The Board will elect one (1) Director to act as Chair. The Superintendent or designate will make three (3) calls for nominations for the role of Chair followed by a public vote by Directors on the nominated candidates. This process will be adhered to unless the Charter Board Chair has

unanimously resolved to elect a Charter Board Chair by alternate means.

- 1.5 Upon election as Chair, the Charter Board Chair shall preside over the remainder of the Organizational Meeting. The Charter Board Chair shall normally be elected for a period of one (1) year.
- 1.6 The organizational meeting shall, in addition:
 - 1.6.1 Elect a Vice-Chair using the same process identified in 1.4 (the Charter Board Chair shall assume the responsibilities outlined for the Superintendent or designate);
 - 1.6.2 Create such standing or ad hoc committees of the Charter Board as deemed appropriate;
 - 1.6.3 Elect a Chair for each standing and ad hoc committee using the same process detailed in 1.4 (the Charter Board Chair shall assume the responsibilities outlined for the Superintendent or designate) and appoint members;
 - 1.6.4 Appoint Charter Board representation on the various Boards or committees of organizations or agencies where the Charter Board has regular representation, as appropriate;
 - 1.6.5 Review Director conflict of interest stipulations and determine any disclosure of information requirements; and
 - 1.6.6 Address other organizational items as required.

2. Regular Meetings

Regular Charter Board meeting dates and times shall be as established at the June meeting each year, and posted to the schools' website.

- 2.1 All meetings will ordinarily be held on a monthly basis, excepting July and August.
 - 2.1.1 All In-person meetings will ordinarily be held in one of the Charter Board Office, Lakeview Campus
 - 2.1.2 All virtual meetings will ordinarily be held via Zoom
- 2.2 Notwithstanding the schedule established in June, the Charter Board may, by resolution, alter the schedule in such manner as it deems appropriate.
- 2.3 All Directors shall notify the Charter Board Chair if they are unable to attend a Charter Board meeting.
- 2.4 Participation in a scheduled in-person meeting via electronic means from outside the boundaries of Calgary for more than one (1) meeting is at the discretion of the Charter Board:
- 2.5 All Directors who are absent from three (3) consecutive regular meetings shall:
 - 2.5.1 Obtain authorization by resolution of the Charter Board to do so; or
 - 2.5.2 Provide to the Charter Board Chair evidence of illness in the form of a medical certificate respecting the period of absence.

Failure to attend may result in disqualification.

- 2.6 If both the Charter Board Chair or Vice-Chair through illness or other cause are unable to perform the duties of the office or are absent, the Charter 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 Charter Board Chair's and Vice-Chair's

inability to act or absence.

- 2.7 Regular meetings of the Charter Board will not be held without the Superintendent and/or designate(s) in attendance, unless the Superintendent's contract is being discussed.

3. Special Meetings

- 3.1 Occasionally, unanticipated or emergent issues require immediate Charter Board attention and/or action.
- 3.2 Special meetings of the Charter Board will only be called when the Charter Board Chair, the majority of Directors, or the Minister is of the opinion that an issue must be dealt with before the next regular Charter Board meeting.
- 3.3 A written notice of the special meeting including date, time, place and nature of business shall be issued to all Directors 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 Director agrees to waive in writing the requirements for notice.
- 3.4 The nature of the business to be transacted must be clearly specified in the notice of the meeting. Unless all Directors are present at the special meeting, no other business may be transacted. Items can be added to the agenda only by the unanimous consent of the entire Charter Board.
- 3.5 Special meetings of the Charter Board shall be open to the public recognizing that specific agenda matters may be held in-camera.
- 3.6 Special meetings of the Charter Board will not be held without the Superintendent and/or designate(s) in attendance, unless the Superintendent's contract is being discussed.

4. Meetings by Electronic Means

Meetings by electronic means may be convened as part of the annually adopted meeting schedule and/or in the event of emergencies and/or extenuating circumstances.

- 4.1 In accordance with the relevant section(s) of the Education Act, the Charter Board may hold a meeting using electronic means or other communication facilities. The means used must enable each Director participating in the meeting and any members of the public attending the meeting to hear all the other Directors. Directors participating in such meetings by electronic means or other communication facilities are deemed to be present at the meeting.
- 4.2 Reasonable steps must be taken to notify the public of the connection details to allow participation.
- 4.3 A Director may participate from a location to which the public does not have access.
- 4.4 A Director must ensure the means and location used to participate in the meeting will allow moving in-camera, and will meet all requirements of an in-camera session.

5. In-Camera Sessions

The Education Act uses the term "private" for non-public meetings. Robert's Rules of Order uses the term "executive session" for the same distinction. The term "in-camera" is most commonly used and is synonymous with the other two terms.

The preservation and enhancement of the public's trust in the educational system is an important priority of the Charter Board. The Charter Board believes that public trust is preserved by conducting open Charter Board meetings. Notwithstanding this belief, occasionally matters of unusual sensitivity require the Charter Board to hold closed meetings.

- 5.1 The Charter Board may, by resolution, schedule an in-camera meeting at a time or place agreeable to the Charter Board or recess a meeting in progress for the purpose of meeting in-camera. Such resolutions shall be recorded in the minutes of the Charter Board and shall specify those individuals eligible to attend in addition to Directors and the Superintendent.
- 5.2 The Board may convene in-camera only to discuss matters of a sensitive nature, including:
 - 5.2.1 Personnel
 - 5.2.1.1 Individual students;
 - 5.2.1.2 Individual employees;
 - 5.2.2 Matters relating to negotiations;
 - 5.2.3 Acquisition/disposal of real property;
 - 5.2.4 Litigation brought by or against the Charter Board;
 - 5.2.5 Other topics that a majority of the Directors present feel should be held in private, in the public interest.
- 5.3 Such sessions shall be closed to the public and press. The Charter Board shall only discuss the matter(s) that gave rise to the in-camera meeting. Charter Board members and other persons attending the session shall maintain confidentiality and shall not disclose the details of the discussion at such sessions.
- 5.4 The Charter Board shall, during the in-camera session, adopt only such resolution as is required to re-convene the Charter Board in an open, public meeting.

6. Agenda for Regular Meetings

The Superintendent is responsible for preparing an agenda for Charter Board meetings in consultation with the Chair and the Vice-Chair.

- 6.1 The order of business at a regular meeting shall generally be as follows:
 - 6.1.1 Call to Order;
 - 6.1.2 Approval of Agenda;
 - 6.1.3 Exemplary Practice Showcase;
 - 6.1.4 Consent Agenda;
 - 6.1.4.1 Presentation and Approval of Minutes;
 - 6.1.4.2 Reports (e.g., Chair, Superintendent, Committees);
 - 6.1.4.3 Correspondence List
 - 6.1.5 New and Ongoing - Action Items;
 - 6.1.6 Discussion/Information Items;
 - 6.1.7 In Camera
 - 6.1.8 Motions Arising from In Camera
 - 6.1.9 Adjournment.

Items scheduled for a specific time shall be clearly identified on the agenda.

- 6.2 The agenda will be supported by copies of letters, reports, contracts and other materials as are

pertinent to the business that will come before the Charter Board and will be of value to the Charter Board in the performance of its duties. Each action item will include a clear recommendation.

- 6.3 Items may be placed on the agenda in one (1) of the following ways:
- 6.3.1 By notifying the Chair or Superintendent at least eight (8) calendar days prior to the Charter Board meeting.
 - 6.3.2 By notice of motion at the previous meeting of the Charter Board.
 - 6.3.3 As a request from a committee of the Charter Board.
- 6.4 The agenda package, containing the agenda and supporting information, will be provided to each Director at least twenty-four (24) hours prior to the Charter Board meeting. Subsequently, information may be provided at the meeting; and further, the Superintendent shall advise the Chair regarding the emergent nature of such information.
- 6.5 The Charter 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 Charter Board.
- 6.6 During the course of the Charter Board meeting, the majority of Directors present may amend the agenda and place items before the Charter Board for discussion. The Charter Board may take action on such items.
- 6.7 The list of agenda items shall be posted on the Calgary Girls Charter School website and be available in the School Office. Any Society member may inspect the agenda and request a copy.

7. Minutes for Regular or Special Meetings

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

- 7.1 The minutes shall record:
- 7.1.1 Date, time and place of meeting;
 - 7.1.2 Type of meeting;
 - 7.1.3 Name of presiding officer;
 - 7.1.4 Names of those Directors and staff in attendance;
 - 7.1.5 Approval of preceding minutes;
 - 7.1.6 All resolutions, including the Charter Board's disposition of the same, placed before the Charter Board, are to be entered in full;
 - 7.1.7 Names of persons making the motions;
 - 7.1.8 Points of order and appeals;
 - 7.1.9 Appointments;
 - 7.1.10 Receipt of reports of committees;
 - 7.1.11 Recording of the vote on all motions;
 - 7.1.12 Director declaration of vote pursuant to the Education Act;

- 7.1.13 Departure and re-entry times of Directors (when absent for a vote on a motion); and
- 7.1.14 The time of adjournment.
- 7.2 The minutes shall:
 - 7.2.1 Be prepared as directed by the Superintendent;
 - 7.2.2 Be reviewed by the Superintendent prior to submission to the Charter Board;
 - 7.2.3 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Charter Board; and
 - 7.2.4 Upon adoption by the Charter Board, be deemed to be the official and sole record of the Charter Board's business.
- 7.3 The Superintendent or designate shall ensure, upon acceptance by the Charter Board, that appropriate initials are affixed to each page of the minutes, and that appropriate signatures are affixed to the last page of the minutes.
- 7.4 The Superintendent or designate will establish and maintain a file of all Charter Board minutes.
- 7.5 As part of its ongoing effort to keep staff and Society members fully informed concerning its affairs and actions, the Charter Board expects the Superintendent to institute and maintain effective and appropriate procedures for the prompt dissemination of information about decisions made at all Charter Board meetings.
- 7.6 The approved minutes of a regular or special meeting shall be posted to the Calgary Girls Charter School website as soon as possible following approval. The Superintendent or designate is responsible to distribute and post the approved minutes.

8. Motions

Motions do not require a seconder.

8.1 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 Directors of the item to be discussed. A notice of motion is not debatable and may not be voted on.

8.2 Discussion on Motions

The custom of addressing comments to the Chair is to be followed by all persons in attendance.

A Charter Board motion or a recommendation from the Superintendent must generally be placed before the Charter Board prior to any discussion taking place on an issue. Once a motion is before the Charter 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. Motions may be submitted by any Director, including the Chair.

8.3 Speaking to the Motion

The mover of a motion speaks first and every Director shall have an opportunity to speak to the motion.

The Chair will normally speak just prior to the last speaker who will be the mover of the motion.

The mover of the motion is permitted to close debate on the motion.

As a general guide, a Director is not to speak longer than five (5) minutes on any motion. The Chair has the responsibility to limit the discussion by a Director when such a discussion is repetitive or digresses from the topic at hand, or where discussion takes place prior to the acceptance of a motion. No one shall interrupt a speaker, unless it is to ask for important clarification of the speaker's remarks, and any such interruption shall not be permitted without permission of the Chair.

When a Director arrives at the meeting after a motion has been made and prior to taking a vote, the Director may request further discussion prior to the vote. The Chair shall rule on further discussion.

8.4 Reading of the Motion

A Director may require the motion under discussion to be read at any time during the debate, except when a Director is speaking.

8.5 Required Votes

The Chair, and all Directors present, unless excused by resolution of the Charter Board or by the provisions of the Education Act, shall vote on each question. Each question shall be decided by a majority of the votes of those Directors present. A simple majority of a quorum of the Charter Board will decide in favour of the question. In the case of an equality of votes, the question is defeated. A vote on a question shall be taken by open vote, expressed by show of hands, except the vote to elect the Chair or Vice-Chair, which is by secret ballot.

8.6 Debate

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

9. Delegations at Charter Board Meetings

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

9.1 Individuals or group requests to make presentations to the Charter Board must be submitted in writing, to the Superintendent, no less than fourteen (14) calendar days prior to the scheduled Charter Board meeting at which the individual or group wishes to present.

9.2 The Agenda Planning Committee shall determine if the presentation to the Charter Board shall proceed and, if so, at what Charter Board meeting, at what time, and whether the presentation will be heard in closed session or in public.

9.3 In emergent situations where the regular procedure cannot be followed, the delegation or the Superintendent shall justify the emergency, then outline the subject and background prior to the delegation appearing before the Charter Board.

9.4 The delegation may make a presentation in writing and/or orally.

9.4.1 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 Charter Board" is filed a minimum of fourteen (14) days prior to the scheduled meeting at which the individual or group wishes to present.

9.5 Relevant background information to the delegation's presentation shall be prepared by the

Superintendent and is to accompany the agenda.

- 9.6 The presenter for the delegation shall be identified by the individual or group requesting to make a presentation to the Charter Board.
- 9.7 The presenter shall be notified of the time and date when the presentation will be made.
- 9.8 The Charter Board will ask questions of the delegation only for clarification purposes.
- 9.9 Where a delegation requests action from the Charter Board, the response will be provided at a future meeting unless the Charter Board, by resolution, agrees to respond immediately.
- 9.10 The presenter shall be advised of the date of the meeting at which the Charter Board's response is to be determined.
- 9.11 The Chair shall communicate the decision of the Charter Board, in writing, to the presenter. If the decision may be appealed under the Education Act, the Chair shall advise the presenter of his/her right to the next avenue of appeal.

10. Audio/Video Recording Devices

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

11. Director Conflict of Interest

The Director is directly responsible to the Society membership and to the Charter Board.

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

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

- 11.1 The Director is expected to be conversant with the relevant sections of the Education Act.
- 11.2 The Director is responsible for declaring him/herself to be in possible conflict of interest.
 - 11.2.1 The Director shall make such declaration in open meeting prior to Charter Board or committee discussion of the subject matter which may place the Director in conflict of interest.
 - 11.2.2 Following the declaration of conflict of interest by a Director, all debate and action shall cease until the Director has left the room.
- 11.3 It shall be the responsibility of the Director in conflict to absent him/herself from the meeting in accordance with the requirements of the Education Act and ensure that his/her declaration and absence is properly recorded within the minutes.
- 11.4 The recording secretary will record in the minutes:
 - 11.4.1 The Director's declaration;
 - 11.4.2 The Director's abstention from the debate and the vote; and
 - 11.4.3 That the Director left the room in which the meeting was held.

12. Charter Board Self-Evaluation

The Charter Board self-evaluation process shall be undertaken in conjunction with the Superintendent evaluation to reinforce alignment of purpose.

Reference:

Education Act s. 24, 53, 54, 64, 65, 75, 85, 86, 88, 112, 137