



## **PL 2 – 01.4.0 Board Committees**

<b>Related Policies:</b>	<b>Date of Approval:</b> 2017 August 1
<b>Related Procedures:</b>	<b>Last Amended:</b> 2020 December 11
<b>Related Exhibits:</b>	<b>Last Reviewed:</b> 2020 December 11

### **FOUNDATIONAL PILLAR – Board Governance and Processes**

**EXPECTATION** The Board expects committees of the Board to operate efficiently and effectively, while following applicable laws and encouraging robust discussion.

### **REQUIREMENTS AND LIMITS**

1. At its Organizational Meeting the Board will elect Trustees to serve on committees and elect a committee chair for each Board Committee.
2. Prior to a committee meeting the Committee Chair will
  - a. develop an agenda for the committee meeting. The agenda will include only matters arising from its mandate and matters that the Board has directed the committee to consider
  - b. ensure committee members receive the agenda in advance
  - c. appoint a committee chair from members of the committee, if they are unable to attend the meeting.
3. At a committee meeting the Committee Chair will
  - a. conduct meetings guided by Robert's Rules of Order except where superseded by statute
  - b. assure that discussions are productive, inclusive, efficient and orderly
  - c. advise the committee when it is taking actions that are not consistent with the Board's policies, the Division's administrative procedures and with other obligations imposed by agencies whose authority supersedes the Board
  - d. ensure that minutes are recorded and that those minutes accurately reflect meeting discussion and committee resolutions
  - e. ensure that every committee member present votes on every issue
  - f. develop a summary of the meeting to be presented to the Board
  - g. determine when recommendations to the Board are necessary and who will speak to the recommendation at the Board Meeting.
4. At the Board Meeting the Committee Chair will report the work of the Committee.
5. A committee may permit committee members to officially attend and participate in meetings by electronic means, if the committee is assured that the off-site committee member
  - a. can be identified to the satisfaction of a majority of committee members in attendance (excluding the member in question)
  - b. can participate in the discussion and vote
  - c. commits to notifying the Chair of any temporary absences from the meeting prior to the departure and upon return
  - d. can assure confidentiality of the discussion.
6. The Board may choose to form ad hoc committees to assist the Board on a specific project for a specific period of time using the following guidelines:
  - a. the Board feels that the work to be completed is better achieved by an ad hoc committee rather than the Board as a whole

- b. a clear timeline for both establishing and ending the work of the ad hoc committee is established
- c. the terms of reference for each ad hoc committee will be established by Board motion at the time of the formation.

**HISTORY**

2017 Aug 1 Approved  
2019 Nov 27 Reviewed  
2020 Dec 11 Amended