



# **BOARD POLICY HANDBOOK**

---

Delta School District 37

May 2013

## PREFACE

---

This Board Policy Handbook has been developed to highlight and support the very important governance function of the Board. In addition to clearly defining the role of the Board, the role of the Superintendent and the delegation of authority from the Board to the Superintendent, it includes the following as policies:

1. Foundational statements which provide guidance and direction for all activities within the District;
2. Directions for how the Board itself is to function and how individual trustees are to conduct themselves; how Board committees and representatives are to function;
3. Statements as to how appeals and hearings will be conducted;
4. Non-delegable matters such as school closures and policy-making; and
5. Specific matters which the Board has chosen not to delegate to the Superintendent.

This Board Policy Handbook is intended to be supplemented by an Administrative Procedures Manual; the primary written document by which the Superintendent directs staff. The Manual must be entirely consistent with this Handbook.

The development of two separate and distinct documents is meant to reinforce the distinction in this District between the Board's responsibility to govern and the Superintendent's executive or administrative duties.

It is to be noted that the electronic versions of both the Board Policy Handbook and the Administrative Procedures Manual as well as any other handbooks/manuals referenced are always the most current documents available.

# TABLE OF CONTENTS

	<b>Page</b>
Policy 1 – District Foundational Statements	1
Policy 2 – Role of the Board	3
Policy 2 Appendix A – Board Annual Work Plan	7
Policy 2 Appendix B – Performance Assessment Guide	10
Policy 2 Appendix C – Board of Education Self-Evaluation	19
Policy 3 – Role of the Trustee	22
Policy 3 Appendix – Services, Materials and Equipment Provided to Trustees	25
Policy 4 – Trustee Code of Conduct	27
Policy 4 Appendix – Trustee Code of Conduct Sanctions	29
Policy 5 – Role of the Board Chair	32
Policy 6 – Role of the Vice-Chair	34
Policy 7 – Board Operations	35
Policy 8 – Board Committees	51
Policy 9 – Board Representatives	53
Policy 10 – Policy Making	59
Policy 10 Appendix – Policy Development Process	62
Policy 11 – Board Delegation of Authority	63
Policy 12 – Role of the Superintendent	64
Policy 12 Appendix A – Performance Planning and Review	67
Policy 13 – Complaints and Appeals	69
Policy 13 Appendix A – Appeals Bylaw	71
Policy 13 Appendix B – Complaints & Appeals Flow Chart	75
Policy 13 Appendix C – Notice of Appeal	76
Policy 14 – School Closure/Consolidation	77

Policy 15 – Recruitment and Selection of Personnel	81
Policy 16 – Specialty Academies	83
Policy 17 – Student Health and Well-Being	85
Policy 18 – Delta Business Company Bylaw	87
Policy 18 Appendix – Articles of Incorporation	89
Policy 19 – Accumulated Operating Surplus	125
Policy 20 – Audit Committee	128
Policy 21 – Budget Monitoring and Reporting	133
Policy 22 – Childcare	135
Policy 23 – Privacy	138

## Policy 1

### DISTRICT FOUNDATIONAL STATEMENTS

The Delta Board of Education assumes its responsibility to provide leadership and direction to the school district. In so doing, the board is committed to Vision 2030, mission, values and goals.



#### Vision

The Delta School District is an innovative, inclusive community where all learners belong, and everyone soars

#### Mission

To inspire and nurture thriving, future-ready learners

#### Values

In fulfilling our mission, these core values guide our every decision, action, and relationship:

- Compassion
- Responsibility
- Integrity
- Creativity
- Diversity
- Resilience

## Key Goals

We will know we have achieved our vision when we have evidence that:

1. Students influence through voice and choice
2. Teamwork and collaboration enrich learning
3. Indigenous ways of knowing are embraced
4. Students tackle real-world challenges
5. Learners feel deeply engaged and connected
6. Curiosities and passions are honoured
7. Well-being and mental health flourish
8. Critical and creative thinking drive success
9. Equity and inclusion are the norm
10. High expectations exist for all learners

## Strategic Plan 2021-2024

The district strategic priorities are:

1. Graduation for all
2. Powerful and inspiring learning environments
3. Strong foundations in literacy and numeracy
4. Engaged, empowered and healthy workforce
5. Strong governance and stewardship of resources

## Delta School District Logo



Legal Reference: Sections 65, 74, 74.1, 75, 76.1, 79.2, 81.1, 82.1, 82.2, 85 *School Act*

Revised January 2023

## Policy 2

---

### ROLE OF THE BOARD

As the corporate body elected by the voters, the Board of Education is responsible for the provision of educational services to students attending District schools and programs, in keeping with the requirements of government legislation and the values of the electorate.

#### Specific Areas of Responsibility

1. Accountability for Student Learning
  - 1.1 Provide overall direction for the District by establishing mission, vision, values and goals.
  - 1.2 Approve the District Strategic Plan.
  - 1.3 Annually set District goals and key results, aligned with the District Strategic Plan.
  - 1.4 Approve District Achievement Contract.
  - 1.5 Monitor the achievement of outcomes, including achievement of outcomes of Indigenous learners.
  - 1.6 Annually evaluate the effectiveness of the District in achieving established goals and desired results.
2. Accountability to Community, Including Indigenous Communities and First Nations on whose Traditional Territories our schools operate.
  - 2.1 Make informed decisions that consider community values and represent the interests of the entire District.
  - 2.2 Establish processes and provide opportunity for focused community input.
  - 2.3 Promote school programs, needs and desires to the community.
  - 2.4 Promote the successful operation of Parent Advisory Councils in schools within the District.
  - 2.5 Report District outcomes to the community at least annually.
  - 2.6 Develop appeal procedures and hold hearings as required by statute and/or Board policy.
  - 2.7 Model a culture of respect and integrity.
3. Accountability to Provincial Government Legislation
  - 3.1 Act in accordance with all statutory requirements to implement educational standards and policies.

- 3.2 Perform Board functions required by governing legislation and existing Board policy.

#### 4. Advocacy

- 4.1 Act as an advocate for public education and the District.
- 4.2 Plan for advocacy including focus, key messages, relationships and mechanisms.
- 4.3 Promote regular meetings and maintain timely, frank and constructive communication with elected officials.
- 4.4 Address external issues in a manner consistent with District values.
- 4.5 Make decisions regarding British Columbia School Trustees Association and British Columbia Public Sector Employers' Association issues.
- 4.6 Advance District positions and priorities through relevant provincial organizations and associations.
- 4.7 Act in accordance with all statutory requirements of governing legislation through a co-governance model of public education.

#### 5. Policy

- 5.1 Approve broad policies for the District and evaluate their attainment.
- 5.2 Monitor administrative procedures to ensure the effective operation of the District.

#### 6. Board/Superintendent Relations

- 6.1 Select the Superintendent.
- 6.2 Provide the Superintendent with clear corporate direction.
- 6.3 Delegate, in writing, administrative authority and identify responsibility subject to provisions and restrictions in provincial legislation and regulations.
- 6.4 Respect the authority of the Superintendent to carry out executive action and support the Superintendent's actions which are exercised within the delegated discretionary powers of the position.
- 6.5 Annually review Superintendent performance.

#### 7. Board Development

- 7.1 Annually evaluate the Board's effectiveness.
- 7.2 Annually develop a Board development plan aligned with District priorities.

#### 8. Fiscal Accountability

- 8.1 Approve budget assumptions and establish priorities at the outset of the budget process.
- 8.2 Approve the annual budget by bylaw and allocation of resources to achieve desired results.
- 8.3 Approve extraordinary budget adjustments when necessary.



- 8.4 Monitor the fiscal management of the District through receipt of a semi-annual variance analysis and year-end projections, and approve the amended budget by bylaw.
- 8.5 Approve the appointment of the Auditor and the Banker.
- 8.6 Approve the Audit Report and ensure the terms of engagement are met.
- 8.7 Approve annually the District's facilities planning document.
- 8.8 Within provincial parameters, provide direction regarding the mandate for local employee negotiations.
- 8.9 Make decisions regarding the ratification of Memoranda of Agreement with bargaining units.
- 8.10 Approve short-term borrowings.

### **Selected Responsibilities**

- 1. Approve by bylaw, the acquisition and disposal of District land and buildings.
- 2. Approve school catchment areas.
- 3. Approve student walk limits for transportation eligibility.
- 4. Approve the naming of educational facilities and land.
- 5. Provide for recognition of students, staff and community members, including Indigenous communities and First Nations on whose traditional territories our schools operate.
- 6. Approve local school calendars as requested, in accordance with legislation.
- 7. Approve Board authorized courses.
- 8. Approve contracts and agreements as required by legislation.
- 9. Review the student enrolment and staffing report.
- 10. Approve changes to student fee schedules in excess of the Vancouver C.P.I.
- 11. Approve all partnerships/agreements related to revenue enhancement.
- 12. Approve rental rates for District facilities.
- 13. Approve the issuing of debentures as and when required.
- 14. Approve a capital plan, as and when required.
- 15. Authorize referenda for taxing purposes, as and when required.

Legal Reference: Sections 65, 74, 74.1, 75, 75.1, 76.1, 76.3, 76.4, 77, 79.2, 82, 82.1, 84, 85, 86, 96, 112, 112.1, 113, 145, 147, 158 School Act

Revised: June 2022

## Policy 2 – Appendix A

---

### BOARD ANNUAL WORK PLAN

#### September

##### Regular Board Meeting Agenda Items

- Review Strategic Plan and Enhancing Student Learning reports
- Receive Auditor's Report and approve Audited Financial Statements
- Truth and Reconciliation Day
- World Teachers' Day
- Introduction of New Administrators

##### Events

- 

#### October

##### Regular Board Meeting Agenda Items

- Review Board Policies

##### Events

- BCSTA Provincial Council Meeting
- BCPSEA Symposium

#### November

##### Regular Board Meeting Agenda Items

- Elect Board Chair, Vice-Chair (Inaugural Meeting)
- Review committee/representative appointments

##### Events

- BCSSA Conference

#### December

##### Regular Board Meeting Agenda Items

- Approve IB Fees

##### Events

- BCSTA Trustee Academy

#### January

##### Regular Board Meeting Agenda Items

- Circulate Budget development process and budget calendar to stakeholders and rightsholders
- Approve District 3-Year Calendar (as applicable)

##### Events

- BCPSEA Annual General Meeting

## February

### Regular Board Meeting Agenda Items

- Approve amended Budget for current year
- Approve appointment of Auditor's
- Receive public input for upcoming year budget

### Events

- BCSTA Provincial Council Meeting

## March

### Regular Board Meeting Agenda Items

### Events

## April

### Regular Board Meeting Agenda Items

- Approve Audit Plan
- Receive delegates re: Budget decisions
- Approve Budget for upcoming year
- Approve Board Authorized Courses (as applicable)
- National Day of Mourning

### Events

- District Science Fair
- BCSTA Annual General Meeting

## May

### Regular Board Meeting Agenda Items

- Approve Crossing Guards
- Receive International Student Program Report

### Events

- 

## June

### Regular Board Meeting Agenda Items

- Canada Wide Science Fair/District Science Fair Report
- Approve Capital Plan
- Approve upcoming year's Board meeting schedule
- Heritage Fair Report
- Receive Indigenous Presentation and Youth Reporters for the Environment/DYSN Reports
- Review Board Annual Work Plan

## Events

- Long Service/Retirement Recognition Awards Ceremony
- Student Awards
- Valedictory and Awards Ceremonies
- Indigenous Recognition Ceremonies
- National Indigenous People's Day

### Ongoing

- Hear appeals, as needed
- Respond to media requests on governance matters
- Ratify Memoranda of Agreement with bargaining units
- Receive Educational and Operational Highlights reports
- Attend liaison school or PAC functions, upon request
- Approve disposition and acquisition of buildings and land
- Attend trustee development/orientation sessions
- Declare facilities surplus to school needs
- Attend internal/external committee meetings and report to the Board
- Meetings with elected officials

### Other Items

- Audit and Finance Committee (September/February/April)
- Superintendent's Growth Plan Update (October/February/May)
- CUPE Learning Improvement Fund (October)
- Superintendent's Annual Performance Review (June)
- Board Self-Evaluation (June)
- Review Motions for BCSTA AGM & Provincial Council and BCPSEA AGM
- Receive Ministry Funding Announcement (March)

Legal Reference: Sections 65, 74, 74.1, 75, 75.1, 76.1, 76.3, 76.4, 77, 79.2, 82, 82.1, 84, 85, 86, 96, 112, 112.1, 113, 145, 147, 158 School Act

Revised: June 2022

## Policy 2 – Appendix B

<b>DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE</b>		
<b><u>Role Expectation:</u></b> <b><u>Accountability for Student Learning</u></b>	<b><u>Evaluation Evidence</u></b>	<b><u>Quality Indicators</u></b>
<p>The Board shall:</p> <p>1.1 Provide overall direction for the District by establishing mission, vision, values and goals.</p> <p>1.2 Approve the District Strategic Plan.</p> <p>1.3 Annually set District goals and key results, aligned with District Strategic Plan.</p> <p>1.4 Annually approve an Achievement Contract.</p> <p>1.5 Monitor the achievement of outcomes, including achievement of outcomes for specific groups of learners who have experienced inequitable education outcomes.</p> <p>1.6 Annually evaluate the effectiveness of the District in achieving established goals and desired results.</p>	<ul style="list-style-type: none"> <li>• Foundational statements</li> <li>• District Strategic Plan</li> <li>• Annual goals and key results</li> <li>• Achievement Contract</li> <li>• Annual Report</li> <li>• Superintendent's evaluation</li> <li>• Relevant correspondence</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Compelling foundational statements for the District are established.</li> <li>• A forward focused District Strategic Plan is in place.</li> <li>• Annual goals and key results are identified.</li> <li>• A progressive annual Achievement Contract is approved.</li> <li>• District performance and achievement is monitored, evaluated and reported, including achievement of outcomes for specific groups of learners who have experienced inequitable education outcomes.</li> </ul>

## DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE

<b><u>Role Expectation:</u></b> <b><u>Accountability to Community</u></b>	<b><u>Evaluation Evidence</u></b>	<b><u>Quality Indicators</u></b>
<p>The Board shall:</p> <p>2.1 Make informed decisions that consider community values and represent the interests of the entire District.</p> <p>2.2 Establish processes and provide opportunity for focused community input, including input from communities whose children have experienced inequitable education outcomes, Indigenous communities, and/or First Nations on whose traditional territories the schools operate.</p> <p>2.3 Promote school programs, needs and desires to the community, including Indigenous communities and First Nations on whose traditional territories our schools operate.</p> <p>2.4 Report District outcomes to the community, including Indigenous communities and First Nations on whose traditional territories our schools operate, at least annually.</p> <p>2.5 Develop appeal</p>	<ul style="list-style-type: none"> <li>• Briefing notes and reports</li> <li>• Public meetings/focus groups/surveys</li> <li>• Annual Report</li> <li>• Audited Financial Statements</li> <li>• District publications</li> <li>• Appeals bylaw</li> <li>• Press releases</li> <li>• Media reports</li> <li>• Superintendent's evaluation</li> <li>• Relevant correspondence</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> <li>○ Community engagement including engagement with Indigenous communities and First Nations on whose traditional territories our schools operate</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Decisions are based on relevant data and are representative of the interests of the entire community, including Indigenous communities and First Nations on whose traditional territories our schools operate.</li> <li>• Mechanisms for community input are readily available.</li> <li>• Processes are established to communicate Board decisions to its constituents.</li> <li>• Promotional materials are developed.</li> <li>• Information is disseminated to appropriate public bodies.</li> <li>• Appeal hearing processes are transparent and cognizant of due process.</li> <li>• The Board and individual trustees model a culture of respect and integrity and operate in an open, transparent fashion.</li> </ul>

**DELTA SCHOOL DISTRICT BOARD SELF EVALUATION  
PERFORMANCE ASSESSMENT GUIDE**

procedures and hold  
hearings as required  
by statute and/or  
Board policy.  
2.6 Model a culture of  
respect and integrity.



<b>DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE</b>		
<b><u>Role Expectation</u></b> <b><u>Accountability to</u></b> <b><u>Provincial Government</u></b> <b><u>Legislation</u></b>	<b><u>Evaluation Evidence</u></b>	<b><u>Quality Indicators</u></b>
<p>The Board shall:</p> <p>3.1 Act in accordance with all statutory requirements to implement educational standards and policies.</p> <p>3.2 Perform Board functions required by governing legislation and existing Board policy.</p>	<ul style="list-style-type: none"> <li>• Achievement Contract</li> <li>• District Literacy Plan</li> <li>• Annual Report</li> <li>• Budget Report</li> <li>• Audited Financial Statements</li> <li>• Superintendent's evaluation</li> <li>• Policy review</li> <li>• District litigation status</li> <li>• Relevant correspondence</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Statutory obligations are fully met in a timely manner.</li> <li>• Legislated functions are performed in an exemplary fashion.</li> <li>• All resident students are provided an education program consistent with the School Act and the statutory regulations.</li> <li>• Non-resident students are provided an education program consistent with the School Act and the statutory regulations, at the sole discretion of the Board.</li> <li>• Board governance policies clearly specify required Board functions.</li> </ul>

## DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE

<b><u>Role Expectation</u></b>	<b><u>Evaluation Evidence</u></b>	<b><u>Quality Indicators</u></b>
<p style="text-align: center;"><b><u>Advocacy</u></b></p> <p>The Board shall:</p> <p>4.1 Act as an advocate for public education and the District.</p> <p>4.2 Plan for advocacy including focus, key messages, relationships and mechanisms.</p> <p>4.3 Promote regular meetings and maintain timely, frank and constructive communication with elected officials.</p> <p>4.4 Address external issues in a manner consistent with District values.</p> <p>4.5 Make decisions regarding British Columbia School Trustee Association and British Columbia Public Sector Employers Association issues.</p> <p>4.6 Advance District positions and priorities through relevant provincial organizations and associations.</p>	<ul style="list-style-type: none"> <li>• Board Work Plan</li> <li>• Advocacy issues identified</li> <li>• Meetings with MLAs, Ministers, municipal partners, neighbouring educational/public service authorities</li> <li>• Relevant correspondence</li> <li>• Media releases</li> <li>• Website development</li> <li>• Active participation in regional, provincial and national organizations</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• The Board participates in advocacy processes at the local, provincial and national levels.</li> <li>• Content and strategies for advocacy are developed.</li> <li>• The Board conveys key messages regularly to MLAs, municipal partners and the media.</li> <li>• The Board conveys key messages to its MPs when appropriate.</li> <li>• Positions are determined on BCSTA and BCPSEA issues.</li> </ul>

## DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE

<u><b>Role Expectation</b></u>	<u><b>Evaluation Evidence</b></u>	<u><b>Quality Indicators</b></u>
<p style="text-align: center;"><u><b>Policy</b></u></p> <p>The Board shall:</p> <p>5.1 Approve broad policies for the District and evaluate their attainment.</p> <p>5.2 Monitor administrative procedures to ensure the effective operation of the District.</p>	<ul style="list-style-type: none"> <li>• Policy development and review               <ul style="list-style-type: none"> <li>○ New policies</li> <li>○ Revised policies</li> </ul> </li> <li>• Board motions summary</li> <li>• Superintendent's evaluation</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Board governance policies clearly specify required Board functions and implementation standards.</li> <li>• Established policies facilitate smooth, effective provision of quality educational services for the District.</li> <li>• Policy impact is regularly monitored to determine if policy is producing the desired results.</li> <li>• The Superintendent's roles and responsibilities are clearly outlined in Board policy.</li> <li>• Feedback is provided to the Superintendent on the efficacy of administrative procedures.</li> </ul>

## DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE

<u><b>Role Expectation</b></u> <u><b>Board/Superintendent Relations</b></u>	<u><b>Evaluation Evidence</b></u>	<u><b>Quality Indicators</b></u>
<p>The Board shall:</p> <p>6.1 Select the Superintendent.</p> <p>6.2 Provide the Superintendent with clear corporate direction.</p> <p>6.3 Delegate, in writing, administrative authority and identify responsibility subject to provisions and restrictions in the School Act.</p> <p>6.4 Respect the authority of the Superintendent to carry out executive action and support the Superintendent's actions which are exercised within the delegated discretionary powers of the position.</p> <p>6.5 Annually review Superintendent's performance.</p>	<ul style="list-style-type: none"> <li>• Hiring process</li> <li>• Policy review</li> <li>• Board motions summary</li> <li>• Superintendent's evaluation</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> <li>○ Board/Superintendent relations</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• The Board has a transparent process in place for Superintendent selection.</li> <li>• Clear corporate direction is provided to the Superintendent.</li> <li>• The Superintendent has been delegated responsibility for all executive functions together with commensurate authority.</li> <li>• The Superintendent is supported in actions exercised within the delegated discretionary powers of the position.</li> <li>• The Chief Executive Officer role of the Superintendent is respected and conveyed to the staff and the community.</li> <li>• The Superintendent's performance is reviewed annually, fairly and thoroughly in relation to specific roles and responsibilities and Board direction.</li> </ul>

## DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE

<u><b>Role Expectation</b></u>	<u><b>Evaluation Evidence</b></u>	<u><b>Quality Indicators</b></u>
<p><b><u>Board Development</u></b></p> <p>The Board shall:</p> <p>7.1 Annually evaluate the Board effectiveness.</p> <p>7.2 Annually develop a Board development plan aligned with District priorities.</p>	<ul style="list-style-type: none"> <li>• Board Work Plan</li> <li>• Board strategic planning sessions</li> <li>• Board workshops</li> <li>• Conference/Activity Reports</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> <li>○ Interpersonal working relationships</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• A regular Board self-evaluation, which defines a positive path forward, is completed.</li> <li>• Interactions amongst trustees demonstrate respect, understanding and integrity.</li> <li>• A yearly plan for Board/ trustee development is developed.</li> <li>• Individual trustees participate in conferences and other activities to further Board and trustee effectiveness.</li> <li>• Planning sessions and workshops are scheduled to enhance Board effectiveness.</li> </ul>

<b>DELTA SCHOOL DISTRICT BOARD SELF EVALUATION PERFORMANCE ASSESSMENT GUIDE</b>		
<b><u>Role Expectation</u></b> <b><u>Fiscal Accountability</u></b>	<b><u>Evaluation Evidence</u></b>	<b><u>Quality Indicators</u></b>
<p>The Board shall:</p> <p>8.1 Approve budget assumptions and establish priorities at the outset of the budget process.</p> <p>8.2 Approve annual budget bylaw and allocation of resources to achieve desired results.</p> <p>8.3 Approve substantive budget adjustments when necessary.</p> <p>8.4 Approve transfers between budget functions and individual capital projects in excess of \$100,000.</p> <p>8.5 Monitor the fiscal management of the District through receipt of quarterly variance analyses and year-end projections.</p> <p>8.6 Approve the appointment of the Auditor and the Banker.</p> <p>8.7 Receive Audit Report and ensure the terms of engagement are met.</p> <p>8.8 Approve annually the District's facilities planning document.</p> <p>8.9 Provide direction regarding the mandate for local employee negotiations.</p> <p>8.10 Make decisions regarding the ratification of Memoranda of Agreement with bargaining units.</p> <p>8.11 Approve short-term borrowings and transfer of funds to/from reserves.</p>	<ul style="list-style-type: none"> <li>• Quarterly Financial Reports</li> <li>• Audit Report</li> <li>• Audited Financial Statements</li> <li>• Annual Report</li> <li>• Negotiations mandates</li> <li>• Collective agreements</li> <li>• Board Work Plan</li> <li>• Relevant correspondence</li> <li>• Superintendent's evaluation</li> <li>• Board self-evaluation questionnaire results               <ul style="list-style-type: none"> <li>○ Board role</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Budget assumptions are clearly understood by the Board.</li> <li>• Needs are determined and prioritized.</li> <li>• The approved budget clearly reflects the Board's priorities.</li> <li>• The basis for resource allocations within the District is established by the Board.</li> <li>• Resources are used efficiently and effectively.</li> <li>• Transactions in excess of \$100,000 are approved as required.</li> <li>• Quarterly variance analyses and year-end projections are received.</li> <li>• An auditor and a banker are appointed.</li> <li>• Quality indicators for financial operations are established by the Board and confirmed by internal and/or external audits.</li> <li>• Capital and facility plans allow for suitable student and program accommodation.</li> <li>• Negotiation processes and mandates are clearly established.</li> <li>• Successful completion and execution of collective agreement occurs.</li> <li>• Funds are managed for maximum benefit.</li> </ul>

## Policy 2 – Appendix C

### DELTA SCHOOL DISTRICT

#### BOARD OF EDUCATION SELF-EVALUATION (PLEASE SUBMIT TO THE SECRETARY-TREASURER)

Circle the response that best reflects your opinion. Send the completed form to the Secretary Treasurer. Results will be compiled and averaged for the whole Board. Individuals will not be identified.

Rating scale:     1-Strongly Disagree    2-Disagree    3-Unsure  
                             4-Agree        5-Strongly Agree.

**How well has the Board of Education performed this year?**

<b>Knowledge of Goals and Roles</b>					
Trustees are very clear on The Bold Vision and the role of the Vision in strategic planning, budget process and policy.	1	2	3	4	5
The role of trustees on the Board of Education is clear.	1	2	3	4	5
The initial orientation and continuing board development enable trustees to perform and improve in their role.	1	2	3	4	5
The Board follows its mandate as established by the School Act and Regulations and to set the strategic direction for the school district.	1	2	3	4	5
Trustees respect the authority vested in the role of the Superintendent of Schools and senior staff to manage and operationalize policies and directions, which have been established and evaluated by the Board.	1	2	3	4	5
The Board has developed criteria and a process for annually evaluating the Superintendent of Schools.	1	2	3	4	5
<b>Meetings</b>					
Agendas are well-organized and include the items that should appear on a regular basis.	1	2	3	4	5
Trustees have opportunity to provide input for agendas.	1	2	3	4	5

Board meetings focus on the School District's strategic plan, annual goals and objectives, and strategic issues as they arise.	1	2	3	4	5
Trustees receive adequate materials in enough time to allow them to prepare for meetings.	1	2	3	4	5
Trustees come prepared for the Board meetings.	1	2	3	4	5
Board meetings are interesting, engaging and productive.	1	2	3	4	5
Meetings are conducted in a fashion that allows all Board members to participate.	1	2	3	4	5
Trustees listen respectfully to the contribution of each trustee.	1	2	3	4	5
Trustees encourage collaboration by welcoming and considering different points of view.	1	2	3	4	5
Trustees communicate effectively with other members of the Board and include everyone in discussion and debate.	1	2	3	4	5
Trustees present their views and perspectives in a clear, succinct and thoughtful manner.	1	2	3	4	5
The process for making decisions is effective.	1	2	3	4	5
Meetings are engaging and accessible to members of the community.	1	2	3	4	5
<b>Communications and Participation</b>					
Trustees support the decisions we make as a Board.	1	2	3	4	5
The Board communicates clearly and regularly with: <ul style="list-style-type: none"> <li>▪ appropriate staff</li> <li>▪ the provincial government</li> <li>▪ the municipal government</li> <li>▪ other school districts</li> <li>▪ the community</li> </ul>					
	1	2	3	4	5
	1	2	3	4	5
	1	2	3	4	5
	1	2	3	4	5
	1	2	3	4	5



I participate fully in Board activities, including <ul style="list-style-type: none"> <li>regular attendance at Board meetings</li> <li>regular attendance at Committee meetings</li> <li>regular visits to liaison schools</li> <li>participation in community events</li> </ul>					
	1	2	3	4	5
	1	2	3	4	5
	1	2	3	4	5
The Board has a strong profile in the community.	1	2	3	4	5
The community feels that the Board of Education values their input.	1	2	3	4	5
<b>Governance</b>					
The Board and District committee system is effective.	1	2	3	4	5
The Board committee system is effective.	1	2	3	4	5
The Board Chair provides effective leadership.	1	2	3	4	5
The Board has a “succession plan” for its (i.e., Board) leadership.	1	2	3	4	5

**My overall rating of the Board’s performance (please circle one):**

1- Needs improvement	2 – Satisfactory	3 – Good	4 – Very Good	5 - Excellent
----------------------	------------------	----------	---------------	---------------

**Recommendations for Moving Forward:**


## Policy 3

---

### ROLE OF THE TRUSTEE

Trustees are elected in accordance with the Local Government Act.

The role of the trustee is to contribute to the Board as it carries out its mandate in order to achieve its vision and goals related to student success and the development of an improved learning environment. The oath of office taken by each trustee when he or she assumes office binds that person to work diligently and faithfully in the cause of public education.

The School Act gives no individual authority to trustees. As members of the corporate Board, trustees are accountable to the public for the collective decisions of the Board, and for the delivery and quality of educational services. A trustee must serve the community, including Indigenous communities and First Nations on whose traditional territories our schools operate, as an elected representative, but the trustee's primary task is to act as a member of a corporate Board.

The decisions of the Board in a properly constituted meeting are those of the corporation. A trustee who is given corporate authority to act on behalf of the Board may carry out duties individually but only as an agent of the Board. In such cases, the actions of the trustee are those of the Board, which is then responsible for them. A trustee acting individually has only the authority and status of any other citizen of the District.

Trustees bring a range of skills, experience, knowledge, values, beliefs and opinions to their role. Their background does not necessarily include teaching, administration, or any other aspect of education. Their diversity ensures that Board processes are truly democratic and contributes to good decision-making. This diversity also helps trustees provide a balance between the interests of a broader community and the interests of those involved in the delivery of education.

#### **Specific Responsibilities of Individual Trustees**

The trustee shall:

1. Become familiar with District policies and procedures, meeting agendas and reports in order to participate in Board business.
2. Refer governance queries, issues and problems not covered by Board policy to the Board for corporate discussion and decision.
3. The trustee, upon receiving a complaint or an inquiry from a parent, staff member or community member about operations, will refer the parent, staff member or community member back to the teacher, Principal, or District Office personnel and will inform the Superintendent or designate of this action.

4. Keep the Board and the Superintendent informed in a timely manner of all matters coming to his/her attention that might affect the District.
5. Provide the Superintendent with counsel and advice, giving the benefit of the trustee's judgment, experience and familiarity with the community.
6. Attend meetings of the Board; participate in, and contribute to, the decisions of the Board in order to provide the best solutions possible for the education of children within the District.
7. Attend committee meetings or meetings as a Board representative, as assigned, and report to the Board in a timely manner.
8. Support the decisions of the Board and monitor progress to ensure decisions are implemented.
9. When delegated responsibility, exercise such authority within the defined limits in a responsible and effective way.
10. Participate in Board/trustee development sessions so that the quality of leadership and service in the District can be enhanced.
11. Share the materials and ideas gained from a trustee development activity with fellow trustees at the next available opportunity.
12. Stay current with respect to provincial, national and international educational issues and trends.
13. Strive to develop a positive and respectful learning and working culture both within the Board and the District.
14. Act as a liaison to assigned schools for the following purposes:
  - 14.1 To provide increased opportunity for trustees to become more knowledgeable about the District's schools;
  - 14.2 To act on behalf of the Board when a Board representative is desired at school functions;
  - 14.3 To provide opportunity for increased communication between trustees and residents of the community, including Indigenous communities and First Nations on whose traditional territories our schools operate.
15. Attend District or school functions when invited and when possible.
16. Continue to carry out duties with integrity and responsibility during an election period.
17. Become familiar with, and adhere to, the Trustee Code of Conduct.
18. Report any violation of the Trustee Code of Conduct to the Board during a closed session.

## Orientation

As a result of elections, the Board may experience changes in membership. To ensure continuity and facilitate smooth transition from one Board to the next following an election, trustees must be adequately briefed concerning existing Board policy and practice, statutory requirements, initiatives and long-range plans.

The Board believes an orientation program is necessary for effective trusteeship.

1. The District will offer an orientation program for all newly elected trustees that provides information on:
  - 1.1 Role of the trustee and the Board;
  - 1.2 Organizational structures and procedures of the District;
  - 1.3 Board policy, agendas and minutes;
  - 1.4 Professional learning in the areas of equity, unconscious bias and racism;
  - 1.5 Existing District initiatives, annual reports, budgets, financial statements and long-range plans;
  - 1.6 District programs and services;
  - 1.7 Board's function as an appeal body;
  - 1.8 Statutory and regulatory requirements, including responsibilities with regard to conflict of interest; and
  - 1.9 Trustee remuneration and expenses.
2. The District will provide financial support for trustees to attend British Columbia School Trustees Association sponsored orientation seminars.
3. The Board Chair and Superintendent are responsible for ensuring the developing and implementing of the District's orientation program for trustees. The Superintendent shall provide each trustee with the Board Policy Handbook and Administrative Procedures Manual at the organizational meeting following a general election or at the first regular meeting of the Board following a by-election.
4. Incumbent trustees are encouraged to help newly elected trustees become informed about history, functions, policies and procedures.

Legal Reference: Sections 49, 50, 52, 65, 85 School Act  
Local Government Act

Revised June 2022

## Policy 3 – Appendix

---

### **SERVICES, MATERIALS AND EQUIPMENT PROVIDED TO TRUSTEES**

Trustees shall be provided with the following services and materials while in office:

#### 1. Reference

Access to:

- The School Act, the Regulations and related documents
- Board Policy Handbook and Administrative Procedures Manual
- Current District documents
  - Budget
  - Strategic Plan
  - Capital Plan
  - Collective Agreements
  - Audited Financial Statements
- School year and meeting calendars
- District directory
- British Columbia School Trustees Association (BCSTA) and Canadian School Board Association (CSBA) membership services

#### 2. Communications/Public Relations

- News clipping service
- Copy of newsletters
- Notification of significant media events, reminders of special meetings
- Name tags, business cards and lapel pins
- Key messages as required
- Individual and Board photographs

#### 3. Administrative Support

- Electronic communication support
  - The District will establish one (1) generic trustee email account for all trustees.
  - The Superintendent or designate will monitor this account daily, acknowledge receipt of messages and inform the sender that a response will be forwarded within ten (10) working days.
  - The Superintendent or designate will forward correspondence to the appropriate person to draft a response, as required.
  - Sensitive or confidential material will be sent to trustee's personal email accounts but will be password protected.
- Personal email account and technology support
- Conference registration, travel and accommodation arrangements

#### 4. Equipment

- A laptop with appropriate software and internet access

Note: The equipment shall be returned to the Board upon completion of the term in office

Legal Reference: Sections 49, 50, 52, 65, 85 School Act  
Local Government Act

## Policy 4

---

### TRUSTEE CODE OF CONDUCT

Through the School Act, the Minister of Education has vested in the Board the power and authority to govern the District in a fiscally responsible and cost-effective manner.

The primary function of the Board is to establish the policies by which the District is administered. The day-to-day administration of the education program and conduct of the school operation is the responsibility of the Superintendent and District staff.

#### Specifically

Trustees will:

1. Abide by the policies of the Board, all applicable legislation and regulations, in particular the School Act, and the Oath of Office.
2. Strive to instill the community's trust in the public education system by carrying out their duties in an open and collaborative manner.
3. Base decisions upon all available facts and vote their honest and unbiased conviction in every case.
4. Recognize their duty to represent and advocate for the best interests of learners in the Delta community, including Indigenous communities and First Nations on whose traditional territories our schools operate.
5. Do everything possible to maintain the integrity, confidence and dignity of the office of trustee and will not use their position for personal advantage or the advantage of friends and/or family.
6. Be aware that the public has a greater interest in the opinion of an elected official and use discretion at all times to minimize the impression that the individual trustees' statements reflect the corporate opinion of the Board.
7. Respect and abide by the majority decisions made by the Board.
8. Recognize that as individuals, trustees have no authority outside the meetings of the Board unless specifically delegated by the Board.
9. Declare any conflict of interest and will not participate in, vote on, or exert influence on, the decision in which the trustee has a conflict of interest. A trustee may request guidance from other trustees or the Board on this matter.
10. Respect confidentiality and not divulge the contents of closed (in-camera) meetings, recognizing that a disclosure could seriously harm the Board's ability to conduct its business.

11. In any interaction with public, media or other entities, recognize the inability of any member of the Board, except for the Board Chair or designate, to speak for the Board, and the general limitation to not attempt to exercise individual authority over the organization. Trustees may speak about what the Board has decided in a public meeting, and individuals may state the reason for their vote.

Legal Reference: Sections 49, 50, 55, 56, 57, 58, 59, 62, 65, 85, 94, 95 School Act

Revised: June 2022



## Policy 4 – Appendix

---

### TRUSTEE CODE OF CONDUCT SANCTIONS

1. Trustees shall conduct themselves in an ethical and prudent manner in compliance with the Trustee Code of Conduct, Policy 4. The failure by trustees to conduct themselves in compliance with this policy may result in the Board instituting sanctions.
2. A trustee who believes that a fellow trustee has violated the Code of Conduct may seek resolution of the matter through appropriate conciliatory measures prior to commencing an official complaint under the Code of Conduct.
3. A trustee who wishes to commence an official complaint, under the Code of Conduct shall file a letter of complaint with the Board Chair within thirty (30) days of the alleged event occurring and indicate the nature of the complaint and the section or sections of the Code of Conduct that are alleged to have been violated by the trustee. The trustee who is alleged to have violated the Code of Conduct and all other trustees shall be forwarded a copy of the letter of complaint by the Board Chair, or where otherwise applicable in what follows, by the Vice-Chair, within five (5) days of receipt by the Board Chair of the letter of complaint. If the complaint is with respect to the conduct of the Board Chair, the letter of complaint shall be filed with the Vice-Chair.
4. When a trustee files a letter of complaint, and a copy of that letter of complaint is forwarded to all trustees; the filing, notification, content and nature of the complaint shall be deemed to be strictly confidential, the public disclosure of which shall be deemed to be a violation of the Code of Conduct. Public disclosure of the complaint and any resulting decision taken by the Board may be disclosed by the Board Chair only at the direction of the Board, following the disposition of the complaint by the Board at a Code of Conduct hearing.
5. To ensure that the complaint has merit to be considered and reviewed, at least one (1) other trustee must provide to the Board Chair within three (3) days of the notice in writing of the complaint being forwarded to all trustees, a letter indicating support for having the complaint heard at a Code of Conduct hearing. Any trustee who forwards such a letter of support shall not be disqualified from attending at and deliberating upon, the complaint at a Code of Conduct hearing convened to hear the matter, solely for having issued such a letter.
6. Where no letter supporting a hearing is received by the Board Chair in the three (3) day period referred to in section 5 above, the complaint shall not be heard. The Board Chair shall notify all other trustees in writing that no further action of the Board shall occur.

7. Where a letter supporting a hearing is received by the Board Chair in the three (3) day period referred to in section 5 above, the Board Chair shall convene, as soon as is reasonable, a closed (in-camera) meeting of the Board to allow the complaining trustee to present his/her views of the alleged violation of the Code of Conduct.
8. At the closed (in-camera) meeting of the Board, the Board Chair shall indicate, at the commencement of the meeting, the nature of the business to be transacted.

Without limiting what appears below, the Board Chair shall ensure fairness in dealing with the complaint by adhering to the following procedures:

- 8.1 The Code of Conduct complaint shall be heard at a Code of Conduct hearing, at a closed (in-camera) Board meeting convened for that purpose. All preliminary matters, including whether one (1) or more trustees may have a conflict of interest in hearing the presentations regarding the complaint, shall be dealt with prior to the presentation of the complaint on behalf of the complaining trustee.
- 8.2 The sequence of the Code of Conduct hearing shall be:
  - 8.2.1 The complaining trustee shall provide a presentation which may be written or oral or both;
  - 8.2.2 The respondent trustee shall provide a presentation which may be written or oral or both;
  - 8.2.3 The complaining trustee shall then be given an opportunity to reply to the respondent trustee's presentation;
  - 8.2.4 The respondent trustee shall then be provided a further opportunity to respond to the complaining trustee's presentation and subsequent remarks;
  - 8.2.5 The remaining trustees of the Board shall be given the opportunity to ask questions of both parties;
  - 8.2.6 The complaining trustee shall be given the opportunity to make final comments; and
  - 8.2.7 The respondent trustee shall be given the opportunity to make final comments.
- 8.3 Following the presentation of the respective positions of the parties, the parties and all persons other than the remaining trustees who do not have a conflict of interest shall be required to leave the room, and the remaining trustees shall deliberate in private, without assistance from administration. The Board may, however, in its discretion, call upon legal advisors to assist them on points of law or the drafting of a possible resolution(s).
- 8.4 If the remaining trustees in deliberation require further information or clarification, the parties shall be reconvened and the requests made in the presence of both parties. If the information is not readily available, the presiding Chair may request a recess or, if necessary, an adjournment of the Code of Conduct hearing to a later date.

- 8.5 In the case of an adjournment, no discussion by trustees whatsoever of the matters heard at the Code of Conduct hearing may take place until the meeting is reconvened.
  - 8.6 The remaining trustees in deliberation may draft a resolution(s) indicating what action, if any, may be taken regarding the respondent trustee.
  - 8.7 The presiding Chair shall reconvene the parties to the Code of Conduct hearing.
  - 8.8 All documentation that is related to the Code of Conduct hearing shall be returned to the Superintendent or designate immediately upon conclusion of the Code of Conduct hearing and shall be retained in accordance with legal requirements.
  - 8.9 The presiding Chair shall call for a resolution(s) to be placed before the Board.
  - 8.10 The presiding Chair shall declare the closed (in-camera) Board meeting adjourned.
9. A violation of the Code of Conduct may result in the Board instituting, without limiting what follows, any or all of the following sanctions:
- 9.1 Having the Board Chair write a letter of censure marked "personal and confidential" to the offending trustee, on the approval of a majority of those trustees present and allowed to vote at the closed (in-camera) meeting of the Board
  - 9.2 Having a motion of censure passed by a majority of those trustees present and allowed to vote at the closed (in-camera) meeting of the Board;
  - 9.3 Having a motion to remove the offending trustee from one (1), some or all Board committees or other appointments of the Board passed by a majority of those trustees present and allowed to vote at the closed (in-camera) meeting of the Board.
10. The Board may, in its discretion, make public its findings where the Board has not upheld the complaint alleging a violation of the Board's Code of Conduct or where there has been a withdrawal of the complaint or under any other circumstances that the Board deems reasonable and appropriate to indicate publicly its disposition of the complaint.

## Policy 5

---

### ROLE OF THE BOARD CHAIR

The Board believes that its ability to discharge its obligation is enhanced when leadership and guidance is forthcoming from its membership.

At its Inaugural Meeting, held in November each year, the Board shall elect one (1) of its members to serve as Board Chair, to hold office at the pleasure of the Board. In accordance with the School Act, a majority of the Board may elect a new Chair at any time. In the event of the office becoming vacant during the year, a new Board Chair shall be elected in a manner similar to that followed in the election of the Board Chair at the Inaugural Meeting.

The Board delegates to the Chair the following powers and duties:

1. Preside over all Board meetings and ensure that such meetings are conducted in accordance with the School Act and the policies and procedures as established by the Board, and where those are silent, Robert's Rules of Order.
2. Prior to each Board meeting, be available for input from trustees and confer with the Superintendent on the items to be included on the agenda, the order of these items and become thoroughly familiar with them.
3. Perform the following duties during Board meetings:
  - 3.1 Maintain the order and proper conduct and decorum of the meeting so that motions may be formally debated.
  - 3.2 Ensure that all issues before the Board are well-stated and clearly expressed.
  - 3.3 Display firmness, courtesy, tact, impartiality and willingness to give everyone an opportunity to speak on the subject under consideration in order that collective opinion can be developed and a corporate decision reached.
  - 3.4 Ensure that debate is relevant. The Chair, in keeping with his/her responsibility to ensure that debate must be relevant to the question, shall, when s/he is of the opinion that the discussion is not relevant to the question, remind members that they must speak to the question.
  - 3.5 Decide questions of order and procedure, subject to an appeal to the rest of the Board.
  - 3.6 Submit motions or other proposals to the final decision of the meeting by a formal show of hands.
  - 3.7 Extend hospitality to trustees, officials of the Board, the media and members of the public.
4. Keep informed of significant developments within the District.

5. Keep the Board and Superintendent informed in a timely manner of all matters coming to his/her attention that might affect the education opportunities of the District.
6. Be in regular contact with the Superintendent to maintain a working knowledge of current issues and events.
7. Convey directly to the Superintendent such concerns as are related to him/her by trustees, parents, students or employees which may affect the administration of the District.
8. Bring to the Board all matters requiring a corporate decision of the Board.
9. Act as the chief spokesperson for the Board, except for those instances where the Board has delegated this role to another individual or group.
10. Act as ex-officio member of all committees appointed by the Board.
11. Act as a signing officer for the District.
12. Represent the Board, or arrange alternative representation, at official meetings or other public functions.
13. Address inappropriate behaviour on the part of a trustee.
14. Ensure the Board engages in regular assessments of its effectiveness as a Board.

Legal Reference: Sections 65, 67, 69, 70, 85 School Act

Revised: June 2018

## Policy 6

---

### ROLE OF THE VICE-CHAIR

The Vice-Chair shall be elected at the Inaugural Meeting of the Board in November each year and shall take office immediately. The Vice-Chair shall hold office at the pleasure of the majority of the Board.

#### **Specific Responsibilities**

1. The Vice-Chair shall act on behalf of the Board Chair, in the latter's inability to act or absence and shall have all the duties and responsibilities of the Board Chair. The Board Chair may, on an as needed basis, delegate the presiding officer task to the Vice-Chair.
2. The Vice-Chair shall assist the Board Chair in ensuring that the Board operates in accordance with its own policies and procedures and in providing leadership and guidance to the Board.
3. The Vice-Chair may be assigned other duties and responsibilities by the Board Chair.

Legal Reference: Sections 65, 67, 85 School Act

Revised: June 2018

## Policy 7

---

### BOARD OPERATIONS

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 as a corporate body shall be done, may be designated as Inaugural, regular, special, or closed (in-camera). 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.

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

All meetings held and processes undertaken are to be consistent with criteria of orderliness, appropriate opportunity for due consideration of issues, meeting legal and contractual requirements, reasonable informality of operation, and providing public accountability.

#### Specifically

##### 1. Definitions

- 1.1 In this policy, unless the context requires otherwise:
  - 1.1.1 Act means the School Act of British Columbia.
  - 1.1.2 Board means the Board of Education of School District 37.
  - 1.1.3 Chair means the individual elected by the Board to serve as its Chair.
  - 1.1.4 Election period means from the day trustee candidate nominations are concluded until the election date.
  - 1.1.5 Majority vote means more than half of the votes cast are in the affirmative.
  - 1.1.6 Presiding Officer means the person presiding over a meeting.
  - 1.1.7 Secretary-Treasurer means the Secretary-Treasurer of the District.
  - 1.1.8 Superintendent means the Superintendent of the District.
  - 1.1.9 Trustee means a person elected to serve as trustee for the current term of office.
  - 1.1.10 Two-thirds vote means at least two-thirds (2/3) of the votes cast are in the affirmative.
  - 1.1.11 Unanimous Consent means there is no objection at a meeting to a non-contentious decision such as a change to the agenda or a non-controversial amendment.

- 1.2 The definitions and provisions in the Act apply to this policy and supersede any provisions in this policy that may conflict with it. Provisions in this policy that are identical to those in the Act may not be altered or suspended. If an amendment to the Act creates a conflict with a provision in this policy, such an amendment shall come into effect immediately, and this policy shall be deemed to have been altered accordingly.

## 2. General Provisions

- 2.1 All decisions and acts of the Board require a majority vote of the trustees at a duly convened Board meeting with a quorum present, except in cases where the Act or this policy may require more than a majority vote.
- 2.2 In all unprovided cases, the meetings of the Board and its Committees are governed by the current edition of Robert's Rules of Order Newly Revised, to the extent that it is relevant and applicable to the proceedings of the Board, and then only in cases where it is not inconsistent with the Act or this policy. The rules of order are to be used in a manner that facilitates progress and protects fundamental rights. In cases where the applicability of Robert's Rules of Order is disputed, the Board shall determine the applicability.
- 2.3 A quorum for the meetings of the Board and its Committees is a majority of the voting members, with the Presiding Officer (if a voting member) being counted in calculating the quorum and in determining whether a quorum is present. If a quorum is not present at the scheduled starting time of a meeting, the trustees present wait for up to thirty (30) minutes, and – if at that time a quorum is still not present – the meeting is adjourned.
- 2.4 The Board shall allow trustees to participate in or attend a meeting of the Board by telephone or other means of communication if all trustees and other persons participating in or attending the meeting are able to clearly communicate with each other. This option shall not be unreasonably denied. If a trustee participates in or attends a meeting of the Board by telephone or other means of communication, the trustee is to be counted for the purposes of establishing a quorum.
- 2.5 Board discussions, once trustee candidate nominations are concluded, are to be confined to necessary Board business, thus avoiding campaign discussion or unnecessary focus on controversial issues which may become part of the campaign.

## 3. Board Meeting Schedule

- 3.1 The Board schedule includes Inaugural Meetings, regular meetings, special meetings, and closed (in-camera) meetings. No Board meeting may be held on a statutory holiday, unless the Board waives this restriction by a two-thirds (2/3) vote.



- 3.2 The Board holds an Inaugural Meeting annually on the first Tuesday in November, for the purpose of electing the Chair and Vice-Chair and making additional appointments, as needed. The Presiding Officer for an Inaugural Meeting is the Superintendent or designate, who shall continue to preside until the Chair for the coming year has been elected. The election of the Chair and Vice-Chair is by plurality vote. Tie votes are resolved by additional ballots. If, after three (3) ballots, a tie persists, the new Chair or Vice-Chair is elected by drawing lots.
- 3.3 Regular Board meetings are held at least once a month on the second Tuesday of every month, or such other day as the Board decides. Regular meetings are not held in July and August, except at the call of the Chair for emergency business only.
- 3.4 A special Board meeting is called for the purpose of dealing with urgent business that cannot wait until the next regular meeting. Such a meeting may be called by the Board Chair, and must be called if three (3) or more trustees request such a meeting in writing.
- 3.5 A closed (in-camera) Board meeting is called for the purpose of dealing with issues that – in the Board’s opinion – the public interest requires be held in private. Issues that can justifiably be dealt with in a closed (in-camera) meeting include:
  - 3.5.1 Salary claims and adjustments and the consideration of requests of employees and Board officers with respect to collective bargaining procedures;
  - 3.5.2 Accident claims and other matters where Board liability may arise;
  - 3.5.3 Legal opinions respecting the liability or interest of the Board;
  - 3.5.4 The conduct, efficiency, discipline, suspension, termination or retirement of employees;
  - 3.5.5 Medical matters or examinations and medical reports;
  - 3.5.6 Matters pertaining to individual students including the conduct, discipline, suspension or expulsion of students, truancy and indigent students;
  - 3.5.7 Staff changes including appointments, transfers, resignations, promotions and demotions;
  - 3.5.8 Purchase of real property including the designation of new sites, consideration of appraisal reports, consideration of accounts claimed by owners, determination of Board offers and expropriation procedures;
  - 3.5.9 Lease, sale or exchange of real property prior to finalization thereof;
  - 3.5.10 Matters pertaining to the safety, security or protection of Board property;
  - 3.5.11 Such other matters where the Board has decided that the public interest so requires, or which in the opinion of the Board are of a confidential or sensitive nature.

- 3.6 No trustee or staff member shall disclose to the public the proceedings of a closed (in-camera) meeting unless a resolution has been passed at the closed (in-camera) meeting allowing disclosure of a particular motion or action. All motions to publicly release items dealt with in a closed (in-camera) meeting shall be made and dealt with during that closed (in-camera) meeting.
- 3.7 Notices of Board meetings must be given to the public at least one (1) week in advance of such meetings. The agendas for such meetings must be announced to the public at least twenty-four (24) hours in advance of a Board meeting.

#### 4. Agendas and Notices

- 4.1 Agendas for Board meetings are prepared by the Agenda Review Committee and may include preliminary time limits on presentations and agenda items. Meeting agendas are to be reviewed by the Agenda Review Committee, consisting of the Board Chair, the Superintendent and the Secretary-Treasurer or designate(s). The Committee will conclude its task no later than noon (12:00 p.m.) of the Thursday prior to the Board meeting.
- 4.2 Trustees may give a notice of motion or notice of an agenda item to be added to a subsequent meeting agenda by:
  - 4.2.1 Giving written notice at a regular meeting of their intention to introduce a motion or agenda item at a subsequent Board meeting; or
  - 4.2.2 Submitting such motion or agenda item in writing to the Secretary-Treasurer no later than 10:00 a.m., seven (7) calendar days before the meeting during which it is to be considered.
- 4.3 Additions to the agenda presented after the deadline in section 4.2 are generally permitted only if they do not lead to decision making. If such late addition is for decision making, it requires the unanimous agreement of the trustees present to proceed to decision making, or else such decisions are postponed until the next Board meeting.
- 4.4 The standard order of business for a regular meeting, which may be modified by the Board by a majority vote or by unanimous consent, is as follows:
  - 4.4.1 Call to Order
  - 4.4.2 Consideration and Adoption of Agenda
  - 4.4.3 Good News
  - 4.4.4 Receiving School/Student Presentations
  - 4.4.5 Receiving Delegations, Briefs and Presentations
  - 4.4.6 Approval of Minutes
  - 4.4.7 Receipt of Records of Closed Meetings
  - 4.4.8 Unfinished Business and Routine Action
  - 4.4.9 Chair's / Committee Reports
  - 4.4.10 Proposals and Reports

- 4.4.11 Items for Information/Correspondence
  - 4.4.11.1 Public
  - 4.4.11.2 Politicians
- 4.4.12 Question Period
- 4.4.13 Date, Time and Place of Next Meeting
- 4.4.14 Adjournment
- 4.5 The hours of regular meetings are as set below, subject to a motion to extend the time, requiring a two-thirds (2/3) vote or unanimous consent:
  - 4.5.1 7:30 p.m. to 9:30 p.m. – regular meeting open to staff, media, and the public and followed by a general question and answer period.
- 4.6 The agenda for a special meeting includes only those items which are included in the notice of such meeting, and no additional items may be considered, except by unanimous consent of the trustees present.
- 4.7 The agenda will be distributed on Friday afternoon to trustees only. The agenda will be distributed to all other recipients no later than the Monday preceding the meeting.
  - 4.7.1 Supporting materials will accompany the agenda distribution to trustees whenever possible but in no case are they to be distributed later than the Monday preceding the meeting.
  - 4.7.2 Trustees may postpone the agenda item to a subsequent meeting if supporting materials receipt has been delayed.

## 5. Presiding Officer

- 5.1 As indicated in section 3.2, at its Inaugural Meeting, the Board elects one (1) of the trustees to serve as Board Chair and another trustee to serve as Vice-Chair for the coming year.
- 5.2 The Chair, if present, is the Presiding Officer at all Board meetings, except that the Chair may, on an as needed basis, delegate the presiding task to the Vice-Chair.
- 5.3 If the Chair is not present, the Vice-Chair acts as Chair and Presiding Officer at the respective meeting.
- 5.4 If both the Chair and the Vice-Chair are not present, the Board may select one (1) of its members to act as Presiding Officer in the interim.
- 5.5 The Presiding Officer is entitled to vote and participate in debate, under the same rules that apply to the other trustees.
- 5.6 During a meeting, the Presiding Officer's role is to maintain order and decorum, recognize trustees or others to speak, enforce the rules of order, and make rulings on points of order, subject to appeals by trustees.

## 6. Rules of Order

### Rules for Participation in Meetings

- 6.1 A trustee who wishes to speak or make a motion at a meeting shall wait to be recognized by the Presiding Officer. Recognition shall generally be on a first-come-first-served basis, and the Presiding Officer shall keep a speaker's list.
- 6.2 A trustee who is speaking shall address the Chair as "Chair \_\_\_\_\_", and shall address other trustees as "Trustee \_\_\_\_\_".
- 6.3 A trustee shall not interrupt another person who was duly recognized to speak, except to raise a point of order or a question of privilege.
- 6.4 A trustee who makes a motion is entitled to speak on it for the first time in preference to other members, but does not have the right of speaking last.
- 6.5 Each trustee is entitled to speak up to two (2) times on each debatable motion or issue, each time no longer than four (4) minutes, except when granted permission by the Board to exceed these limits.
- 6.6 A trustee who wishes to speak for the second time on the same motion or issue must wait until those trustees who wish to speak on it for the first time have spoken.
- 6.7 The Presiding Officer may alternate between proponents and opponents of a proposal, regardless of the first-come-first-served rule stated in 6.1.
- 6.8 Debate on a motion may be closed informally, by unanimous consent, or – in the absence of unanimous consent – by voting on a motion to close debate.

### Rules of Decorum

- 6.9 Trustees must keep their comments germane to the issues at hand.
- 6.10 Trustees must remain civil and courteous, avoid offensive language or personal attacks, and abide by the Presiding Officer's instructions.
- 6.11 Remarks or questions to other trustees, staff members or a public delegation shall be directed through the Chair.
- 6.12 Board accepted Protocols which were created to enhance and enable effective governance are expected to be honoured by all trustees.

### Confidentiality

- 6.13 Trustees must uphold the confidentiality of the proceedings of closed (in-camera) meetings.

### Conflict of Interest

- 6.14 The trustee is directly responsible to the electorate of the District and to the Board.

Upon election to office, the trustee must accept a position of public trust and is expected to act in a manner which will enhance the trust accorded the trustee, and through the trustee, the trust accorded to the Board.

Elected officials must not have financial interests, liabilities or appointments which place them in a position of conflict of interest or opportunity for personal gain while representing the District.

The Board's ability to discharge its obligations is dependent upon the confidence the residents of the District place in the Board and in its trustee members.

Trustees are expected to maintain the highest ethical standards appropriate to their public office, and must promptly disclose any pecuniary interest relating to decisions pending before the Board.

- 6.14.1 The trustee is expected to be conversant with Sections 55 to 60 of the School Act.
- 6.14.2 The trustee is responsible for declaring him/herself to be in possible conflict of interest.
  - 6.14.2.1 The trustee shall make such declaration in an open meeting prior to Board or Committee discussion of the subject matter which may place the trustee in conflict of interest.
- 6.14.3 It shall be the responsibility of the trustee in conflict to absent him/herself from the meeting in accordance with the requirements of the School Act and ensure that his/her declaration and absence is properly recorded within the minutes. Further, the trustee may not in any way attempt to influence the decision on such issues.
- 6.14.4 The Financial Disclosure Act requires all trustees and selected employees to disclose personal financial information as required under the Act.
  - 6.14.4.1 In accordance with the Financial Disclosure Act all trustees shall file disclosure forms by January 15 each year.

#### Remedies for Non-Compliance with Sections 6.1 to 6.13

- 6.15 If a trustee does not abide by one (1) or more of the rules in Sections 6.1 to 6.13, the Presiding Officer shall indicate the violation and direct that the member abide by the respective rule.
- 6.16 If, after one (1) or more warnings, a trustee persists in breaching the rules, the Presiding Officer may order that the member leave for the remainder of the meeting or for a portion thereof.
- 6.17 From time to time, for the effective governance of the District, the Board will write and agree on Board Protocols and they shall be honoured.

## 7. Minutes

The 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 (Inaugural, regular or special);
  - 7.1.3 Name of presiding officer;
  - 7.1.4 Names of those trustees and administration in attendance;

- 7.1.5 Approval of preceding minutes;
- 7.1.6 A brief summary of the circumstances which gave rise to the matter being debated by the Board;
- 7.1.7 All resolutions, including the Board's disposition of the same, placed before the Board, are to be entered in full;
- 7.1.8 Points of order and appeals;
- 7.1.9 Appointments;
- 7.1.10 Summarized reports of Committees;
- 7.1.11 Trustee declaration pursuant to Section 56, 57 or 58 of the School Act.
- 7.2 The minutes shall:
  - 7.2.1 Be prepared as directed by the Superintendent;
  - 7.2.2 Be reviewed by the Secretary-Treasurer prior to submission to the Board;
  - 7.2.3 Be considered an unofficial record of proceedings until such time as adopted by a resolution of the Board; and
  - 7.2.4 Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.
- 7.3 The Secretary-Treasurer 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.
- 7.4 The Secretary-Treasurer shall establish a codification system for resolutions determined by the Board which will:
  - 7.4.1 Provide for ready identification as to the meeting at which it was considered;
  - 7.4.2 Provide for cross-referencing with resolutions of similar nature adopted by the Board at previous meetings; and
  - 7.4.3 Establish and maintain a file of all Board minutes.
- 7.5 All Committees of the Board, unless otherwise directed, shall prepare and submit minutes or a report to the Board.
- 7.6 As part of its ongoing effort to keep staff and the public fully informed concerning its affairs and actions, the Board expects the Superintendent to institute and maintain effective and appropriate procedures for the prompt dissemination of information about decisions made at all Board meetings.
- 7.7 The approved minutes of a regular or special meeting shall be posted to the website as soon as possible following approval. The Superintendent or designate is responsible to distribute and post the approved minutes.
- 7.8 Upon adoption by the Board, the minutes shall be open to public scrutiny at the District Office at all reasonable times.

## 8. Voting

- 8.1 Voting shall be by a show of hands except for election of Chair and Vice-Chair, and only the results recorded unless a trustee requests recording of names. Where names are recorded, both positive and negative votes shall be recorded.
- 8.2 As indicated in section 5.5, the Presiding Officer is entitled to vote.
- 8.3 Trustees are expected to vote unless they explain the reason for abstaining.

## 9. Main Motions

- 9.1 During Board meetings, only main motions that were included or implied in the notice of a Board meeting are allowed to come before the Board, except when the Board, by a two-thirds (2/3) vote, allows otherwise, as per section 4.3.
- 9.2 A main motion has no standing and no debate on it commences until it has been seconded and has been stated by the Presiding Officer as pending before the Board.
- 9.3 Main motions must be concise, unambiguous and complete, and the Presiding Officer may require that a main motion be submitted in writing or that it be clarified before it is opened for debate or put to a vote.
- 9.4 The Presiding Officer must rule that a resolution is out of order if it violates the Act, bylaws, or Board policies. When ruling that a main motion is out of order, the Presiding Officer is expected to cite the provision that would be violated by the motion in question.
- 9.5 The Presiding Officer must read or clarify a resolution before a vote on it is taken or the Presiding Officer may direct that a designated staff member do the same.
- 9.6 At the request of a trustee, a main motion will be read by the Presiding Officer or a designated staff member.

## 10. Secondary Motions

- 10.1 While a main motion is pending before the Board, secondary motions may be introduced and voted on prior to the vote on the main motion.
- 10.2 This section outlines the rules for the most commonly used secondary motions. For a more complex application of procedures, Robert's Rules may be consulted or the Board may interpret the procedural rules at its discretion.

### Amendments

- 10.3 An amendment is a proposal that the wording of another motion be changed before the vote on it is taken. The following main rules apply to amendments:
  - 10.3.1 An amendment is generally required to be in one (1) of these three forms:
    - 10.3.1.1 To amend by inserting or adding text; or

- 10.3.1.2 To amend by striking out text; or
- 10.3.1.3 To amend by striking out text and inserting other text in its place.
- 10.3.2 An amendment requires a seconder, is debatable, and requires a majority vote to adopt.
- 10.3.3 An amendment must be germane (or closely related) to the motion that it seeks to modify, but it does not have to be supportive of its intent.
- 10.3.4 There may be up to two (2) amendments at the same time, while a motion is on the floor, and are voted on the reverse order of introduction:
  - 10.3.1.4 A primary amendment is an amendment to the main motion.
  - 10.3.1.5 A secondary amendment is an amendment to the amendment.

#### Motions to Dispose of a Pending Main Motion

- 10.4 The following four (4) motions may be used to dispose of a pending main motion, permanently or temporarily, without taking a direct vote on it:
  - 10.4.1 Postponement to a definite time: A motion to postpone consideration of the pending main motion to a later time. This motion requires a seconder, is debatable, and requires a majority vote to adopt, and must specify the time to which consideration is to be postponed.
  - 10.4.2 Referral: A motion to send a pending main motion to the Superintendent or a Committee. This motion requires a seconder, is debatable, and requires a majority vote to adopt.
  - 10.4.3 Indefinite postponement: A motion to decline to take a position on a pending main motion. This motion requires a seconder, is debatable, and requires a majority vote to adopt.
  - 10.4.4 Tabling: A motion to set aside the pending resolution or bylaw temporarily, with the purpose of accommodating something else of immediate urgency (e.g.: an important visitor that the Board wants to hear from). This motion is not debatable and requires a seconder and a majority vote to adopt. Its effect is to set aside the resolution or bylaw temporarily.

#### Motions to Limit, Extend or Close Debate

- 10.5 The following two (2) motions may be used to limit, extend or close debate:
  - 10.5.1 Limit or extend debate: A motion to limit or extend debate (e.g.: to shorten or extend the length of speeches for a certain main motion), or to establish a closing time for debate on it. The motion to limit or extend debate is not debatable, and requires a seconder and a two thirds (2/3) vote or unanimous consent to adopt.



- 10.5.2 Closing debate (or “previous question”): A motion to stop debate and proceed to the vote immediately. This motion is not debatable, and requires a seconder and a two-thirds (2/3) vote to adopt.

#### Privileged Motions

- 10.6 The following Privileged Motions are most likely to be required at a Board meeting:

- 10.6.1 A question of privilege: A request or a motion relating to the rights and privileges of members, e.g.: a request that noises and distractions be addressed. Usually a question of privilege is addressed informally. If needed, it can interrupt a speaker.
- 10.6.2 Adjourn: A motion to close the meeting. This motion is usually not debatable, and requires a seconder and a majority vote to adopt.
- 10.6.3 Recess: A motion to take a short intermission, after which the proceedings are resumed. This motion is usually not debatable, and requires a seconder and a majority vote to adopt.

#### Incidental Motions

- 10.7 The following Incidental Motions are most likely to be required at a Board meeting:

- 10.7.1 A Point of Order: A complaint by a trustee that a rule of the Board has been violated. This motion does not require a seconder and can interrupt a speaker. The Presiding Officer makes a ruling as to whether the point of order is well taken or not well taken. This procedure is not to be used for purely technical violations that do not breach anyone’s rights and do not harm the transaction of business.
- 10.7.2 An Appeal: A motion that enables a trustee to dispute a ruling by the Presiding Officer and submit it to the Board’s decision. A majority in the negative overrides the Chair’s ruling.
- 10.7.3 Division of a Question: A motion to divide a multi-part motion, so as to debate and vote on each part separately. This motion is not debatable, and requires a seconder and a majority vote to adopt.
- 10.7.4 Withdrawal of a Motion: Until debate on a motion commences, the mover may withdraw or change it. After the Chair has stated the resolution as pending and debate has begun, the motion belongs to the Board, at which point the mover may request permission to withdraw it, and the Board may agree to grant this permission by a majority vote or unanimous consent.

### 11. Passage of Bylaws

- 11.1 Unless expressly required to be exercised by bylaw, all matters may be dealt with by resolution or by general consent. A resolution shall have only one (1) reading but a bylaw shall have three (3) readings.

The following matters shall be resolved only by bylaw:

- 11.1.1 Amendments to bylaws;
- 11.1.2 Where required by the School Act.
- 11.2 Written notice of intention to propose or amend a bylaw or a policy shall be provided to trustees together with the written notice of the meeting. Financial bylaws required by the Ministry of Education shall have this notice provision waived.
- 11.3 Every bylaw shall be dealt with in the following stages:
  - 11.3.1 First reading – no debate or amendment;
  - 11.3.2 Second reading – discussion of the bylaw;
  - 11.3.3 Third reading – final decision.
- 11.4 The Board may not give a bylaw more than two (2) readings at any one meeting unless the members of the Board who are present at the meeting unanimously agree to give the bylaw all three (3) readings at that meeting. Where multiple bylaws of the same type are before the Board, they can be dealt with in one package with three (3) readings being given to the package rather than to each individual bylaw.
- 11.5 The Secretary-Treasurer shall certify on a copy of each bylaw the readings and the times thereof and the context of any amendment passed in Committee.
- 11.6 The trustee who introduces a bylaw may withdraw the same at any state with the agreement of the trustees.

## 12. Rules for Public Participation

### Applications

- 12.1 A member of the public may request permission to speak to the Board at a Board Meeting, or such a person may request that a document, petition or proposal be placed before the Board, by contacting the Secretary-Treasurer by 4:00 p.m. of the Wednesday preceding the meeting during which the person wishes to be heard.
- 12.2 The Chair reviews all applications submitted under 12.1 and may:
  - 12.2.1 Approve that the application, in which case the Chair will determine the date and the meeting at which the public delegation will be heard or at which the document, petition or proposal in question shall be placed before the Board for consideration; or
  - 12.2.2 That the applicant shall be required to submit further information before the application is considered further; or
  - 12.2.3 That the application shall be referred to the Superintendent or to a Committee of the Board for study and recommendation as to how it is to be handled, but the Chair will retain the authority to make the final decision on the application, heeding or ignoring the recommendation; or

12.2.4 That the application shall be refused.

12.3 The Board may resolve to override or modify the Chair's decision on a specific application submitted under Section 12.1

#### Presentations by Public Delegations

12.4 A presentation by a public delegation at a Board meeting is limited to five (5) minutes, must be confined to the subject that was indicated in the application, and may be followed by questions from the Board for a period of up to five (5) minutes, except that these time limits may be modified by the Board on a case-by-case basis.

12.5 If needed, the Board may resolve to permit or request a member of the public to speak and/or respond to questions relevant to a pending agenda item without adhering to the process outlined in Sections 12.1 to 12.4.

12.6 Trustees who are asking questions of a public delegation and Question Period must limit themselves to seeking clarification and must not engage in a debate on the merits of issues.

12.7 In general, presentations by public delegations will not occur during an election period.

#### Disruptive Behaviours

12.8 If a member of the public is disrupting a meeting, the Presiding Officer may order that such person be removed from the Board room and may order that the Board's proceedings be recessed until the matter has been dealt with.

### 13. Board Correspondence

13.1 The Board Chair or Superintendent or designate shall acknowledge expeditiously any letter, fax or email, other than letters of acknowledgement, circular letters or letters terminating a correspondence.

13.2 In general, letters, faxes or emails directed to the District and addressed to the Board Chair, or to the Board, or to officials of the Board, shall be acknowledged within ten (10) working days following receipt of such correspondence.

### 14. Trustee Remuneration and Expenses

Trusteeship is an opportunity for service to the community, and as such must be considered largely a voluntary activity. Demands on the trustee's time and effort are to be limited by recognition that the role is intended to be primarily one of decision-making at the policy level, rather than day-to-day operation of the District. Nevertheless trusteeship involves responsibility and commitment which has the potential of causing a reduction of employment income.

14.1 Effective execution of Board responsibilities requires that trustees represent the Board at various meetings and conferences, and that they remain informed through attendance at periodic seminars, conventions and workshops related to their responsibilities. The Board encourages such attendance and shall include funds in the annual budget to cover expenses.

- 14.2 Trustees are expected to exercise discretion in incurring expenses within the limit of the annual budget appropriation.
- 14.3 Attendance at major conferences outside the Metro area shall be approved in advance by the Board Chair, in order to ensure that the opportunities selected are valuable learning experiences and are shared equitably among trustees.
- 14.4 In determining the appropriate level of trustee remuneration, the Board shall consider:
  - 14.4.1 The voluntary nature of the role;
  - 14.4.2 The potential loss of employment income;
  - 14.4.3 The level of responsibility involved;
  - 14.4.4 Comparative remuneration in other Districts;
  - 14.4.5 The desire to present a financially responsible image.
- 14.5 Under Section 71 of the School Act, a Board may authorize the payment of remuneration to be paid to trustees.
  - 14.5.1 The level of remuneration shall be adjusted annually to reflect the average indemnity paid to the Chair and trustees for the Metro school districts (omitting Surrey, Vancouver and Delta in the averaging) or these remuneration levels shall be adjusted annually by the percentage change in the Vancouver C.P.I., whichever is greater.
  - 14.5.2 Two-thirds (2/3) of the trustee remuneration is allotted in recognition of services rendered to the community by the trustee. The remaining one-third (1/3) of the trustee remuneration is accepted as an allowance for expenses incurred in the discharge of the trustee's duties within the District and is deemed to cover miscellaneous non-accountable expenses and those expenses related to attending regular meetings of the Board and its Committees.
    - 14.5.2.1 A trustee will not be reimbursed for travel expenses within Delta or for other expenses associated with fulfilling his/her duties in Delta at meetings, District events and as school liaison. Such expenses are covered by the expense allowance of the trustee remuneration. Expenses specifically assumed to be included in this allowance include, but are not limited to:
      - 14.5.2.1.1 Telephone and cell phone costs.
      - 14.5.2.1.2 Fuel, mileage, taxi and parking within Delta.
      - 14.5.2.1.3 Luncheons within Delta.
      - 14.5.2.1.4 Office expenses, books, magazines, etc.

- 14.5.3 A trustee who fails to attend more than three (3) regular public meetings of the Board in any quarter, or more than six (6) in any year, unless the absence is for illness or is excused by Board resolution, shall have his/her remuneration reduced by two and half percent (2.5%) for each absence in excess of the allowable number.
- 14.6 Expenses shall be reimbursed as follows:
  - 14.6.1 Registration fees and/or membership dues.
  - 14.6.2 Reasonable accommodation and travel expenses.
  - 14.6.3 Actual meal costs and other reasonable incidental expenses up to the current BCSTA per diem amounts. Meals provided at the conference or event will not be eligible for reimbursement.
- 14.7 Expenses claimed must be supported by original expense receipts and where airfare is concerned, boarding passes. Charge card receipts or summary receipts which do not indicate the amount of taxes or gratuities paid are not acceptable. Gratuities are not to exceed fifteen percent (15%).
- 14.8 The date and purpose of an event or expense; and for meetings, the names of persons met with must be clearly outlined on the expense form (Form BP7-2).
- 14.9 The Superintendent or designate will arrange for direct bank deposit of cheques by having trustees complete the necessary banking authorization form (Form BP7-3).

## 15. Board Self-Evaluation

- 15.1 The annual facilitated Board self-evaluation process will complement the Superintendent evaluation process.
- 15.2 The purpose of the Board self-evaluation is to answer the following questions:
  - 15.2.1 How well have we fulfilled each of our defined roles in relation to our vision, mission, values and goals as a Board this past year?
  - 15.2.2 How well have we considered unconscious bias and racism in our decisions and activities?
  - 15.2.3 How do we perceive our interpersonal working relationships?
  - 15.2.4 How well do we receive input and how well do we communicate?
  - 15.2.5 How well have we adhered to our annual work plan?
  - 15.2.6 How would we rate our Board-Superintendent relations?
  - 15.2.7 How well have we adhered to our governance policies?
  - 15.2.8 What have we accomplished this past year? How do we know?
- 15.3 The principles upon which the Board self-evaluation is based are as follows:
  - 15.3.1 A learning organization or a professional learning community is focused on the improvement of practice.
  - 15.3.2 A pre-determined process for evaluation strengthens the governance functions, builds credibility for the Board and fosters a strong Board-Superintendent relationship.

- 15.3.3 An evidence-based approach provides objectivity, to supplement the subjectivity inherent in any evaluation.
- 15.4 The components of the Board self-evaluation are:
  - 15.4.1 Review of Board Role Performance;
  - 15.4.2 Monitoring Interpersonal Working Relationships;
  - 15.4.3 Monitoring Board Representation/Communication;
  - 15.4.4 Review of Annual Work Plan Completion;
  - 15.4.5 Monitoring Board-Superintendent Relations;
  - 15.4.6 Review of Board Motions;
  - 15.4.7 Review of Board Governance Policies;
  - 15.4.8 Creating a Positive Path Forward.

Legal Reference: Sections 50, 56, 57, 58, 59, 66, 67, 68, 69, 70, 71, 72 School Act  
Financial Disclosure Act  
Income Tax Act

Revised: June 2022

## Policy 8

---

### BOARD COMMITTEES

The Board shall be guided by the following principles when establishing committees:

- The Board's decision-making role can be exercised only by the Board as a whole, not by an individual trustee or committee;
- The Board's function is primarily policy-making, rather than administering or implementing policy;
- Responsibilities placed on trustees are to be closely related to the Board's central role of educational policy-making, and other time demands are to be minimized.

The Board may, consistent with the above principles, designate committees for the consideration of particular problems or issues, with subsequent advice or recommendations to the Board.

Committee members or representatives shall be named by the Board Chair.

All Board committees shall be named for a specific time period, ordinarily not exceeding one (1) year.

#### Standing Committees

Standing Committees are established to assist the Board with work of an on-going or recurring nature.

##### 1. Agenda Review Committee

###### 1.1 Purpose

- 1.1.1 To make decisions regarding agenda items for regular Board meetings.

###### 1.2 Powers and Duties

- 1.2.1 After careful consideration, to determine items to be placed on the agenda of regular Board meetings, including requests for presentations to the Board.
- 1.2.2 Within the framework for Board agendas, determine the order of items placed on the agenda of regular Board meetings.

###### 1.3 Membership

- 1.3.1 Board Chair.
- 1.3.2 Superintendent and/or designates.

#### 1.4 Meetings

- 1.4.1 Prior to noon (12:00 p.m.) of the Thursday prior to the Board meeting.

### 2. Board Committee of the Whole

#### 2.1 Purpose

- 2.1.1 To allow the Board to explore matters to much greater depth than can be accomplished in a scheduled regular meeting of the Board.
- 2.1.2 To solicit and receive information from the Superintendent and/or designates relevant to the development of various system activities and plans.

#### 2.2 Powers and duties

- 2.2.1 Make recommendations for agenda items for subsequent Board meetings.
- 2.2.2 Maintain confidentiality of proceedings unless otherwise stated.

#### 2.3 Membership

- 2.3.1 All trustees.
- 2.3.2 Superintendent and/or designates.

#### 2.4 Meetings

- 2.4.1 Monthly, as required, and as dependent on agenda items.

### **Ad Hoc Committees**

Ad hoc committees are established to assist the Board on a specific project for a specific period of time. The terms of reference for each ad hoc committee will be established at the time of formation.

### **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: Sections 65, 85 School Act



## Policy 9

---

### BOARD REPRESENTATIVES

After collaborating with trustees, the Board Chair may appoint trustees to represent the Board on various external committees, agencies and organizations, as well as to serve on internal District committees. Such representation is established at the discretion of the Board to facilitate the exchange of information with external entities on matters of mutual concern and/or to discuss possible agreements between the District and other organizations.

The Superintendent may establish internal District committees on which representation from the Board may be desirable. Representation on these committees facilitates provision of lay community input, including Indigenous communities and First Nations on whose traditional territories our schools operate, on implementation issues or an eventual recommendation from the Superintendent.

The Board will determine the terms of reference for each representative. The Board shall be guided by the following principles when naming representatives to other organizations:

- The Board's decision-making role can be exercised only by the Board as a whole, not by an individual trustee or committee;
- The Board's function is primarily policy making, rather than administering or implementing policy;
- Responsibilities placed on trustees are to be closely related to the Board's central role of educational policy making, and other time demands are to be minimized.

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

The following organizations/committees will have Board representation as identified at the annual Inaugural Meeting and determined at that meeting or subsequent meetings of the Board.

#### External Committees

1. British Columbia School Trustees Association (BCSTA) Provincial Council
  - 1.1 Purpose of the Provincial Council
    - 1.1.1 Act as a forum for discussion of relevant, timely and emerging issues identified from individual boards, BCSTA Board of Directors, Ministry of Education and other sources.
    - 1.1.2 Discuss, and/or develop, policy issues for submission at the Annual General Meeting.

- 1.1.3 Establish interim policies of the Association between general meetings.
    - 1.1.4 Address matters as outlined in BCSTA bylaws, including Association budget approval.
    - 1.1.5 Act on action requests from BCSTA Board of Directors.
  - 1.2 Powers and Duties of the Board Representative
    - 1.2.1 Attend Provincial Council meetings.
    - 1.2.2 Represent the Board's positions and interests at the provincial level.
    - 1.2.3 Communicate to the Board the work of the Provincial Council.
    - 1.2.4 Bring recommendations to the Board as and when necessary.
    - 1.2.5 Build relationships.
  - 1.3 Membership
    - 1.3.1 One (1) trustee; one (1) alternate.
  - 1.4 Meetings
    - 1.4.1 As called by Provincial Council.
2. BCSTA Metro Branch
- 2.1 Purpose of the BCSTA Metro Branch
    - 2.1.1 Receive reports from the BCSTA Board of Directors.
    - 2.1.2 Discuss and/or develop policy issues for submission at the Annual General Meeting.
    - 2.1.3 Act as a forum for discussion of metro issues.
  - 2.2 Powers and Duties of the Board Representative
    - 2.2.1 Attend BCSTA Metro Branch meetings.
    - 2.2.2 Represent the Board's positions and interests at BCSTA Metro Branch meetings.
    - 2.2.3 Communicate to the Board the work of the BCSTA Metro Branch.
    - 2.2.4 Bring recommendations to the Board as and when necessary.
    - 2.2.5 Build relationships.
  - 2.3 Membership
    - 2.3.1 One (1) trustee; one (1) alternate.
  - 2.4 Meetings
    - 2.4.1 Monthly meetings, as scheduled.
3. British Columbia Public School Employers' Association (BCPSEA)
- 3.1 Purpose of the BCPSEA

- 3.1.1 Act as the accredited bargaining agent for the Association's members.
    - 3.1.2 Assist in carrying out any objectives and strategic directions established by the Public Sector Employers' Council.
    - 3.1.3 Coordinate collective bargaining objectives, benefit administration, human resource practices and out-of-scope compensation matters amongst members.
  - 3.2 Powers and Duties of the Board Representative
    - 3.2.1 Attend the BCPSEA meetings as required.
    - 3.2.2 Represent the Board's positions and interests at BCPSEA meetings.
    - 3.2.3 Communicate to the Board the work of BCPSEA.
    - 3.2.4 Bring recommendations to the Board as and when necessary.
    - 3.2.5 Build relationships.
  - 3.3 Membership
    - 3.3.1 One (1) trustee; one (1) alternate.
  - 3.4 Meetings
    - 3.4.1 As called by BCPSEA.
4. Chamber of Commerce
- 4.1 Purpose of the Chamber of Commerce Liaison
    - 4.1.1 To explore opportunities for joint action on matters of mutual interest.
  - 4.2 Powers and Duties of the Board Representative
    - 4.2.1 Attend Chamber of Commerce meetings
    - 4.2.2 Highlight Board action on matters of interest to the Chamber of Commerce.
    - 4.2.3 Communicate to the Board the work of the Chamber of Commerce.
    - 4.2.4 Bring recommendations to the Board as and when necessary.
    - 4.2.5 Build relationships.
  - 4.3 Membership
    - 4.3.1 One (1) trustee.
  - 4.4 Meetings
    - 4.4.1 As scheduled.
5. Delta Business Company
- 5.1 Purpose of the Delta Business Company
    - 5.1.1 To supplement revenue sources for the District.

- 5.2 Powers and Duties of the Board Representative
    - 5.2.1 Attend Delta Business Company meetings.
    - 5.2.2 Communicate to the Board the work of the Delta Business Company.
    - 5.2.3 Ensure the Delta Business Company operates in concert with District goals and values.
  - 5.3 Membership
    - 5.3.1 One (1) trustee; one (1) alternate.
  - 5.4 Meetings
    - 5.4.1 As scheduled.
6. Delta Council/Delta Board of Education Liaison Committee
- 6.1 Purpose of the Liaison Committee
    - 6.1.1 To explore opportunities for joint action on mutual concerns.
    - 6.1.2 To coordinate joint initiatives.
    - 6.1.3 To resolve matters of conflict.
  - 6.2 Powers and Duties of the Board Representative
    - 6.2.1 Attend Liaison Committee meetings.
    - 6.2.2 Represent the Board's positions and interests at Liaison Committee meetings.
    - 6.2.3 Communicate to the Board the work of the Liaison Committee.
    - 6.2.4 Bring recommendations to the Board as and when necessary.
    - 6.2.5 Build relationships.
  - 6.3 Membership
    - 6.3.1 Two (2) trustees; one (1) alternate.
  - 6.4 Meetings
    - 6.4.1 As called by the Liaison Committee.
7. English Language Learners (ELL) Consortium
- 7.1 Purpose of the ELL Consortium Liaison
    - 7.1.1 To explore opportunities for joint action on mutual concerns.
    - 7.1.2 To coordinate joint initiatives.
    - 7.1.3 To resolve matters of conflict.
  - 7.2 Powers and Duties of the Board Representative
    - 7.2.1 Attend ELL Consortium meetings.
    - 7.2.2 Represent the Board's positions and interests at ELL Consortium meetings.

- 7.2.3 Communicate to the Board the work of the ELL Consortium.
  - 7.2.4 Bring recommendations to the Board as and when necessary.
  - 7.2.5 Build relationships.
- 7.3 Membership
  - 7.3.1 One (1) trustee; one (1) alternate.
- 7.4 Meetings
  - 7.4.1 As called by the ELL Consortium.
- 8. Ladner Business Association
  - 8.1 Purpose of the Ladner Business Association Liaison
    - 8.1.1 To explore opportunities for joint action on matters of mutual interest.
  - 8.2 Powers and Duties of the Board Representative
    - 8.2.1 Attend Ladner Business Association meetings.
    - 8.2.2 Highlight Board action on matters of interest to the Ladner Business Association.
    - 8.2.3 Communicate to the Board the work of the Ladner Business Association.
    - 8.2.4 Bring recommendations to the Board as and when necessary.
    - 8.2.5 Build relationships.
  - 8.3 Membership
    - 8.3.1 One (1) trustee.
  - 8.4 Meetings
    - 8.4.1 As scheduled.
- 9. Rotary
  - 9.1 Purpose of the Rotary Liaison
    - 9.1.1 To explore opportunities for joint action on matters of mutual interest.
  - 9.2 Powers and Duties of the Board Representative
    - 9.2.1 Attend Rotary meetings
    - 9.2.2 Highlight Board action on matters of interest to Rotary.
    - 9.2.3 Communicate to the Board the work of Rotary.
    - 9.2.4 Bring recommendations to the Board as and when necessary.
    - 9.2.5 Build relationships.

- 9.3 Membership
  - 9.3.1 One (1) trustee.
- 9.4 Meetings
  - 9.4.1 As scheduled.

### **Internal Committees**

The following internal committees will have Board representation. One (1) trustee and one (1) alternate will be assigned.

1. Audit Committee
2. District Emergency Preparedness Committee
3. District Equity Committee
4. District Healthy Schools Committee
5. District Parent Advisory Council (DPAC)
6. District Youth Advisory Committee (DYAC)
7. Educational Leave Committee
8. Inclusive Learning Community Advisory Committee

Legal Reference: Sections 8.4, 8.5, 22, 65, 74, 85 School Act

Revised: June 2022

## Policy 10

---

### POLICY MAKING

The Board believes that its policy role is a primary means of exercising District responsibilities. The policy development process must therefore ensure that the Board's intent is expressed effectively, established on the basis of appropriate information, and systematically reviewed for impact.

The Board shall be guided in its approach to policy making by ensuring adherence to the requirements necessary to provide public education and compliance with the School Act and provincial as well as federal legislation. The Board believes in the establishment and review of policy which reflects its philosophy, values and goals.

Board policies shall provide an appropriate balance between the responsibility of the Board to develop the broad guidelines to guide the District and the opportunity for the Superintendent to exercise professional judgment in the administration of the District.

The policy development process shall ensure that:

- Trustees act on adequate information.
- Policies are consistent with legislation or provincial directions.
- New policies, or policy changes, are examined through a lens of diversity and equity.
- Opportunity is provided for groups significantly affected by policies to provide opinion or reaction to proposals either directly or through appropriate representation.

Policy development shall proceed through the stages identified in the appendix to this policy.

#### 1. Initiation

The need for policy in a particular area may be identified as the result of an issue arising from one of many sources, and a decision to have a specific proposal developed is then made by the Board or Superintendent. Drafting of a policy is normally the Superintendent's responsibility.

#### 2. Review and Approval

The Board will formally consider a policy at a Board meeting, and may adopt it at that meeting, or delay adoption in the event that further information or consultation is required.

### 3. Consultation and Revision

Where necessary, consultation will take place prior to formal consideration by the Board and/or before final adoption.

### 4. Implementation

The Board is responsible for the implementation of policies governing its own processes. The Board and Superintendent share the responsibility for implementation of policies relating to the Board-Superintendent relationship. The Superintendent is responsible for the implementation of the other policies. Such implementation may include, in addition to distribution of the policy, the issuing of administrative procedures, meetings with affected groups, or elaborating program development and establishment of long-term plans.

### 5. Evaluation

The quality of a policy and extent of its implementation may need to be evaluated. The evaluation may consist of a statement to the Board that the policy is functioning, a more extensive administrative report, or an "outside" evaluation, as is appropriate. The Board, in cooperation with the Superintendent, shall evaluate each policy in a timely manner in order to determine if it is meeting its intended purpose.

### **Specifically**

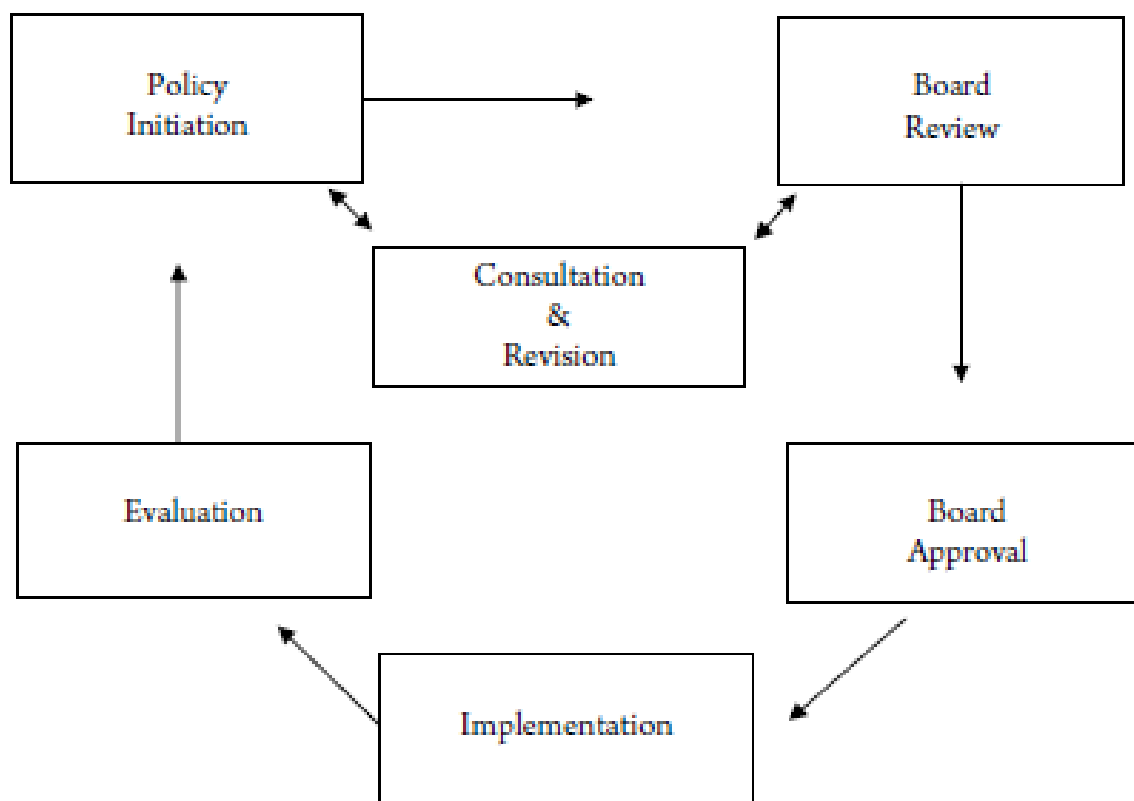
1. Any trustee, employee, taxpayer, parent, student or Parent Advisory Council of the District may make suggestions regarding the possible development of a policy or the need for policy revisions on any matter by presenting a proposal for a policy or revisions, in writing, to the Superintendent. The proposal shall contain a brief statement of purpose or rationale.
2. The Superintendent or designate may draft amendments to an existing policy or a new policy as the case may be.
3. When appropriate, the Superintendent shall seek legal advice on the intent and the wording of the policy.
4. Policy drafts are brought by the Superintendent to the Board for consideration and possible approval.
5. The Board will determine whether further information or consultation is required.
6. If further consultation is required, comments and suggestions on the policy draft will be reviewed by the Superintendent and/or designate(s).
7. Once stakeholder and rightsholder comments have been taken into account, and any information needs satisfied (if so determined) the policy will be recommended to the Board for approval.
8. Only those policies which are adopted and recorded in the minutes constitute the official policies of the Board.



9. In the absence of existing policy, the Board may make decisions, by resolution, on matters affecting the administration, management and operation of the District. Such decisions carry the weight of policy until such time as specific written policy is developed.
10. The Board may request the Superintendent to change an administrative procedure to a draft Board policy and will provide the rationale for same.
11. The Superintendent shall develop administrative procedures as specified in Policy 11 – Board Delegation of Authority and may develop such other procedures as deemed necessary for the effective operation of the District. These must be in accordance with Board policies.
12. The Board may also delete a policy and subsequently delegate the Superintendent authority over this area. The Superintendent may choose to then develop an administrative procedure relative to this matter.
13. The Superintendent must inform the Board of any substantive changes to administrative procedures.
14. The Superintendent shall arrange for all Board policies and administrative procedures and subsequent revisions to be posted on the District's website, in a timely manner, for staff and public access.
15. The Board shall review its policies on a rotational basis.

Legal Reference: Sections 65, 74, 85 School Act

Revised: June 2022

**POLICY DEVELOPMENT PROCESS**

Legal Reference: Sections 65, 74, 85 School Act

## Policy 11

---

### BOARD DELEGATION OF AUTHORITY

The School Act allows for the Board to delegate certain of its responsibilities and powers to others.

The Board authorizes the Superintendent to do any act or thing or to exercise any power that the Board may do, or is required to do, or may exercise, except those matters which, in accordance with provincial legislation, cannot be delegated. This delegation of authority to the Superintendent specifically:

- Includes any authority or responsibility set out in the School Act and regulations as well as authority or responsibility set out in other legislation or regulations;
- Includes the ability to enact Administrative Procedures required to carry out this authority; and also
- Includes the ability to sub-delegate this authority and responsibility as required.

Notwithstanding the above, the Board reserves to itself the authority to make decisions on specific matters requiring Board approval. This reserved authority of the Board is set out in Board policies, as amended from time to time.

Further, the Board requires that any significant new provincial, regional or local initiatives must be initially brought to the Board for discussion and determination of decision-making authority.

#### Specifically

1. The Board expressly delegates to the Superintendent and, at his/her discretion, a designate, the authority to discipline, suspend or dismiss an employee, subject to the limitations of legislation, collective or contractual agreements and Board policy. Any suspensions or dismissals shall be reported to the Board as soon as practicable.

The Superintendent or designate may bring sensitive or serious matters of disciplinary action to the Board for action.

2. The Superintendent is directed to develop an Administrative Procedure to fulfill Board obligations created by any federal or provincial legislation.

Legal Reference: Sections 22, 65, 74, 85 School Act

## Policy 12

---

### ROLE OF THE SUPERINTENDENT

The Board recognizes the need for one (1) person to be in charge of the management of the District in order to provide coordinated leadership. Therefore, the Board designates the Superintendent as the Chief Executive Officer of the Board and delegates to the Superintendent responsibility for overall effective administration of the District. The Superintendent ensures that leadership is the shared responsibility of everyone within the organization and builds leadership capacity within a team-oriented, collaborative environment. The Superintendent provides reports to the Board that focus on governance implications and is accountable to the corporate Board for the conduct and operation of the District and for ensuring compliance with legislative requirements. All Board authority delegated to the staff of the District is delegated through the Superintendent.

#### Specific Areas of Responsibility

##### 1. Student Well-Being

- 1.1 Ensures that each student is provided with a safe, anti-racist, and caring environment that fosters and maintains respectful and responsible behaviours.
- 1.2 Ensures that learning environments contribute to the development of skills and habits necessary for the world of work, post-secondary studies, life-long learning and citizenship.
- 1.3 Ensures the safety and welfare of students while participating in school programs or while being transported to or from school programs on transportation provided by the District.
- 1.4 Ensures the facilities adequately accommodate District students.

##### 2. Educational Leadership

- 2.1 Provides leadership in all matters relating to education in the District.
- 2.2 Ensures students in the District have the opportunity to meet the standards of education set by the Minister.
- 2.3 Implements education policies established by the Minister and the Board.
- 2.4 Provides support and advises principals on matters related to school operations.

##### 3. Fiscal Responsibility

- 3.1 Ensures the fiscal management of the District by the Secretary-Treasurer is in accordance with the terms or conditions of any funding received by the Board under the School Act or any other applicable Act or regulation.

- 3.2 Ensures the District operates in a fiscally responsible manner, including adherence to recognized accounting procedures.
- 4. Personnel
  - 4.1 Has overall authority and responsibility for all personnel-related matters, except those matters precluded by legislation, collective agreements or Board policy.
  - 4.2 Promotes at all times a high standard of collaborative professional leadership, effective human relationships and a spirit of educational innovation and advancement throughout the District.
  - 4.3 Provides leadership in the supervision and evaluation of administrators, teachers, and other staff, with the intent of improving performance.
  - 4.4 Establishes organizational roles for staff and arranges the employment of staff necessary to conduct the affairs of the District.
- 5. Policy/Administrative Procedures
  - 5.1 Provides leadership in the planning, development, implementation and evaluation of Board policies.
  - 5.2 Develops, maintains and communicates Administrative Procedures that are consistent with Board and provincial policies, regulations and procedures.
- 6. Superintendent/Board Relations
  - 6.1 Establishes and maintains positive, professional working relations with the Board.
  - 6.2 Respects and honours the Board's role and responsibilities and facilitates the implementation of that role as defined in Board policy.
  - 6.3 Keeps the Board informed of all District matters, especially controversial and/or highly sensitive issues, in a timely and appropriate manner.
  - 6.4 Demonstrates mutual respect and support, which is conveyed to the staff and community, including Indigenous communities and First Nations on whose traditional territories our schools operate.
- 7. Strategic Planning and Reporting
  - 7.1 Leads the Strategic Planning process including the development of District goals, budget, facilities and transportation plans.
  - 7.2 Implements plans as approved.
  - 7.3 Involves the Board appropriately (opportunity for Board establishment of strategic priorities and key results early in the process; final Board approval).
  - 7.4 Reports regularly on results achieved.
- 8. Organizational Management
  - 8.1 Demonstrates effective organization skills resulting in District compliance with all legal, Ministerial and Board mandates and timelines.

- 8.2 Builds an organizational structure and promotes a District culture which facilitates positive results, effectively handles emergencies and deals with crisis situations in a team-oriented, collaborative and cohesive fashion.

#### 9. Communications and Community Relations

- 9.1 Takes action to ensure open, transparent, positive internal and external communications are developed and maintained.
- 9.2 Ensures that parents and students have a high level of satisfaction with the services provided and the responsiveness of the District.
- 9.3 Maintains effective relationships within the system and the community served by the system, including Indigenous communities and First Nations on whose traditional territories our schools operate.
- 9.4 Acts as, or designates, the head of the organization for the purposes of the Freedom of Information and Protection of Privacy (FOIP) Act.
- 9.5 In consultation with the Board Chair, serves as a spokesperson for the District for the media and public in order to keep the District's messages consistent and accurate.
- 9.6 Acts as an advocate for the District and for public education.

#### 10. Leadership Practices

- 10.1 Practices leadership in a manner that is viewed positively and has the support of those with whom s/he works most directly in carrying out the directives of the Board and the Minister.
- 10.2 Develops and maintains positive and effective relationships with provincial and municipal government departments, external agencies and provincial organizations.
- 10.3 Ensures that meaningful collaboration arises from relationships built on trust, honesty and respect.

Legal Reference: Sections 15, 16, 16.1, 19, 22, 24, 26, 65, 69, 71, 74, 79.3, 85, 87 School Act  
 Freedom of Information and Protection of Privacy Act  
 School Regulation 265/89

## Policy 12 – Appendix A

---

### BOARD EVALUATION OF THE SUPERINTENDENT

The Board Evaluation of the Superintendent is a three-step process developed mutually between the Board and the Superintendent.

#### Annual Review Plan - Development and Process

1. The Board of Education and Superintendent agree that the BCSSA “Dimensions of Practice” document and other district planning and goal setting documents will form the basis of the Superintendent’s Annual Review. Additional information, such as District and Ministry data will be used in the evaluation process.
  - a. During the current year, the Board and the Superintendent agree to evaluate selected areas of the “Dimensions of Practice”. These “Dimensions of Practice” will have been determined the previous year. The review process will maintain a continuous evaluation cycle through all the “Dimensions of Practice”. The Board or the Superintendent may agree to focus on certain areas of practice in any given year.
  - b. The Board Chair and Superintendent retain a copy of the Review Plan to bring forward during the agreed upon dates (October).
  - c. During the third year of the four-year term of office, the Board will include other information from interviews or surveys with key senior staff and education partners as agreed upon by both the Board and Superintendent. The Board and Superintendent may choose to utilize the expertise of a consultant(s) or human resources staff for interview planning and/or survey design.
2. The Board and Superintendent agree on the dates to be added to the Annual Board Work Plan and which District and Ministry data will be presented and discussed (October, February).
3. Implementation of the Review
  - a. The Board Chair and Superintendent incorporate the review plan into the Board calendar and the Board Chair maintains a summary from each session along with any material provided by the Superintendent.
  - b. The October and February sessions will provide the Superintendent and Board opportunities to review District and Ministry data, and discuss student outcomes and how the data relates to targets and goals set out in the Board Framework for Enhancing Student Learning (FESL) or other appropriate documents (examples: vision, FESL, strategic plan).

- c. In May, the Superintendent provides the Board with a review and self-assessment of the previous meetings and provides an in-depth analysis of the selected “Dimensions of Practice”, current professional learning and a discussion of priorities for future growth. The Superintendent and the Board will have an opportunity to share with one another what seems to be working well, where there have been challenges and plan joint priorities of focus for the future.
- d. Also in the May discussion, the Board and Superintendent should take the opportunity to plan and agreed upon, in writing, the selected “Dimensions of Practice” and District and Ministry data for the subsequent review period to sustain a continuous evaluation cycle. In the event there is no agreement, the Board may proceed with a performance review related to the goals and objectives established by the Board and to the duties assigned to the Superintendent.
- e. At the conclusion of the May evaluation session, the Board Chair will provide a summary report to the Superintendent and the Board which:
  - 1. Provides feedback to guide the direction of the Superintendent and support growth in their role.
  - 2. Helps the Board to identify if they are meeting their responsibility to effectively lead the district and track progress on goals.
  - 3. Provides an opportunity for clear communication between Board and Superintendent about priorities in the context of the district vision, strategic plan, FESL goals, budgeting and staffing processes etc.
  - 4. Satisfies the PSEC compensation guidelines to ensure public sector compensation decisions are based on merit and performance expectations.



## Policy 13

---

# COMPLAINTS AND APPEALS

## Background

The Board recognizes that from time-to-time concerns regarding decisions made by employees of the District may arise. The Board further believes that constructive dialogue can assist in improving the quality of the program, and in meeting individual student needs more effectively. The Board also places trust in its employees, and desires to support their actions in a manner which frees them from unnecessary or unwarranted criticism and complaints.

The Board believes that employee decisions relating to individual students should be carried out in accordance with principles of fairness. The Board generally encourages complaints and disputes to be dealt with at the point closest to where the dispute first arises, pursuant to the Board's complaint process below. This process is designed to be non-confrontational and easy to follow.

## Complaints

Procedures for dealing with complaints concerning personnel, programs, or practices are to be governed by the following principles:

- Where action/investigation is desired by the complainant, or where it seems appropriate, the matter is to be handled as near the source as possible.
- Complaints are to both be investigated and, if possible, resolved expeditiously.
- Complaints are to be dealt with courteously and in a constructive manner.
- Personnel against whom complaints are made are to have an opportunity to respond.
- The Board expects that complainants will exhaust all avenues of resolving complaints prior to initiating the appeal of a decision under this Policy.

## Appeals

If an employee's decision is disputed or a complaint is made about an employee's decision and if the dispute or complaint is not resolved to the satisfaction of the student or the parent of the student affected through the process set out in the Appeals Bylaw, and the decision significantly affects the education, health or safety of the student, then an appeal can be made to the Board under s. 11 of the School Act.

If a matter remains unresolved after such an appeal process, an appellant may appeal to the Superintendent of Achievement, under Section 11.1 of the Act.

A party seeking to bring forward an appeal must do so in accordance with Policy 13 Appendix – Appeals Bylaw.

Legal Reference: Sections 6, 11, 11.1, 11.2, 11.3, 11.4, 11.5, 11.6, 11.7, 11.8, 22, 26, 85, 91 School Act  
Appeals Regulation 24/08  
Administrative Tribunals Act  
Collective Agreement

## Policy 13 – Appendix A

---

### APPEALS BYLAW

(This Bylaw establishes the procedure for appeals under Section 11 of the School Act)

#### 1. Decisions that can be appealed to the Board under Section 11

##### 1.1 Definitions:

"Decision" includes a failure to make a decision.

"Parent" is as defined in the *School Act* and includes a guardian.

"Appellant" is the student, parent or guardian initiating the appeal.

"Board" is a majority of the quorum of the Board

##### 1.2 A Parent and/or student may appeal a Decision of an employee or employees of the Board if that Decision significantly affects the education, health or safety of the student.

##### 1.3 The determination of whether a decision significantly affects a student's education, health or safety will be made on a case-by-case basis. The following will normally be considered to be matters that significantly affect a student's education, health or safety:

1.3.1 Disciplinary suspension from an educational program of a period in excess of five (5) consecutive instructional days.

1.3.2 Transfer of a student from one school to another for disciplinary reasons.

1.3.3 The exclusion of a student from an educational program for a health condition.

1.3.4 Significant decisions regarding placement in an educational program. Classroom or teacher preference issues would be included in this category only in exceptional circumstances.

1.3.5 Grade promotion or graduation.

1.3.6 Refusal to offer an educational program to a non-graduated student sixteen (16) years of age or older.

##### 1.4 Where a decision is made by a Board employee which would be appealable under this Bylaw, the affected student and their parent/guardian(s), shall be notified of their right of appeal, and the time limits governing the initiation of an appeal.

##### 1.5 Board policies and District administrative procedures are not appealable under Section 11.

## 2. Discussion Before Appeal to the Board

### 2.1 Steps for Discussion Prior to Appeal to the Board

**Step 1:** The Parent and/or student shall make every effort to meet with the employee(s) involved with the Decision within a reasonable period of time after the Decision is made to discuss the decision and the Parent and or student's desired outcome. A record of this meeting will be kept and a summary will be provided to all parties. If there is no resolution:

**Step 2:** The Parent and/or student shall meet with the principal and appropriate staff member(s) to discuss the Decision and the desired outcome. The Principal may include in the meeting the employee whose Decision is being discussed, the employee's supervisor (if applicable) and others with expertise or who were involved in the decision. A record of this meeting will be kept and a summary will be provided to all parties. If there is no resolution:

**Step 3:** The concerns shall be provided in writing to the Zone Assistant Superintendent. The written documentation shall include an outline of the nature of the concern, and the steps taken to resolve the matter, directly with the employee(s) involved. The Parent and/or student shall then meet with the Assistant Superintendent. Other members of the School District administration and employees may be involved at that time. The student's educational program will be continued in a manner established by the school principal and consistent with the provisions in the School Act during this period of review. The disposition of the review shall be confirmed in writing to the Parent and/or student. At the same time, the disposition shall be communicated to the employee(s) whose decision led to the review. If there is no resolution:

**Step 4:** The Parent and/or student shall meet with the Superintendent. Other members of the School District administration and employees may be involved at this time. The written documentation and written confirmation of the disposition in Step 3 will be provided to the Superintendent. The disposition of the review shall be confirmed in writing to the Parent and/or student. At the same time, the disposition shall be communicated to the employee(s) whose decision led to the review.

If there is no resolution, and the Parent and/or student wish to appeal to the Board, they must, within seven days of receiving the Superintendent's written confirmation in Step 4, provide a written Notice of Appeal (See Form at end of policy) to the Secretary-Treasurer.

## 3. Process for Appeal to the Board

3.1 Every appeal to the Board must be commenced by a written Notice of Appeal to the Board which shall state:

- 3.1.1 The name and address of the student and/or Parent bringing the appeal;
- 3.1.2 The current placement of the student – the school and homeroom teacher;
- 3.1.3 The Decision which is being appealed and the date the student and/or Parent was informed of the decision;
- 3.1.4 The name of the Board employee(s) who made the Decision being appealed;
- 3.1.5 The particulars of the Decision's effect on the student's education, health or safety;
- 3.1.6 The steps that the student and/or Parent have taken to attempt to resolve the matter directly with the employee(s) involved;
- 3.1.7 The grounds for the appeal or the area of difference;
- 3.1.8 The solution or relief sought.

- 3.2 Upon receipt of the Notice of Appeal, the Secretary-Treasurer will provide a copy to the Superintendent, the principal of the school in which the student is enrolled, the member of management responsible for the school program or service and the employee(s) whose decision is the subject of the appeal. In the case of a unionized employee, a copy shall be provided to the Association or Union, if in accordance with the collective agreement. The employee will be afforded the opportunity to provide the Superintendent with a written response to the appeal.
- 3.3 Notice of the Appeal will be brought before the Board together with a report on the matter of the appeal prepared by or for the Superintendent. The Superintendent's report will include the following materials:
  - 3.3.1 The Notice of Appeal
  - 3.3.2 A description of the issue(s) raised in the Appeal, any contextual background relevant to the Appeal, the rationale for the Decision and a recommended resolution.
  - 3.3.3 Copies of all previous correspondence in relation to the Discussion Steps prior to Appeal.
  - 3.3.4 Copies of any relevant District, Ministry or other policies or statutory requirements, which pertain to the issues raised in the appeal.
  - 3.3.5 A joint statement of agreed upon facts may be provided.
- 3.4 A copy of the Superintendent's report will be provided to the student and/or the Parent bringing the appeal, as well as to the employee, and in the case of a unionized employee, to the Association or Union, if in accordance with the collective agreement.
- 3.5 The Board may decide the appeal based on the written submissions. The Board may also invite oral submissions at a closed meeting of the Board in which case the Board may decide the appeal based on the oral and/or written submissions presented to it.
- 3.6 Where the Board considers it necessary to receive oral submissions, it shall set a time, date and place for a closed meeting for this purpose and shall give notice to the student and/or Parent bringing the appeal, the Superintendent, and to the employee(s) concerned. The Parent and/or student with at least 72 hours to review the Superintendent's report prior to the closed meeting.
- 3.7 The appellant is required to provide copies of any documents on which they intend to rely, or copies of written submissions, no later than 24 hours before the date set for hearing.
- 3.8 Either party in the appeal may be accompanied by, or represented by, an advocate.
- 3.9 A Parent attending a closed meeting of the Board under this Bylaw may bring with them an interpreter if they have difficulty communicating in English.
- 3.10 The Board's decision must be made within forty-five (45) days of receiving the Notice of Appeal. The Parent and/or student shall be promptly informed of the Board's decision and the reasons for the Decision as well as the opportunity for the student and/or Parent to access the appeal process outlined in section 11.1 of the School Act and the Appeals Regulation, BC Reg 24/08.
- 3.11 The Board may refuse to hear an appeal where:
  - 3.11.1 The appeal has not been commenced within the timeframe set out in this

Bylaw;

- 3.11.2 The student and/or Parent has refused to engage in the discussion process outlined in this Bylaw; or
- 3.11.3 The Decision does not, in the opinion of the Board, significantly affect the education, health or safety of the student. Examples include, but are not limited to, those listed in the Appeals Regulation 24/08 that governs appeals beyond the Board to the Superintendent of Achievement.
- 3.12 If the Board refuses to hear an appeal for the reasons set out in 3.11, the Parent and/or student will be promptly informed of that Decision and the reasons for it as well as the opportunity for the student and/or Parent to access the appeal process outlined in section 11.1 of the School Act and the Appeals Regulation, BC Reg 24/08.
- 3.13 Trustees are expected to exclude themselves from a hearing of an appeal if they have direct first-hand knowledge of the circumstances that led to the appeal, or the trustee believes that by remaining at the hearing there would be a reasonable perception of bias on the part of the trustee.
- 3.14 The Board's decision in the appeal is final, subject to Section 4 of this Bylaw.

#### 4. Appeal to the Superintendent of Achievement

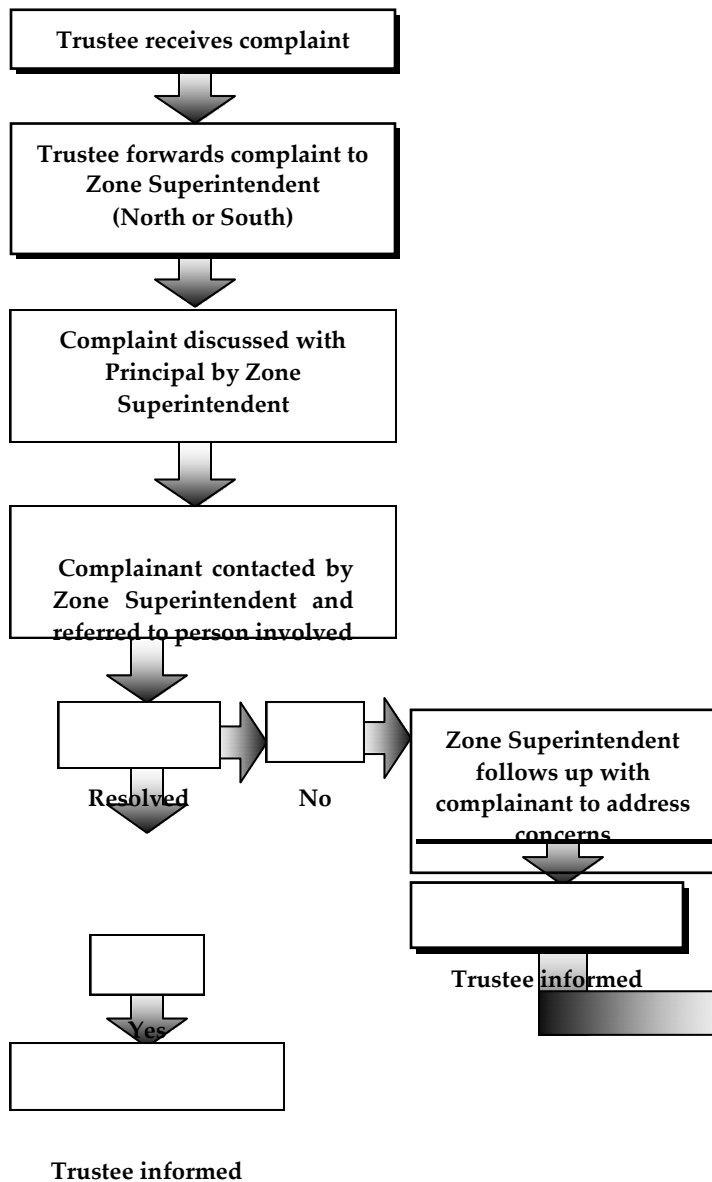
- 4.1 A student and/or parent (guardian) may appeal a decision made by the Board under this Bylaw to a Superintendent of Achievement who has responsibility for receiving such appeals on behalf of the Ministry of Education.
- 4.2 Such notice of appeal must be made within fifteen days (15) from the time the parent or guardian is made aware of the decision.
- 4.3 The opportunity for the student to access the appeal process to the Superintendent must be communicated to the appellant.

Legal Reference: Sections 6, 11, 11.1, 11.2, 11.3, 11.4, 11.5, 11.6, 11.7, 11.8, 22, 26, 85, 91 School Act  
 Appeals Regulation 24/08  
 Administrative Tribunals Act  
 Collective Agreement

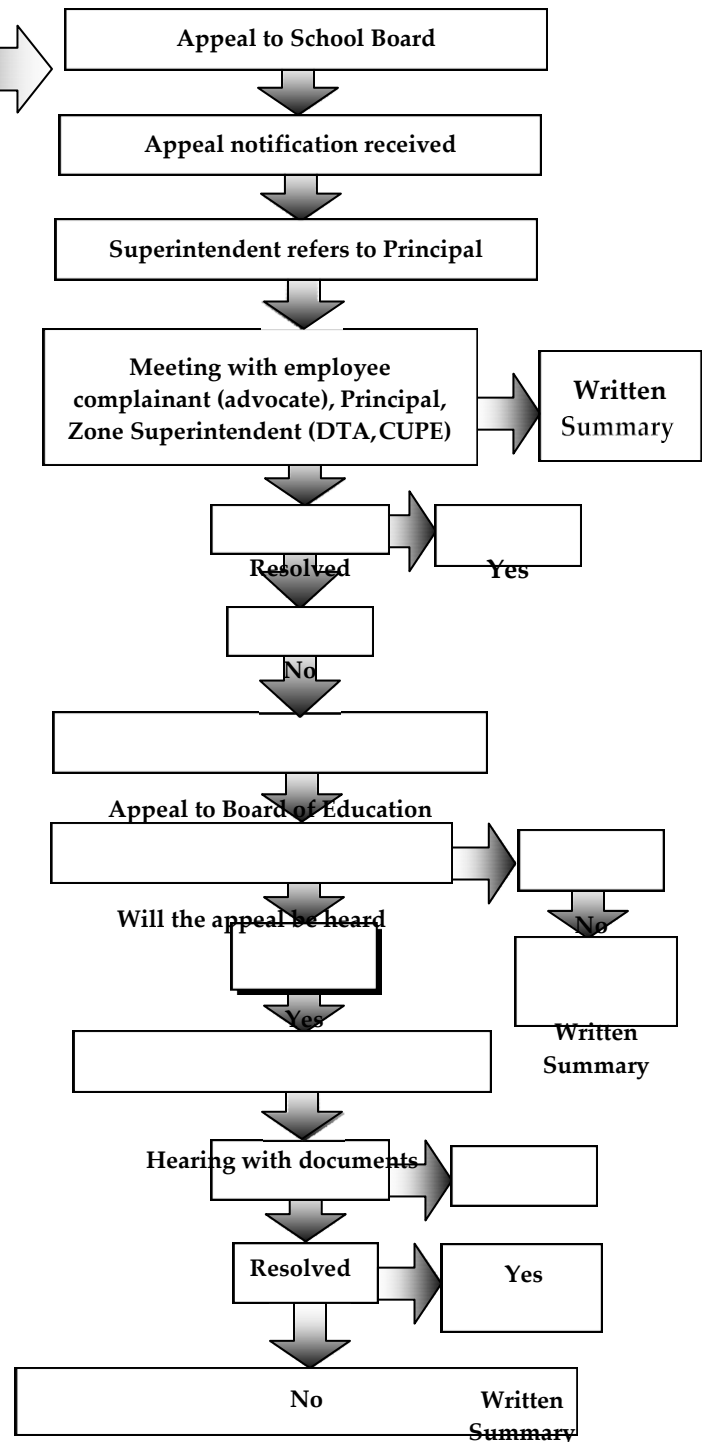
## Policy 13 – Appendix B

# COMPLAINTS AND APPEALS

### Complaints Process



### Appeals Process



### Appeal to the Superintendent of Achievement

## Policy 13 – Appendix C

---



THE BOARD OF EDUCATION OF  
SCHOOL DISTRICT NO. 37 (DELTA)

### NOTICE OF APPEAL

Date: \_\_\_\_\_

This document is to be completed by the **Parent/Guardian & Student** and delivered to the School Principal.

Name: \_\_\_\_\_

Address: \_\_\_\_\_ Phone No.: \_\_\_\_\_

#### INFORMATION REGARDING THE STUDENT

Name: \_\_\_\_\_ Birth Date: \_\_\_\_\_

Address: \_\_\_\_\_ Name of School: \_\_\_\_\_

#### DELTA SCHOOL DISTRICT EMPLOYEE WHOSE DECISION (OR FAILURE TO MAKE A DECISION) IS BEING APPEALED.

Name: \_\_\_\_\_ School/Worksite: \_\_\_\_\_

Position: \_\_\_\_\_

**DECISION BEING APPEALED:** Please state the decision that was made (or was not made) that significantly affects the education, health or safety of the student in question.

---

---

---

---

---

**DATE YOU WERE INFORMED OF DECISION UNDER APPEAL:** \_\_\_\_\_

**REMEDY:** Please explain the remedy/solution you are seeking: \_\_\_\_\_

---

---

---

---



## Policy 14

---

### SCHOOL CLOSURE AND/OR CONSOLIDATION

The Board has a responsibility to provide school facilities throughout the District that will allow for program effectiveness for all students, health and safety of all occupants and operational efficiency. At times, the Board may have to consider consolidation or permanent closure of schools.

The Board has the authority to close/consolidate a school for reasons, which include:

- The school is unable to offer an adequate and viable educational program;
- Declining enrolment;
- The school is no longer economically or operationally viable;
- The restructuring of educational programs, consolidation of operations and relocation of students to other schools in the District which results in the school being deemed surplus to the District's educational needs;
- The school is being replaced with a newly constructed school.

Closing a school permanently means the closing, for a period exceeding twelve (12) months of a school building used for the purposes of providing an educational program to students. The Board may decide to permanently close a school, following a public input process, and must provide written notification to the Minister of Education.

The Board shall provide a public consultation process with respect to the permanent closure of a school prior to the Board making its final decision of the closure of that school. The Board will initiate a consultation process with parents, staff and the community, including Indigenous communities and First Nations on whose traditional territories our schools operate.

The public consultation process will be meaningful and must include:

- A fair consideration of all public input and adequate opportunity for the public to respond to the Board's proposal to close the school permanently;
- Consideration of future enrolment growth in the District of persons of school age, persons of less than school age, and adults; and
- Consideration of possible alternative community use for all or part of the school.

Fair consideration includes the concept that the Board's proposal to close a school could be changed or reversed.

The intent of any proposed closure and consolidation of facilities is to ensure that Board facilities are used as cost-effectively as possible in order that educational resources are focused on programs and services that directly support students.

## Specifically

1. The Superintendent will recommend to the Board which school(s) will be evaluated for closure and/or consolidation.
2. The proposal to consider a school for closure shall be initiated through a Board motion at a public meeting of the Board.
3. The Superintendent will notify the Principal(s), and the Parent Advisory Council in writing that the school has been identified for possible closure/consolidation. All persons or groups in the community who could be affected by a school closure are to be made aware of the Board's proposal to close a school. The Board will endeavor to inform the public as thoroughly as possible. This will be done through parent newsletters and notices, meeting with employees, notice to rental groups, notices in local newspapers, and information posted on the District website.
4. The Board shall allow a period of sixty (60) days during the school year, or as otherwise directed by the Board, for public consultation to take place between the time that a proposal to consider a school for closure is initiated through a Board resolution at a public Board meeting and when the final decision is made to close a school by the adoption of a School Closure Bylaw at a public Board meeting.
5. The period of public consultation may be shortened if the Board is satisfied that there is a pressing need for a shorter time frame and consultation has given the community, including Indigenous communities and First Nations on whose traditional territories our schools operate, adequate notice and an opportunity for input, such that the Board has a full understanding of the impacts of the closure.
6. The school(s) being considered for closure and the proposed effective date shall be specified. The proposed closure will be addressed and discussed in a public meeting involving the affected communities.
7. The Board shall take the following steps to ensure that public consultation will take place:
  - 7.1 Make available, in writing, the rationale for the proposed school closure considered by the Board, including, but not limited to, the pertinent facts and information with respect to the following factors for any proposed school closure:
    - 7.1.1 The number of students who would be affected, at both the school to be closed and surrounding schools;
    - 7.1.2 Enrolment trends and utilization for the school and surrounding area;
    - 7.1.3 Availability of space at receiving schools;
    - 7.1.4 Proximity to possible receiving schools and the routes to schools;
    - 7.1.5 Community impact;
    - 7.1.6 Education program/course implications for the affected students;
    - 7.1.7 Financial considerations including anticipated cost savings;

- 7.1.8 Facility age and condition;
- 7.1.9 Potential for revenue generation through lease and/or sale of the school building and/or site;
- 7.1.10 Impact on the Ministry of Education's five-year capital plan submitted by the Board.
- 7.2 Once a proposed closure has been initiated through a Board motion at a public Board meeting, at least one (1) community meeting will be held to discuss the proposed closure.
- 7.3 The time and location of the public meeting shall be widely advertised to notify affected persons or groups in the community, including Indigenous communities and First Nations on whose traditional territories our schools operate. This will mean written notification to students currently attending and registered to attend the school, a notice in the local newspaper, notices to neighbouring schools, Parent Advisory Councils, employee groups and information posted on the District website.
- 7.4 The Board shall present the following at the beginning of the public meeting:
  - 7.4.1 Rationale for the proposed closure, including, but not limited to, the pertinent facts and information related to the factors identified within the policy;
  - 7.4.2 The timing of the proposed closure and the implications for the placement of students in accordance with Administrative Procedure 300 – Admission to School;
  - 7.4.3 Possible future community growth in the area of the school; and
  - 7.4.4 Possible alternative community use for all or part of the school.
- 7.5 Minutes will be kept of the public meeting to record concerns or options raised regarding the proposed closure. Following the public meeting, the Board will give consideration to all input prior to making its final decision with respect to the school closure.
- 7.6 The Board shall provide an opportunity for affected persons to submit written responses to the Board regarding the proposed school closure. The Board will provide information and directions on how to submit the written responses. Written submissions will be summarized, and community concerns and proposed options will be acknowledged, including those of Indigenous communities and First Nations on whose traditional territories our schools operate.
- 8. The final decision on a school closure will be made through the first, second, third and final reading of a School Closure Bylaw at a public Board meeting. Following a decision to close a school, the Board will provide, without delay, written notification to the Minister of Education of its decision containing the following information:
  - 8.1 The school's name,
  - 8.2 The school's facility number,
  - 8.3 The school's address, and

8.4 The date on which the school will permanently close.

9. The closure of a school will not normally take place until June 30.

Legal Reference: Sections 8, 8.2, 22, 65, 73, 85, 96, 100 School Act  
Section 23, Ombudsman Act  
School Opening and Closure Order M194/08  
Disposal of Land or Improvement Order M193/08

Revised June 2022

## Policy 15

---

### RECRUITMENT AND SELECTION OF PERSONNEL

The Board believes that the recruitment and selection of District personnel is a shared responsibility between the Board and the Superintendent.

The Board further believes strong leadership and administration at the District and school levels are essential to the effective and efficient operation of the school system. Recruitment and selection of personnel should reflect the diversity of students and communities in the District, including Indigenous communities and First Nations on whose traditional territories our schools operate. Additionally, an equity lens should be applied to the recruitment process, and an awareness of unconscious biases that may potentially affect the hiring process should be maintained.

Recognizing the significance of a well-organized personnel selection process, the Board specifies that personnel appointments shall be governed by the following guidelines.

#### Specifically

1. The Board, in the case of the Superintendent, or the Superintendent's designate in all other instances, will assume the sole responsibility for initiating the advertising process and will make reasonable effort to ensure that all current District employees are made aware of administrative vacancies.
2. Vacant positions carrying administrative or District leadership responsibility shall be advertised within and outside the District, except where the position is filled by transfer or re-assignment. All factors being equal, priority shall be given to applicants who are members of the District staff.
3. The Board has the sole authority to recruit and select an individual for the position of Superintendent.
4. The following process will be followed for senior administrative positions reporting directly to the Superintendent:
  - 4.1 The Superintendent shall ensure a thorough review of applications and thorough reference checking.
  - 4.2 The Superintendent shall be responsible for the creation of a short list of candidates for these positions.
  - 4.3 The Superintendent shall form a selection committee to conduct interviews.
  - 4.4 The selection committee will attempt to achieve consensus. In the event this is not possible, the Superintendent will make the selection in consultation with the Board Chair.
  - 4.5 The appointment shall be by Board resolution, on the recommendation of the Superintendent.
  - 4.6 These positions shall have a role description and the person occupying each

of the positions shall have a written contract of employment. The Superintendent is delegated full authority to determine contract renewals.

5. The following process will be followed for the appointment of individuals to the position of Principal/Vice-Principal:
  - 5.1 The Superintendent shall ensure a thorough review of applications and adequate reference checking.
  - 5.2 The Superintendent shall form a selection committee to conduct interviews to admit individuals into a principal or vice-principal pool as and when necessary. The selection committee will include a trustee representative.
  - 5.3 The Board reviews information on the choice of individuals to be admitted to the pool. The pool remains in place until the end of the calendar year.
  - 5.4 Appointment of principals/vice-principals to specific schools shall be by the Superintendent.
  - 5.5 The Superintendent is delegated the authority to make all decisions regarding the term and/or continuing appointments of principals/vice-principals.
6. Appropriate placement and transfer practices for principals/vice-principals are to enhance effective utilization of skills and abilities, and the professional growth of individuals. These objectives can best be achieved through the provision of some variety of school assignment over a period of years, and the best possible matching of known administrator strengths to identified current needs of a particular school.
7. The Superintendent is delegated full authority to recruit and select staff for all other staff positions, within the limitations of legislation, budget allocations and collective agreements.
8. In the event of an unexpected or short-term vacancy, the Superintendent may appoint an 'Acting Principal' or 'Acting Vice-Principal' without going through a formal selection process.
9. All offers of employment shall be conditional on the successful applicant providing a criminal records check through the Criminal Records Review Program (Ministry of Public Safety and Solicitor General). Additionally, the Superintendent or designate may require documentation certifying that the candidate is medically fit for the position.

Legal Reference: Sections 15, 19, 20, 21, 22, 23, 24, 65, 85 School Act

Revised: June 2022

## SPECIALTY ACADEMIES

Fee paying secondary school academies offered in the District reflect the Ministry of Education initiative of providing more choices for parents and students. Students vary greatly in their needs and school programs require flexibility and variety to meet those needs. While the range of interests and desires of all parents and students may not necessarily be met within the public school system, there may be instances which support the provision of fee-paying academies at the secondary level with the expectation to retain and/or attract students to the District.

### Specifically

#### 1. Academy Objectives

- 1.1 The major goal of fee-paying academies at the secondary level will be to provide opportunities for students to reach their potential in a specialized environment. The District will always place student learning first and will ensure student success in both academics and in personal growth.
- 1.2 Fee paying academies will provide students with the opportunity:
  - 1.2.1 To improve their base skill levels related to the focus of the Academy;
  - 1.2.2 To enhance personal development through continuous specialized programming;
  - 1.2.3 To nurture healthy attitudes and behaviours consistent with academic and/or athletic and creative success;
  - 1.2.4 To explore and develop their talents and strive to reach their full potential possible;
  - 1.2.5 To build self-confidence and esteem allowing for risk-taking and pursuit of excellence;
  - 1.2.6 To enhance post secondary entrance and scholarship opportunities.
- 1.3 The goal is to help students to develop skills of academic and artistic and/or athletic success, critical thinking, goal setting and self-confidence. As students learn the values of teamwork, personal commitment, and responsibility, they also learn to place a high priority on the achievement of personal and group excellence. As a result, students who leave a District academy will have a strong academic foundation for lifelong learning, and would have received an exceptional training and discipline in a focused success-oriented program. Academy students will acquire the ability to reach their full potential and to pursue a wide variety of career and life opportunities and positively contribute to society.

## 2. Program Development

- 2.1 Establishment of any such academy shall be governed by the following conditions/criteria:
  - 2.1.1 The academy must be consistent with “Vision 2030”.
  - 2.1.2 The academy must have sufficient students, qualified coaches, staff, facilities and necessary resources.
  - 2.1.3 The academy fulfils a student need considered to be of priority to the Board and which is not currently met within the District.
  - 2.1.4 The academy does not directly or negatively affect the educational programs, schedules and operations of the school or neighbouring schools.
  - 2.1.5 Admittance will be available to all students on the basis of the established criteria of the academy and within the financial structure of the academy’s business plan. Opportunities for District student accessibility will be provided through bursaries to the satisfaction of the Board.
  - 2.1.6 A business plan shall be provided to the Board and shall provide a financial accounting to the satisfaction of the Board.

3. The Board shall allow a period of ninety (90) days during the school year or as otherwise directed by the Board for consultation to take place between the time that a proposal to consider a fee-paying secondary academy comes to the Board and when the final decision to proceed with the academy is approved a public Board meeting.

Legal Reference: Sections 2, 3, 3.1, 4, 6, 7, 7.1, 22, 65, 74.1, 75, 75.1, 82.1, 85 School Act  
Special Academy Criteria Regulation 219/08

Revised: June 2022



## STUDENT HEALTH AND WELL-BEING

Inclusion and a sense of belonging for all students – including those from communities whose children have experienced inequitable education outcomes, Indigenous communities, First Nations on whose traditional territories our schools operate, stems from creating an environment in which we focus on all the ways in which we have the same right to learn, not on the things that make us different.

The Board is committed to providing a welcoming, safe, caring and orderly learning environment that fosters and maintains respectful and responsible behaviours. All students within the District have the right to learn and work in schools that promote equality of opportunity, dignity, and respect. The Board is further obligated to protect all students from harassment, discrimination, and violence during the District's school-related activities. All those involved with the District including trustees, employees, students, parents, volunteers, contractors, and visitors must share in the responsibility for eliminating bullying, discrimination, harassment, and violence. The Board prohibits bullying, harassment, discriminatory, and violent behaviours and expects the allegations of such behaviours to be investigated in a timely and respectful manner.

One of the key outcomes of our vision for the District is that all students will possess a strong connection to their schools as welcoming, safe, caring and respectful places focused on their individualized success.

The Board believes that the quality of student learning and the quality of student health are interdependent. Educational research supports this connection and acknowledges the District's role in creating and supporting healthy school communities as foundations for optimal learning. The District values the benefits of healthy lifestyles and supports environments that promote healthy living choices. Academic, character and relationship development rests on the base of family, community, including communities whose children have experienced inequitable education outcomes, Indigenous communities, First Nations on whose traditional territories our schools operate.

As follows, the District's holistic approach focuses on three specific tenets: mental well-being, physical activity, and healthy eating, and acknowledges the causal relationship among the three.

### 1. Mental Well-Being

- Definition: Creating and supporting positive social, emotional and ethical development among students and the adult role models in their lives. Mentally well individuals are able to realize their abilities, can cope with the normal stresses of life, work productively, and contribute to their communities.

- Rationale: Students who have a strong sense of self, belonging and who feel cared for at school are more likely to achieve greater academic success, have successful and rewarding relationships, and exhibit positive social behaviour and character traits.

## 2. Physical Activity

- Definition: Developing knowledge, skills and attitudes in a variety of physical activities and environments that strongly correlate with leading a healthy, active lifestyle.
- Rationale: Students who are physically active are more likely to exhibit on-task behaviour, academic success, and social inclusion. Engagement in physical activities encourages students to make health-enhancing choices and reduces the risk of obesity.

## 3. Healthy Eating

- Definition: Understanding and making nutritious food and beverage choices to sustain the body's physical, emotional and intellectual processes and development.
- Rationale: Nutrition plays a significant role in student growth, development, disease resistance, and physical and mental health. Students who make healthy nutritional choices reduce the risk of obesity and health issues. A successful school-wide approach includes the entire school community and works toward establishing healthy eating habits while limiting non-nutritious food and beverage choices in the school.

## Specifically

1. The Board acknowledges its responsibility to ensure healthy learning environments for all students. It recognizes the importance of students' emotional, social, intellectual and physical wellness to their success in school and expects students to adhere to the District Code of Conduct and schools' codes of conduct.
2. The Board expects all trustees, employees, students, parents, volunteers, visitors, and contractors to embrace and support this policy. This policy covers behaviour not only at District schools, but also at any school-related functions including field trips, conferences, training sessions and social functions. This applies whether contact is face-to-face, by phone, fax, e-mail, Internet or Intranet, or by any other means of communication. Threatening, harassing, intimidating, assaulting or bullying, in any way, of any person within the school community, including aggressive behaviours such as "cyber" hate messaging and websites created in the student's home, in cyber cafes or other settings is prohibited.
3. The Board encourages reporting to a responsible adult all incidents of threats, bullying, harassment, violence or intimidation regardless of the identity of the alleged harasser or offender.

Legal Reference: Sections 2, 6, 11, 15, 20, 22, 26, 50, 65, 74, 85 School Act  
Human Rights Code  
Teachers Act  
Canadian Charter of Rights and Freedoms  
Criminal Code

Revised: June 2022

**Policy 18**

---

**DELTA BUSINESS COMPANY BYLAW****BYLAW DSD-B0708-1**

A BYLAW by the Board of Education of School District No. 37 (Delta) (hereinafter called the "Board") to approve the incorporation of the School District No. 37 Business Company.

NOW THEREFORE the Board agrees upon approval to proceed, to incorporate the School District No. 37 Business Company

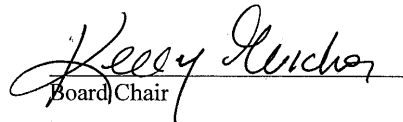
NOW THEREFORE the Board enacts as follows:

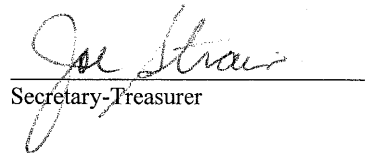
1. Resolved that the Board incorporate School District No. 37 Business Company.
2. This Bylaw may be cited as "School District No. 37 (Delta) Bylaw DSD-B0708-1"

READ A FIRST TIME THE 10<sup>th</sup> day of June, 2008

READ A SECOND TIME THE 10<sup>th</sup> day of June, 2008

READ A THIRD TIME, PASSED AND ADOPTED THE 10<sup>th</sup> day of June, 2008

  
Board Chair

  
Secretary-Treasurer

I HEREBY CERTIFY this to be a true and original School District No. 37 (Delta) Bylaw DSD-B0708-1, adopted by the Board the 10<sup>th</sup> day of June, 2008.

  
Secretary-Treasurer

## Policy 18 – Appendix

## ARTICLES OF INCORPORATION

SCHOOL DISTRICT NO. 37 BUSINESS COMPANY  
(the "Company")

The Company has as its articles the following articles.

Full name and signature of the Secretary-Treasurer	Date of signing
JOE STRAIN	June _____, 2008

Incorporation number: \_\_\_\_\_

## ARTICLES

<b>1. INTERPRETATION .....</b>	<b>1</b>
1.1 Definitions .....	1
1.2 <i>Business Corporations Act</i> and <i>Interpretation Act</i> Definitions Applicable .....	1
<b>2. SHARES AND SHARE CERTIFICATES .....</b>	<b>2</b>
2.1 Authorized Share Structure .....	2
2.2 Form of Share Certificate .....	2
2.3 Shareholder Entitled to Certificate or Acknowledgment .....	2
2.4 Delivery by Mail .....	2
2.5 Replacement of Worn Out or Defaced Certificate or Acknowledgment .....	2
2.6 Replacement of Lost, Stolen or Destroyed Certificate or Acknowledgment .....	2
2.7 Certificate Fee .....	2
2.8 Recognition of Trusts .....	3
<b>3. ISSUE OF SHARES .....</b>	<b>3</b>
3.1 Deemed Issue of Shares .....	3
<b>4. SHARE REGISTERS .....</b>	<b>3</b>
4.1 Central Securities Register .....	3
4.2 Closing Register .....	3
<b>5. SHARE TRANSFERS .....</b>	<b>3</b>
5.1 Encumbering and Transfer of Shares .....	3
5.2 Registering Transfers .....	3
5.3 Form of Instrument of Transfer .....	4
5.4 Transferor Remains Shareholder .....	4
5.5 Signing of Instrument of Transfer .....	4

5.6	Enquiry as to Title Not Required .....	4
5.7	Transfer Fee.....	5
<b>6.</b>	<b>RIGHTS OF REPRESENTATIVES .....</b>	<b>5</b>
6.1	Rights of Legal Personal Representative .....	5
<b>7.</b>	<b>INDEMNITIES AND GUARANTEES.....</b>	<b>5</b>
7.1	Prohibition on Indemnities and Guarantees .....	5
<b>8.</b>	<b>BORROWING POWERS, LOANS, AND FINANCIAL ASSISTANCE.....</b>	<b>5</b>
8.1	Borrowing .....	5
8.2	Loans from School Board .....	5
8.3	Provisions of Property or Services to the Company .....	6
<b>9.</b>	<b>ALTERATION OF ARTICLES .....</b>	<b>6</b>
9.1	Alteration of Articles.....	6
<b>10.</b>	<b>MEETINGS OF SHAREHOLDERS.....</b>	<b>6</b>
10.1	Annual General Meetings .....	6
10.2	Resolution Instead of Annual General Meeting .....	6
10.3	Calling of Meetings of Shareholders .....	6
10.4	Notice for Meetings of Shareholders.....	6
10.5	Annual General Meeting Open to the Public .....	7
10.6	Notice of Special Business at Meetings of Shareholders .....	7
<b>11.</b>	<b>PROCEEDINGS AT MEETINGS OF SHAREHOLDERS .....</b>	<b>7</b>
11.1	Special Business .....	7
11.2	Special Majority .....	8
11.3	Quorum .....	8
11.4	Other Persons May Attend .....	8
11.5	Requirement of Quorum .....	8
11.6	Chair.....	8
11.7	Selection of Alternate Chair .....	9
11.8	Adjournments .....	9
11.9	Notice of Adjourned Meeting .....	9
11.10	Decisions by Show of Hands .....	9
11.11	Declaration of Result .....	9
11.12	Motion Need Not be Seconded.....	9
11.13	Minutes and Procedures.....	10
<b>12.</b>	<b>VOTES OF SHAREHOLDERS .....</b>	<b>10</b>
12.1	Number of Votes by Shareholder or by Shares.....	10
12.2	Votes of Persons in Representative Capacity .....	10
12.3	Representative of the School Board as Shareholder .....	10
12.4	Appointment of Proxy Holders .....	11
12.5	Alternate Proxy Holders.....	11
12.6	When Proxy Holder Need Not Be Shareholder .....	11

12.7	Deposit of Proxy .....	12
12.8	Validity of Proxy Vote .....	12
12.9	Form of Proxy .....	12
12.10	Revocation of Proxy .....	13
12.11	Revocation of Proxy Must Be Signed .....	13
12.12	Production of Evidence of Authority to Vote .....	13
12.13	Consent Resolution .....	13
<b>13.</b>	<b>DIRECTORS .....</b>	<b>13</b>
13.1	First Directors; Number of Directors .....	13
13.2	Change in Number of Directors .....	14
13.3	First Directors .....	14
13.4	Residence of Directors .....	14
13.5	Directors' Acts Valid Despite Vacancy .....	14
13.6	Qualifications of Directors .....	14
13.7	Remuneration of Directors .....	14
13.8	Reimbursement of Expenses of Directors .....	15
13.9	Special Remuneration for Directors .....	15
13.10	Gratuity, Pension or Allowance on Retirement of Director .....	15
<b>14.</b>	<b>ELECTION AND REMOVAL OF DIRECTORS .....</b>	<b>15</b>
14.1	Election at Annual General Meeting .....	15
14.2	Consent to be a Director .....	15
14.3	Failure to Elect or Appoint Directors .....	16
14.4	Places of Retiring Directors Not Filled .....	16
14.5	Directors May Fill Casual Vacancies .....	16
14.6	Remaining Directors Power to Act .....	16
14.7	Shareholders May Fill Vacancies .....	17
14.8	Additional Directors .....	17
14.9	Ceasing to be a Director .....	17
14.10	Removal of Director by Shareholders .....	17
14.11	Removal of Director by Directors .....	17
<b>15.</b>	<b>ALTERNATE DIRECTORS .....</b>	<b>18</b>
15.1	Appointment of Alternate Director .....	18
15.2	Notice of Meetings .....	18
15.3	Alternate for More Than One Director Attending Meetings .....	18
15.4	Consent Resolutions .....	18
15.5	Alternate Director Not an Agent .....	19
15.6	Revocation of Appointment of Alternate Director .....	19
15.7	Ceasing to be an Alternate Director .....	19
15.8	Remuneration and Expenses of Alternate Director .....	19
<b>16.</b>	<b>POWERS AND DUTIES OF DIRECTORS .....</b>	<b>19</b>
16.1	Powers of Management .....	19
16.2	Appointment of Attorney of Company .....	19

<b>17. DISCLOSURE OF INTEREST OF DIRECTORS.....</b>	<b>20</b>
17.1 Obligation to Account for Profits .....	20
17.2 Restrictions on Voting by Reason of Interest .....	20
17.3 Interested Director Counted in Quorum .....	20
17.4 Disclosure of Conflict of Interest or Property .....	20
17.5 Director Holding Other Office in the Company .....	20
17.6 No Disqualification .....	21
17.7 Professional Services by Director or Officer .....	21
17.8 Director or Officer in Other Corporations .....	21
<b>18. PROCEEDINGS OF DIRECTORS .....</b>	<b>21</b>
18.1 Meetings of Directors .....	21
18.2 Voting at Meetings .....	21
18.3 Chair of Meetings .....	21
18.4 Meetings by Telephone or Other Communications Medium .....	22
18.5 Calling of Meetings .....	22
18.6 Notice of Meetings .....	22
18.7 When Notice Not Required .....	22
18.8 Meeting Valid Despite Failure to Give Notice .....	23
18.9 Waiver of Notice of Meetings .....	23
18.10 Quorum .....	23
18.11 Validity of Acts Where Appointment Defective .....	23
18.12 Consent Resolutions in Writing .....	23
<b>19. AUDIT, EXECUTIVE AND OTHER COMMITTEES.....</b>	<b>24</b>
19.1 Appointment of Audit Committee .....	24
19.2 Appointment and Powers of Executive Committee .....	24
19.3 Appointment and Powers of Other Committees .....	24
19.4 Obligations of Committees .....	25
19.5 Powers of Board .....	25
19.6 Committee Meetings .....	25
<b>20. OFFICERS .....</b>	<b>26</b>
20.1 Directors May Appoint Officers .....	26
20.2 Functions, Duties and Powers of Officers .....	26
20.3 Qualifications .....	26
20.4 Remuneration and Terms of Appointment .....	26
<b>21. INDEMNIFICATION .....</b>	<b>26</b>
21.1 Definitions .....	26
21.2 Mandatory Indemnification of Directors and Former Directors .....	27
21.3 Indemnification of Other Persons .....	27
21.4 Non-Compliance with <i>Business Corporations Act</i> .....	27
21.5 Company May Purchase Insurance .....	27

<b>22. DIVIDENDS.....</b>	<b>28</b>
22.1 Declaration of Dividends .....	28
22.2 No Notice Required.....	28
22.3 Manner of Paying Dividend.....	28
22.4 Settlement of Difficulties.....	28
22.5 When Dividend Payable.....	28
22.6 Dividend Bears No Interest .....	28
22.7 Fractional Dividends .....	28
22.8 Payment of Dividends .....	28
22.9 Capitalization of Surplus .....	29
<b>23. DOCUMENTS, RECORDS AND REPORTS .....</b>	<b>29</b>
23.1 Recording of Financial Affairs .....	29
23.2 Inspection of Accounting Records.....	29
<b>24. NOTICES .....</b>	<b>29</b>
24.1 Method of Giving Notice.....	29
24.2 Deemed Receipt of Mailing.....	30
24.3 Certificate of Sending.....	30
<b>25. SEAL.....</b>	<b>30</b>
25.1 Who May Attest Seal .....	30
25.2 Sealing Copies.....	31
25.3 Mechanical Reproduction of Seal.....	31
<b>26. PROHIBITIONS.....</b>	<b>31</b>
26.1 Definitions .....	31
26.2 Application .....	32
26.3 Consent Required for Transfer of Shares or Designated Securities .....	32



**PROVINCE OF BRITISH COLUMBIA  
BUSINESS CORPORATIONS ACT  
ARTICLES OF  
SCHOOL DISTRICT NO. \_\_\_\_\_ BUSINESS COMPANY**

---

**1. INTERPRETATION**

**1.1 Definitions**

In these Articles, unless the context otherwise requires:

- (1) "board of directors", "directors" and "board" mean the directors or sole director of the Company for the time being;
- (2) "Board of School Trustees" or "School Board" means a board of school trustees appointed under the School Act.
- (3) "*Business Corporations Act*" means the *Business Corporations Act* (British Columbia) from time to time in force and all amendments thereto and includes all regulations and amendments thereto made pursuant to that Act;
- (4) "legal personal representative" means the personal or other legal representative of the shareholder;
- (5) "registered address" of a shareholder means the shareholder's address as recorded in the central securities register;
- (6) "seal" means the seal of the Company, if any.
- (7) "*School Act*" means the *School Act* of the Province of British Columbia as amended.

**1.2 *Business Corporations Act* and *Interpretation Act* Definitions Applicable**

The definitions in the *Business Corporations Act* and the *School Act* and the definitions and rules of construction in the *Interpretation Act*, with the necessary changes, so far as applicable, and unless the context requires otherwise, apply to these Articles as if they were an enactment. If there is a conflict between a definition in the *Business Corporations Act* or the *School Act* and a definition or rule in the *Interpretation Act* relating to a term used in these Articles, the definition in the *Business Corporations Act* or the *School Act* as the case may be will prevail in relation to the use of the term in these Articles. If there is a conflict between these Articles and the *Business Corporations Act* or the *School Act*, the *Business Corporations Act* or the *School Act* as the case may be will prevail.

## **2. SHARES AND SHARE CERTIFICATES**

### **2.1 Authorized Share Structure**

The authorized share structure of the Company is set out in the *School Act* and described in the Notice of Articles of the Company.

### **2.2 Form of Share Certificate**

Each share certificate issued by the Company must comply with, and be signed as required by, the *Business Corporations Act*.

### **2.3 Shareholder Entitled to Certificate or Acknowledgment**

The Board of School Trustees incorporating the Company is entitled to one share certificate representing the share which is deemed to be issued under the *School Act* on the incorporation of the Company.

### **2.4 Delivery by Mail**

Any share certificate may be sent to the shareholder by mail at the shareholder's registered address and neither the Company nor any director, officer or agent of the Company is liable for any loss to the shareholder because the share certificate or acknowledgment is lost in the mail or stolen.

### **2.5 Replacement of Worn Out or Defaced Certificate or Acknowledgment**

If the directors are satisfied that a share certificate is worn out or defaced, they must, on production to them of the share certificate or acknowledgment, as the case may be, and on such other terms, if any, as they think fit:

- (1) order the share certificate to be cancelled; and
- (2) issue a replacement share certificate.

### **2.6 Replacement of Lost, Stolen or Destroyed Certificate or Acknowledgment**

If a share certificate is lost, stolen or destroyed, a replacement share certificate must be issued to the person entitled to that share certificate if the directors receive:

- (1) proof satisfactory to them that the share certificate or acknowledgment is lost, stolen or destroyed; and
- (2) any indemnity the directors consider adequate.

### **2.7 Certificate Fee**

There must be paid to the Company, in relation to the issue of any share certificate under Articles 2.5 or 2.6, the amount, if any and which must not exceed the amount prescribed under the *Business Corporations Act*, determined by the directors.

## **2.8 Recognition of Trusts**

Except as required by law or statute or these Articles, no person will be recognized by the Company as holding any share upon any trust, and the Company is not bound by or compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future or partial interest in any share or fraction of a share or (except as by law or statute or these Articles provided or as ordered by a court of competent jurisdiction) any other rights in respect of any share except an absolute right to the entirety thereof in the shareholder.

## **3. ISSUE OF SHARES**

### **3.1 Deemed Issue of Shares**

Pursuant to the *School Act* on the incorporation of the Company one common share without par value is deemed to be issued without consideration to the School Board incorporating the Company.

## **4. SHARE REGISTERS**

### **4.1 Central Securities Register**

As required by and subject to the *Business Corporations Act* but subject to the *School Act*, the Company must maintain in British Columbia a central securities register. The directors may, subject to the *Business Corporations Act*, appoint an agent to maintain the central securities register. The directors may also appoint one or more agents, including the agent which keeps the central securities register, as transfer agent for its shares or any class or series of its shares, as the case may be, and the same or another agent as registrar for its shares or such class or series of its shares, as the case may be. The directors may terminate such appointment of any agent at any time and may appoint another agent in its place.

### **4.2 Closing Register**

The Company must not at any time close its central securities register.

## **5. SHARE TRANSFERS**

### **5.1 Encumbering and Transfer of Shares**

Pursuant to the *School Act* the School Board as shareholder must not encumber or dispose of the share of the Company, unless authorised by the Lieutenant Governor In Council or as otherwise may be permitted under the *School Act*.

### **5.2 Registering Transfers**

A transfer of a share of the Company must not be registered unless:

- (1) a duly signed instrument of transfer in respect of the share has been received by the Company;

- (2) if a share certificate has been issued by the Company in respect of the share to be transferred, that share certificate has been surrendered to the Company; and
- (3) if a non-transferable written acknowledgment of the shareholder's right to obtain a share certificate has been issued by the Company in respect of the share to be transferred, that acknowledgment has been surrendered to the Company.

### **5.3 Form of Instrument of Transfer**

Unless otherwise authorised by the Lieutenant Governor In Council the instrument of transfer in respect of any share of the Company must be either in the form, if any, on the back of the Company's share certificates or in any other form that may be approved by the directors from time to time.

### **5.4 Transferor Remains Shareholder**

Except to the extent that the *Business Corporations Act* or the *School Act* otherwise provides, the transferor of shares is deemed to remain the holder of the shares until the name of the transferee is entered in a securities register of the Company in respect of the transfer.

### **5.5 Signing of Instrument of Transfer**

If a shareholder, or his or her duly authorized attorney, signs an instrument of transfer in respect of shares registered in the name of the shareholder, the signed instrument of transfer constitutes a complete and sufficient authority to the Company and its directors, officers and agents to register the number of shares specified in the instrument of transfer or specified in any other manner, or, if no number is specified, all the shares represented by the share certificates or set out in the written acknowledgments deposited with the instrument of transfer:

- (1) in the name of the person named as transferee in that instrument of transfer; or
- (2) if no person is named as transferee in that instrument of transfer, in the name of the person on whose behalf the instrument is deposited for the purpose of having the transfer registered.

### **5.6 Enquiry as to Title Not Required**

Neither the Company nor any director, officer or agent of the Company is bound to inquire into the title of the person named in the instrument of transfer as transferee or, if no person is named as transferee in the instrument of transfer, of the person on whose behalf the instrument is deposited for the purpose of having the transfer registered or is liable for any claim related to registering the transfer by the shareholder or by any intermediate owner or holder of the shares, of any interest in the shares, of any share certificate representing such shares or of any written acknowledgment of a right to obtain a share certificate for such shares.

### **5.7 Transfer Fee**

There must be paid to the Company, in relation to the registration of any transfer, the amount, if any, determined by the directors.

## **6. RIGHTS OF REPRESENTATIVES**

### **6.1 Rights of Legal Personal Representative**

The legal representative of the School Board as shareholder of the Company has the same rights, privileges and obligations that attach to the shares held by the shareholder, including the right to transfer the shares in accordance with these Articles, provided the documents required by the *Business Corporations Act*, the *School Act* and the directors have been deposited with the Company.

## **7. INDEMNITIES AND GUARANTEES**

### **7.1 Prohibition on Indemnities and Guarantees**

Unless otherwise permitted by the *School Act*, the School Board as shareholder of the Company must not:

- (a) give an indemnity to or for the benefit of the Company, or
- (b) guarantee the performance of an obligation of the Company.

## **8. BORROWING POWERS, LOANS, AND FINANCIAL ASSISTANCE**

### **8.1 Borrowing**

Subject to the *School Act*, the Company, if authorized by the directors, may:

- (1) borrow money in the manner and amount, on the security, from the sources and on the terms and conditions that they consider appropriate;
- (2) issue bonds, debentures and other debt obligations either outright or as security for any liability or obligation of the Company or any other person and at such discounts or premiums and on such other terms as they consider appropriate;
- (3) guarantee the repayment of money by any other person or the performance of any obligation of any other person; and
- (4) mortgage, charge, whether by way of specific or floating charge, grant a security interest in, or give other security on, the whole or any part of the present and future assets and undertaking of the Company.

### **8.2 Loans from School Board**

The School Board as shareholder of the Company must not give, loan or otherwise provide to the Company, directly or indirectly, money from a grant under the *School Act*.

### **8.3 Provisions of Property or Services to the Company**

Unless authorized by the minister under the *School Act*, the School Board must not provide any property or services to or for the benefit of the Company for consideration that:

- (a) includes shares of the Company, or
- (b) is less than the fair market value of the property or services provided by the School Board.

## **9. ALTERATION OF ARTICLES**

### **9.1 Alteration of Articles**

If the *Business Corporations Act* does not specify the type of resolution and these Articles do not specify another type of resolution, the Company may by special resolution alter these Articles.

## **10. MEETINGS OF SHAREHOLDERS**

### **10.1 Annual General Meetings**

Unless an annual general meeting is deferred or waived in accordance with the *Business Corporations Act*, the Company must hold its first annual general meeting within 15 months after the date on which it was incorporated or otherwise recognized, and after that must hold an annual general meeting at least once in each calendar year, no later than 3 months after the end of its fiscal year.

### **10.2 Resolution Instead of Annual General Meeting**

If the Board of School Trustees as sole shareholder consents under the *Business Corporations Act* to all of the business that is required to be transacted at that annual general meeting, the annual general meeting is deemed to have been held on the date of the unanimous resolution. The Board of School Trustees as sole shareholder must, in any unanimous resolution passed under this Article 10.2, select as the Company's annual reference date a date that would be appropriate for the holding of the applicable annual general meeting.

### **10.3 Calling of Meetings of Shareholders**

The directors may, whenever they think fit, call a meeting of the representative or representatives of the Board of School Trustees as sole shareholder .

### **10.4 Notice for Meetings of Shareholders**

The Company must send notice of the date, time and location of any meeting of the representative or representatives of the Board of School Trustees as sole shareholder , in the manner provided in these Articles, or in such other manner, if any, as may be prescribed by ordinary resolution (whether previous notice of the resolution has been given or not), to

each shareholder entitled to attend the meeting, to each director and to the auditor of the Company, unless these Articles otherwise provide, at least 10 days before the meeting.

#### **10.5 Annual General Meeting Open to the Public**

Subject to the *School Act*, the annual general meeting of the Company shall be open to the public. A Company must, subject to the regulations under the *School Act* publish notice of the date, time and place of an annual general meeting at least 21 days but not more than 3 months before the meeting.

#### **10.6 Notice of Special Business at Meetings of Shareholders**

If a meeting of the Board of School Trustees as sole shareholder is to consider special business within the meaning of Article 11.1, the notice of meeting must:

- (1) state the general nature of the special business; and
- (2) if the special business includes considering, approving, ratifying, adopting or authorizing any document or the signing of or giving of effect to any document, have attached to it a copy of the document or state that a copy of the document will be available for inspection by the shareholder:
  - (a) at the Company's records office, or at such other reasonably accessible location in British Columbia as is specified in the notice; and
  - (b) during statutory business hours on any one or more specified days before the day set for the holding of the meeting.

### **11. PROCEEDINGS AT MEETINGS OF SHAREHOLDERS**

#### **11.1 Special Business**

At a meeting of shareholders, the following business is special business:

- (1) at a meeting of shareholders that is not an annual general meeting, all business is special business except business relating to the conduct of or voting at the meeting;
- (2) at an annual general meeting, all business is special business except for the following:
  - (a) business relating to the conduct of or voting at the meeting;
  - (b) consideration of any financial statements of the Company presented to the meeting;
  - (c) consideration of any reports of the directors or auditor;
  - (d) the setting or changing of the number of directors;
  - (e) the election or appointment of directors;

- (f) the appointment of an auditor;
- (g) the setting of the remuneration of an auditor;
- (h) business arising out of a report of the directors not requiring the passing of a special resolution or an exceptional resolution;
- (i) any other business which, under these Articles or the *Business Corporations Act*, may be transacted at a meeting of shareholders without prior notice of the business being given to the shareholders.

#### **11.2 Special Majority**

The majority of votes required for the Company to pass a special resolution at a meeting of shareholders is two-thirds of the votes cast on the resolution.

#### **11.3 Quorum**

The quorum is one person who is the representative of, or who represents by proxy, the Board of School Trustees as sole shareholder, and that shareholder, present in person or by proxy, may constitute the meeting.

#### **11.4 Other Persons May Attend**

The directors, the president (if any), the secretary (if any), the assistant secretary (if any), any lawyer for the Company, the auditor of the Company and any other persons invited by the directors are entitled to attend any meeting of shareholders, but if any of those persons does attend a meeting of shareholders, that person is not to be counted in the quorum and is not entitled to vote at the meeting unless that person is a shareholder or proxy holder entitled to vote at the meeting.

#### **11.5 Requirement of Quorum**

No business, other than the election of a chair of the meeting and the adjournment of the meeting, may be transacted at any meeting of shareholders unless a quorum of shareholders entitled to vote is present at the commencement of the meeting, but such quorum need not be present throughout the meeting.

#### **11.6 Chair**

The following individual is entitled to preside as chair at a meeting of shareholders:

- (1) the chair of the board, if any; or
- (2) if the chair of the board is absent or unwilling to act as chair of the meeting, the president, if any.



**11.7 Selection of Alternate Chair**

If, at any meeting of shareholders, there is no chair of the board or president present within 15 minutes after the time set for holding the meeting, or if the chair of the board and the president are unwilling to act as chair of the meeting, or if the chair of the board and the president have advised the secretary, if any, or any director present at the meeting, that they will not be present at the meeting, the directors present must choose one of their number to be chair of the meeting or if all of the directors present decline to take the chair or fail to so choose or if no director is present, the shareholders entitled to vote at the meeting who are present in person or by proxy may choose any person present at the meeting to chair the meeting.

**11.8 Adjournments**

The chair of a meeting of shareholders may, and if so directed by the meeting must, adjourn the meeting from time to time and from place to place, but no business may be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

**11.9 Notice of Adjourned Meeting**

It is not necessary to give any notice of an adjourned meeting or of the business to be transacted at an adjourned meeting of shareholders except that, when a meeting is adjourned for 30 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

**11.10 Decisions by Show of Hands**

Subject to the *Business Corporations Act*, every motion put to a vote at a meeting of the Board of School Trustees as sole shareholder will be decided on a show of hands of the representative, or the proxy holder of the School Board.

**11.11 Declaration of Result**

The chair of a meeting of shareholders must declare to the meeting the decision on every question in accordance with the result of the show of hands, and that decision must be entered in the minutes of the meeting. A declaration of the chair that a resolution is carried by the necessary majority or is defeated is, conclusive evidence without proof of the number or proportion of the votes recorded in favour of or against the resolution.

**11.12 Motion Need Not be Seconded**

No motion proposed at a meeting of the shareholder need be seconded unless the chair of the meeting rules otherwise, and the chair of any meeting of the shareholder is entitled to propose or second a motion.

**11.13 Minutes and Procedures**

- (1) The minutes of the proceedings of all meetings of the Company must be:
  - (a) legibly recorded in a minute book;
  - (b) certified as correct by the Secretary-Treasurer or other person designated by the directors;
  - (c) signed by the chair presiding at the meeting or at the next meeting at which the minutes are adopted.
- (2) Except for minutes of a meeting from which persons other than trustees are excluded, the minutes must be open for inspection at all reasonable times by any person.
- (3) The Company must prepare a record containing a general statement as to the nature of the matters discussed and the general nature of the decisions reached at a meeting from which persons other than the trustees were excluded, and the record must be open for inspection at all reasonable times by any person.
- (4) On request and on payment of the fee, if any, charged under paragraph (5), any person is entitled to receive copies of minutes or records open for inspection under paragraphs (2) and (3).
- (5) The Company may, for copies of minutes or records provided under paragraph (4), charge a fee that does not exceed the cost to the Company of providing the copies.

**12. VOTES OF SHAREHOLDERS****12.1 Number of Votes by Shareholder or by Shares**

On a vote by show of hands, every person present who is a representative of a shareholder or proxy holder and entitled to vote on the matter has one vote.

**12.2 Votes of Persons in Representative Capacity**

A person who is not a shareholder may vote at a meeting of shareholders, whether on a show of hands or on a poll, and may appoint a proxy holder to act at the meeting, if, before doing so, the person satisfies the chair of the meeting, or the directors, that the person is the legal representative for the Board of School Trustees as sole shareholder which is entitled to vote at the meeting.

**12.3 Representative of the School Board as Shareholder**

The Board of School Trustees as sole shareholder may appoint a person to act as its representative at any meeting of shareholders of the Company, and:

- (1) for that purpose, the instrument appointing a representative must:

- (a) be received at the registered office of the Company or at any other place specified, in the notice calling the meeting, for the receipt of proxies, at least the number of business days specified in the notice for the receipt of proxies, or if no number of days is specified, two business days before the day set for the holding of the meeting; or
  - (b) be provided, at the meeting, to the chair of the meeting or to a person designated by the chair of the meeting;
- (2) if a representative is appointed under this Article 12.3:
- (a) the representative is entitled to exercise in respect of and at that meeting the same rights on behalf of the Board of School Trustees as sole shareholder that the representative represents as the Board of School Trustees could exercise if it were a shareholder who is an individual, including, without limitation, the right to appoint a proxy holder; and
  - (b) the representative, if present at the meeting, is to be counted for the purpose of forming a quorum and is deemed to be a shareholder present in person at the meeting.

Evidence of the appointment of any such representative may be sent to the Company by written instrument, fax or any other method of transmitting legibly recorded messages.

#### **12.4 Appointment of Proxy Holders**

The Board of School Trustees as sole shareholder entitled to vote at a meeting of shareholders of the Company may, by proxy, appoint one or more (but not more than five) proxy holders to attend and act at the meeting in the manner, to the extent and with the powers conferred by the proxy.

#### **12.5 Alternate Proxy Holders**

The Board of School Trustees as sole shareholder may appoint one or more alternate proxy holders to act in the place of an absent proxy holder.

#### **12.6 When Proxy Holder Need Not Be Shareholder**

A person must not be appointed as a proxy holder unless the person is a shareholder, although a person who is not a shareholder may be appointed as a proxy holder if:

- (1) the person appointing the proxy holder is the School Board or a representative of the School Board appointed under Article 12.3;
- (2) the Company has at the time of the meeting for which the proxy holder is to be appointed only one shareholder entitled to vote at the meeting; or
- (3) the shareholders present in person or by proxy at and entitled to vote at the meeting for which the proxy holder is to be appointed, by a resolution on which the proxy

holder is not entitled to vote but in respect of which the proxy holder is to be counted in the quorum, permit the proxy holder to attend and vote at the meeting.

### 12.7 Deposit of Proxy

A proxy for a meeting of shareholders must:

- (1) be received at the registered office of the Company or at any other place specified, in the notice calling the meeting, for the receipt of proxies, at least the number of business days specified in the notice, or if no number of days is specified, two business days before the day set for the holding of the meeting; or
- (2) unless the notice provides otherwise, be provided, at the meeting, to the chair of the meeting or to a person designated by the chair of the meeting.

A proxy may be sent to the Company by written instrument, fax or any other method of transmitting legibly recorded messages.

### 12.8 Validity of Proxy Vote

A vote given in accordance with the terms of a proxy is valid notwithstanding the revocation of the proxy or the revocation of the authority under which the proxy is given, unless notice in writing of that revocation is received:

- (1) at the registered office of the Company, at any time up to and including the last business day before the day set for the holding of the meeting at which the proxy is to be used; or
- (2) by the chair of the meeting, before the vote is taken.

### 12.9 Form of Proxy

A proxy, whether for a specified meeting or otherwise, must be either in the following form or in any other form approved by the directors or the chair of the meeting:

*name of company*  
(the "Company")

The undersigned Board of School Trustees, being the sole shareholder of the Company, hereby appoints [name] or, failing that person, [name], as proxy holder for the undersigned to attend, act and vote for and on behalf of the undersigned at the meeting of shareholders of the Company to be held on [month, day, year] and at any adjournment of that meeting.

Number of shares in respect of which this proxy is given (if no number is specified, then this proxy is given in respect of all shares registered in the name of the shareholder): \_\_\_\_\_

Signed [month, day, year]

**12.10 Revocation of Proxy**

Subject to Article 12.11, every proxy may be revoked by an instrument in writing that is:

- (1) received at the registered office of the Company at any time up to and including the last business day before the day set for the holding of the meeting at which the proxy is to be used; or
- (2) provided, at the meeting, to the chair of the meeting.

**12.11 Revocation of Proxy Must Be Signed**

An instrument referred to in Article 12.10 must be signed by the School Board or by a representative appointed for the School Board under Article 12.3.

**12.12 Production of Evidence of Authority to Vote**

The chair of any meeting of shareholders may, but need not, inquire into the authority of any person to vote at the meeting and may, but need not, demand from that person production of evidence as to the existence of the authority to vote.

**12.13 Consent Resolution**

A consent resolution signed by the authorized representative of the Board of School Trustees as the sole shareholder of the Company is deemed

- (a) to be a proceeding at a meeting of the shareholder, and
- (b) to be as valid and effective as if it had been passed at a meeting of the sole shareholder that satisfies all the requirements of the *Business Corporations Act*, and all the requirements of the Articles of the Company, relating to meetings of shareholders.

**13. DIRECTORS****13.1 First Directors; Number of Directors**

The first directors are the persons designated as directors of the Company in the Notice of Articles that applies to the Company when it is recognized under the *Business Corporations Act*. The number of directors, excluding additional directors appointed under Article 14.8, is set at:

- (1) subject to paragraph (2) and Article 13.3, the number of directors that is equal to the number of the Company's first directors;
- (2) The most recently set of:

- (a) the number of directors set by ordinary resolution (whether or not previous notice of the resolution was given); and
- (b) the number of directors set under Article 14.4.

### **13.2 Change in Number of Directors**

If the number of directors is set under Articles 13.1(2)(a):

- (1) the shareholders may elect or appoint the directors needed to fill any vacancies in the board of directors up to that number;
- (2) if the shareholders do not elect or appoint the directors needed to fill any vacancies in the board of directors up to that number contemporaneously with the setting of that number, then the directors may appoint, or the shareholders may elect or appoint, directors to fill those vacancies.

### **13.3 First Directors**

The first directors of the Company shall be appointed in the by-law of the *School Board* which adopts the Notice of Articles of the Company. Pursuant to the *School Act* the number of directors shall not be less than three persons, one of whom must be the secretary-treasurer or a trustee of the School Board incorporating the Company.

### **13.4 Residence of Directors**

So long as the *School Act* requires it, the majority of directors of the Company must be persons ordinarily resident in Canada.

### **13.5 Directors' Acts Valid Despite Vacancy**

An act or proceeding of the directors is not invalid merely because fewer than the number of directors set or otherwise required under these Articles is in office.

### **13.6 Qualifications of Directors**

A director is not required to hold a share in the capital of the Company as qualification for his or her office but must be qualified as required by the *Business Corporations Act* and the *School Act* to become, act or continue to act as a director.

### **13.7 Remuneration of Directors**

The directors are entitled to the remuneration for acting as directors, if any, as the directors may from time to time determine. If the directors so decide, the remuneration of the directors, if any, will be determined by the shareholders. That remuneration may be in addition to any salary or other remuneration paid to any officer or employee of the Company as such, who is also a director.

**13.8 Reimbursement of Expenses of Directors**

The Company must reimburse each director for the reasonable expenses that he or she may incur in and about the business of the Company.

**13.9 Special Remuneration for Directors**

If any director performs any professional or other services for the Company that in the opinion of the directors are outside the ordinary duties of a director, or if any director is otherwise specially occupied in or about the Company's business, he or she may be paid remuneration fixed by the directors, or, at the option of that director, fixed by ordinary resolution, and such remuneration may be either in addition to, or in substitution for, any other remuneration that he or she may be entitled to receive.

**13.10 Gratuity, Pension or Allowance on Retirement of Director**

Unless otherwise determined by ordinary resolution, the directors on behalf of the Company may pay a gratuity or pension or allowance on retirement to any director who has held any salaried office or place of profit with the Company or to his or her spouse or dependants and may make contributions to any fund and pay premiums for the purchase or provision of any such gratuity, pension or allowance.

**14. ELECTION AND REMOVAL OF DIRECTORS****14.1 Election at Annual General Meeting**

At every annual general meeting and in every unanimous resolution contemplated by Article 10.2:

- (1) the shareholders entitled to vote at the annual general meeting for the election of directors must elect, or in the unanimous resolution appoint, a board of directors consisting of the number of directors for the time being set under these Articles; and
- (2) all the directors cease to hold office immediately before the election or appointment of directors under paragraph (1), but are eligible for re-election or re-appointment.

**14.2 Consent to be a Director**

No election, appointment or designation of an individual as a director is valid unless:

- (1) that individual consents to be a director in the manner provided for in the *Business Corporations Act*;
- (2) that individual is elected or appointed at a meeting at which the individual is present and the individual does not refuse, at the meeting, to be a director; or
- (3) with respect to first directors, the designation is otherwise valid under the *Business Corporations Act* and the *School Act*.

**14.3 Failure to Elect or Appoint Directors**

If:

- (1) the Company fails to hold an annual general meeting, and all the shareholders who are entitled to vote at an annual general meeting fail to pass the unanimous resolution contemplated by Article 10.2, on or before the date by which the annual general meeting is required to be held under the *Business Corporations Act*; or
- (2) the shareholders fail, at the annual general meeting or in the unanimous resolution contemplated by Article 10.2, to elect or appoint any directors;

then each director then in office continues to hold office until the earlier of:

- (3) the date on which his or her successor is elected or appointed; and
- (4) the date on which he or she otherwise ceases to hold office under the *Business Corporations Act* or these Articles.

**14.4 Places of Retiring Directors Not Filled**

If, at any meeting of shareholders at which there should be an election of directors, the places of any of the retiring directors are not filled by that election, those retiring directors who are not re-elected and who are asked by the newly elected directors to continue in office will, if willing to do so, continue in office to complete the number of directors for the time being set pursuant to these Articles until further new directors are elected at a meeting of shareholders convened for that purpose. If any such election or continuance of directors does not result in the election or continuance of the number of directors for the time being set pursuant to these Articles, the number of directors of the Company is deemed to be set at the number of directors actually elected or continued in office, but shall not be less than three.

**14.5 Directors May Fill Casual Vacancies**

Any casual vacancy occurring in the board of directors may be filled by the directors.

**14.6 Remaining Directors Power to Act**

The directors may act notwithstanding any vacancy in the board of directors, but if the Company has fewer directors in office than the number set pursuant to these Articles as the quorum of directors, the directors may only act for the purpose of appointing directors up to that number or of summoning a meeting of shareholders for the purpose of filling any vacancies on the board of directors or, subject to the *Business Corporations Act*, and the *School Act*, for any other purpose.



**14.7 Shareholders May Fill Vacancies**

If the Company has no directors or fewer directors in office than the number set pursuant to these Articles as the quorum of directors, the shareholders may elect or appoint directors to fill any vacancies on the board of directors.

**14.8 Additional Directors**

Notwithstanding Articles 13.1 and 13.2, between annual general meetings or unanimous resolutions contemplated by Article 10.2, the directors may appoint one or more additional directors, but the number of additional directors appointed under this Article 14.8 must not at any time exceed:

- (1) one-third of the number of first directors, if, at the time of the appointments, one or more of the first directors have not yet completed their first term of office; or
- (2) in any other case, one-third of the number of the current directors who were elected or appointed as directors other than under this Article 14.8.

Any director so appointed ceases to hold office immediately before the next election or appointment of directors under Article 14.1(1), but is eligible for re-election or re-appointment.

**14.9 Ceasing to be a Director**

A director ceases to be a director when:

- (1) the term of office of the director expires;
- (2) the director dies;
- (3) the director resigns as a director by notice in writing provided to the Company or a lawyer for the Company; or
- (4) the director is removed from office pursuant to Articles 14.10 or 14.11.

**14.10 Removal of Director by Shareholders**

The Company may remove any director before the expiration of his or her term of office by special resolution. In that event, the shareholders may elect, or appoint by ordinary resolution, a director to fill the resulting vacancy. If the shareholders do not elect or appoint a director to fill the resulting vacancy contemporaneously with the removal, then the directors may appoint or the shareholders may elect, or appoint by ordinary resolution, a director to fill that vacancy.

**14.11 Removal of Director by Directors**

The directors may remove any director before the expiration of his or her term of office if the director is convicted of an indictable offence, or if the director ceases to be qualified to act as

a director of a company and does not promptly resign, and the directors may appoint a director to fill the resulting vacancy.

## **15. ALTERNATE DIRECTORS**

### **15.1 Appointment of Alternate Director**

Any director (an "appointor") may by notice in writing received by the Company appoint any person (an "appointee") who is qualified to act as a director to be his or her alternate to act in his or her place at meetings of the directors or committees of the directors at which the appointor is not present unless (in the case of an appointee who is not a director) the directors have reasonably disapproved the appointment of such person as an alternate director and have given notice to that effect to his or her appointor within a reasonable time after the notice of appointment is received by the Company.

### **15.2 Notice of Meetings**

Every alternate director so appointed is entitled to notice of meetings of the directors and of committees of the directors of which his or her appointor is a member and to attend and vote as a director at any such meetings at which his or her appointor is not present.

### **15.3 Alternate for More Than One Director Attending Meetings**

A person may be appointed as an alternate director by more than one director, and an alternate director:

- (1) will be counted in determining the quorum for a meeting of directors once for each of his or her appointors and, in the case of an appointee who is also a director, once more in that capacity;
- (2) has a separate vote at a meeting of directors for each of his or her appointors and, in the case of an appointee who is also a director, an additional vote in that capacity;
- (3) will be counted in determining the quorum for a meeting of a committee of directors once for each of his or her appointors who is a member of that committee and, in the case of an appointee who is also a member of that committee as a director, once more in that capacity;
- (4) has a separate vote at a meeting of a committee of directors for each of his or her appointors who is a member of that committee and, in the case of an appointee who is also a member of that committee as a director, an additional vote in that capacity.

### **15.4 Consent Resolutions**

Every alternate director, if authorized by the notice appointing him or her, may sign in place of his or her appointor any resolutions to be consented to in writing.

**15.5 Alternate Director Not an Agent**

Every alternate director is deemed not to be the agent of his or her appointor.

**15.6 Revocation of Appointment of Alternate Director**

An appointor may at any time, by notice in writing received by the Company, revoke the appointment of an alternate director appointed by him or her.

**15.7 Ceasing to be an Alternate Director**

The appointment of an alternate director ceases when:

- (1) his or her appointor ceases to be a director and is not promptly re-elected or re-appointed;
- (2) the alternate director dies;
- (3) the alternate director resigns as an alternate director by notice in writing provided to the Company or a lawyer for the Company;
- (4) the alternate director ceases to be qualified to act as a director; or
- (5) his or her appointor revokes the appointment of the alternate director.

**15.8 Remuneration and Expenses of Alternate Director**

The Company may reimburse an alternate director for the reasonable expenses that would be properly reimbursed if he or she were a director, and the alternate director is entitled to receive from the Company such proportion, if any, of the remuneration otherwise payable to the appointor as the appointor may from time to time direct.

**16. POWERS AND DUTIES OF DIRECTORS****16.1 Powers of Management**

The directors must, subject to the *Business Corporations Act*, the *School Act* and these Articles, manage or supervise the management of the business and affairs of the Company and have the authority to exercise all such powers of the Company as are not, by the *Business Corporations Act* or by these Articles, required to be exercised by the shareholders of the Company.

**16.2 Appointment of Attorney of Company**

The directors may from time to time, by power of attorney or other instrument, under seal if so required by law, appoint any person to be the attorney of the Company for such purposes, and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the directors under these Articles and excepting the power to fill vacancies in the board of directors, to remove a director, to change the membership of, or fill vacancies in,

any committee of the directors, to appoint or remove officers appointed by the directors and to declare dividends) and for such period, and with such remuneration and subject to such conditions as the directors may think fit. Any such power of attorney may contain such provisions for the protection or convenience of persons dealing with such attorney as the directors think fit. Any such attorney may be authorized by the directors to sub-delegate all or any of the powers, authorities and discretions for the time being vested in him or her.

## **17. DISCLOSURE OF INTEREST OF DIRECTORS**

### **17.1 Obligation to Account for Profits**

A director or senior officer who holds a disclosable interest (as that term is used in the *Business Corporations Act*) in a contract or transaction into which the Company has entered or proposes to enter is liable to account to the Company for any profit that accrues to the director or senior officer under or as a result of the contract or transaction only if and to the extent provided in the *Business Corporations Act*.

### **17.2 Restrictions on Voting by Reason of Interest**

A director who holds a disclosable interest in a contract or transaction into which the Company has entered or proposes to enter is not entitled to vote on any directors' resolution to approve that contract or transaction, unless all the directors have a disclosable interest in that contract or transaction, in which case any or all of those directors may vote on such resolution.

### **17.3 Interested Director Counted in Quorum**

A director who holds a disclosable interest in a contract or transaction into which the Company has entered or proposes to enter and who is present at the meeting of directors at which the contract or transaction is considered for approval may be counted in the quorum at the meeting whether or not the director votes on any or all of the resolutions considered at the meeting.

### **17.4 Disclosure of Conflict of Interest or Property**

A director or senior officer who holds any office or possesses any property, right or interest that could result, directly or indirectly, in the creation of a duty or interest that materially conflicts with that individual's duty or interest as a director or senior officer, must disclose the nature and extent of the conflict as required by the *Business Corporations Act*.

### **17.5 Director Holding Other Office in the Company**

A director may hold any office or place of profit with the Company, other than the office of auditor of the Company, in addition to his or her office of director for the period and on the terms (as to remuneration or otherwise) that the directors may determine.

**17.6 No Disqualification**

No director or intended director is disqualified by his or her office from contracting with the Company either with regard to the holding of any office or place of profit the director holds with the Company or as vendor, purchaser or otherwise, and no contract or transaction entered into by or on behalf of the Company in which a director is in any way interested is liable to be voided for that reason.

**17.7 Professional Services by Director or Officer**

Subject to the *Business Corporations Act*, a director or officer, or any person in which a director or officer has an interest, may act in a professional capacity for the Company, except as auditor of the Company, and the director or officer or such person is entitled to remuneration for professional services as if that director or officer were not a director or officer.

**17.8 Director or Officer in Other Corporations**

A director or officer may be or become a director, officer or employee of, or otherwise interested in, any person in which the Company may be interested as a shareholder or otherwise, and, subject to the *Business Corporations Act*, the director or officer is not accountable to the Company for any remuneration or other benefits received by him or her as director, officer or employee of, or from his or her interest in, such other person.

**18. PROCEEDINGS OF DIRECTORS****18.1 Meetings of Directors**

The directors may meet together for the conduct of business, adjourn and otherwise regulate their meetings as they think fit, and meetings of the directors held at regular intervals may be held at the place, at the time and on the notice, if any, as the directors may from time to time determine.

**18.2 Voting at Meetings**

Questions arising at any meeting of directors are to be decided by a majority of votes and, in the case of an equality of votes, the chair of the meeting does not have a second or casting vote.

**18.3 Chair of Meetings**

The following individual is entitled to preside as chair at a meeting of directors:

- (1) the chair of the board, if any;
- (2) in the absence of the chair of the board, the president, if any, if the president is a director; or
- (3) any other director chosen by the directors if:

- (a) neither the chair of the board nor the president, if a director, is present at the meeting within 15 minutes after the time set for holding the meeting;
- (b) neither the chair of the board nor the president, if a director, is willing to chair the meeting; or
- (c) the chair of the board and the president, if a director, have advised the secretary, if any, or any other director, that they will not be present at the meeting.

#### **18.4 Meetings by Telephone or Other Communications Medium**

A director may participate in a meeting of the directors or of any committee of the directors in person or by telephone if all directors participating in the meeting, whether in person or by telephone or other communications medium, are able to communicate with each other. A director may participate in a meeting of the directors or of any committee of the directors by a communications medium other than telephone if all directors participating in the meeting, whether in person or by telephone or other communications medium, are able to communicate with each other and if all directors who wish to participate in the meeting agree to such participation. A director who participates in a meeting in a manner contemplated by this Article 18.4 is deemed for all purposes of the *Business Corporations Act* and these Articles to be present at the meeting and to have agreed to participate in that manner.

#### **18.5 Calling of Meetings**

A director may, and the secretary or an assistant secretary of the Company, if any, on the request of a director must, call a meeting of the directors at any time.

#### **18.6 Notice of Meetings**

Other than for meetings held at regular intervals as determined by the directors pursuant to Article 18.1, reasonable notice of each meeting of the directors, specifying the place, day and time of that meeting must be given to each of the directors and the alternate directors by any method set out in Article 24.1 or orally or by telephone.

#### **18.7 When Notice Not Required**

It is not necessary to give notice of a meeting of the directors to a director or an alternate director if:

- (1) the meeting is to be held immediately following a meeting of shareholders at which that director was elected or appointed, or is the meeting of the directors at which that director is appointed; or
- (2) the director or alternate director, as the case may be, has waived notice of the meeting.

**18.8 Meeting Valid Despite Failure to Give Notice**

The accidental omission to give notice of any meeting of directors to, or the non-receipt of any notice by, any director or alternate director, does not invalidate any proceedings at that meeting.

**18.9 Waiver of Notice of Meetings**

Any director or alternate director may send to the Company a document signed by him or her waiving notice of any past, present or future meeting or meetings of the directors and may at any time withdraw that waiver with respect to meetings held after that withdrawal. After sending a waiver with respect to all future meetings and until that waiver is withdrawn, no notice of any meeting of the directors need be given to that director and, unless the director otherwise requires by notice in writing to the Company, to his or her alternate director, and all meetings of the directors so held are deemed not to be improperly called or constituted by reason of notice not having been given to such director or alternate director.

**18.10 Quorum**

The quorum necessary for the transaction of the business of the directors may be set by the directors and, if not so set, is deemed to be set at two directors or, if the number of directors is set at one, is deemed to be set at one director, and that director may constitute a meeting.

**18.11 Validity of Acts Where Appointment Defective**

Subject to the *Business Corporations Act*, an act of a director or officer is not invalid merely because of an irregularity in the election or appointment or a defect in the qualification of that director or officer.

**18.12 Consent Resolutions in Writing**

A resolution of the directors or of any committee of the directors may be passed without a meeting:

- (1) in all cases, if each of the directors entitled to vote on the resolution consents to it in writing; or
- (2) in the case of a resolution to approve a contract or transaction in respect of which a director has disclosed that he or she has or may have a disclosable interest, if each of the other directors who are entitled to vote on the resolution consents to it in writing.

A consent in writing under this Article may be by signed document, fax, email or any other method of transmitting legibly recorded messages. A consent in writing may be in two or more counterparts which together are deemed to constitute one consent in writing. A resolution of the directors or of any committee of the directors passed in accordance with this Article 18.12 is effective on the date stated in the consent in writing or on the latest date stated on any counterpart and is deemed to be a proceeding at a meeting of directors or of

the committee of the directors and to be as valid and effective as if it had been passed at a meeting of the directors or of the committee of the directors that satisfies all the requirements of the *Business Corporations Act* and all the requirements of these Articles relating to meetings of the directors or of a committee of the directors.

## **19. AUDIT, EXECUTIVE AND OTHER COMMITTEES**

### **19.1 Appointment of Audit Committee**

The directors of the Company must elect a committee, to be known as the audit committee, composed of at least three directors to hold office until the next annual general meeting. The secretary treasurer or a trustee of the Board of School Trustees that is the shareholder of the Company must be a member of the audit committee and must chair the audit committee. At every meeting of the audit committee the quorum consists of the majority of its members and the chair must be present. Subject to the foregoing, Articles 19.4, 19.5 and 19.6 apply to the audit committee.

### **19.2 Appointment and Powers of Executive Committee**

The directors may, by resolution, appoint an executive committee consisting of the director or directors that they consider appropriate, and this committee has, during the intervals between meetings of the board of directors, all of the directors' powers, except:

- (1) the power to fill vacancies in the board of directors;
- (2) the power to remove a director;
- (3) the power to change the membership of, or fill vacancies in, any committee of the directors; and
- (4) such other powers, if any, as may be set out in the resolution or any subsequent directors' resolution.

### **19.3 Appointment and Powers of Other Committees**

The directors may, by resolution:

- (1) appoint one or more committees (other than the executive committee) consisting of the director or directors that they consider appropriate;
- (2) delegate to a committee appointed under paragraph (1) any of the directors' powers, except:
  - (a) the power to fill vacancies in the board of directors;
  - (b) the power to remove a director;
  - (c) the power to change the membership of, or fill vacancies in, any committee of the directors; and



- (d) the power to appoint or remove officers appointed by the directors; and
- (3) make any delegation referred to in paragraph (2) subject to the conditions set out in the resolution or any subsequent directors' resolution.

#### **19.4 Obligations of Committees**

Any committee appointed under Articles 19.1, 19.2 or 19.3, in the exercise of the powers delegated to it, must:

- (1) conform to any rules that may from time to time be imposed on it by the directors; and
- (2) report every act or thing done in exercise of those powers at such times as the directors may require.

#### **19.5 Powers of Board**

Subject to the *School Act* the directors may, at any time, with respect to a committee appointed under Articles 19.1, 19.2 or 19.3:

- (1) revoke or alter the authority given to the committee, or override a decision made by the committee, except as to acts done before such revocation, alteration or overriding;
- (2) terminate the appointment of, or change the membership of, the committee; and
- (3) fill vacancies in the committee.

#### **19.6 Committee Meetings**

Subject to Article 19.4(1) and unless the directors otherwise provide in the resolution appointing the committee or in any subsequent resolution, with respect to a committee appointed under Articles 19.1, 19.2 or 19.3:

- (1) the committee may meet and adjourn as it thinks proper;
- (2) the committee may elect a chair of its meetings but, if no chair of a meeting is elected, or if at a meeting the chair of the meeting is not present within 15 minutes after the time set for holding the meeting, the directors present who are members of the committee may choose one of their number to chair the meeting;
- (3) a majority of the members of the committee constitutes a quorum of the committee; and
- (4) questions arising at any meeting of the committee are determined by a majority of votes of the members present, and in case of an equality of votes, the chair of the meeting does not have a second or casting vote.

## **20. OFFICERS**

### **20.1 Directors May Appoint Officers**

The directors may, from time to time, appoint such officers, if any, as the directors determine and the directors may, at any time, terminate any such appointment.

### **20.2 Functions, Duties and Powers of Officers**

The directors may, for each officer:

- (1) determine the functions and duties of the officer;
- (2) entrust to and confer on the officer any of the powers exercisable by the directors on such terms and conditions and with such restrictions as the directors think fit; and
- (3) revoke, withdraw, alter or vary all or any of the functions, duties and powers of the officer.

### **20.3 Qualifications**

No officer may be appointed unless that officer is qualified in accordance with the *Business Corporations Act*. One person may hold more than one position as an officer of the Company. Any person appointed as the chair of the board or as a managing director must be a director. Any other officer need not be a director.

### **20.4 Remuneration and Terms of Appointment**

All appointments of officers are to be made on the terms and conditions and at the remuneration (whether by way of salary, fee, commission, participation in profits or otherwise) that the directors think fit and are subject to termination at the pleasure of the directors, and an officer may in addition to such remuneration be entitled to receive, after he or she ceases to hold such office or leaves the employment of the Company, a pension or gratuity.

## **21. INDEMNIFICATION**

### **21.1 Definitions**

In this Article 21:

- (1) "eligible penalty" means a judgment, penalty or fine awarded or imposed in, or an amount paid in settlement of, an eligible proceeding;
- (2) "eligible proceeding" means a legal proceeding or investigative action, whether current, threatened, pending or completed, in which a director, former director or alternate director of the Company (an "eligible party") or any of the heirs and legal personal representatives of the eligible party, by reason of the eligible party being or having been a director or alternate director of the Company:

- (a) is or may be joined as a party; or
  - (b) is or may be liable for or in respect of a judgment, penalty or fine in, or expenses related to, the proceeding;
- (3) "expenses" has the meaning set out in the *Business Corporations Act*.

## **21.2 Mandatory Indemnification of Directors and Former Directors**

Subject to the *Business Corporations Act*, the Company must indemnify a director, former director or alternate director of the Company and his or her heirs and legal personal representatives against all eligible penalties to which such person is or may be liable, and the Company must, after the final disposition of an eligible proceeding, pay the expenses actually and reasonably incurred by such person in respect of that proceeding. Each director and alternate director is deemed to have contracted with the Company on the terms of the indemnity contained in this Article 21.2.

## **21.3 Indemnification of Other Persons**

Subject to any restrictions in the *Business Corporations Act*, the Company may indemnify any person.

## **21.4 Non-Compliance with *Business Corporations Act***

The failure of a director, alternate director or officer of the Company to comply with the *Business Corporations Act* or these Articles does not invalidate any indemnity to which he or she is entitled under this Article 21.

## **21.5 Company May Purchase Insurance**

The Company may purchase and maintain insurance for the benefit of any person (or his or her heirs or legal personal representatives) who:

- (1) is or was a director, alternate director, officer, employee or agent of the Company;
- (2) is or was a director, alternate director, officer, employee or agent of a corporation at a time when the corporation is or was an affiliate of the Company;
- (3) at the request of the Company, is or was a director, alternate director, officer, employee or agent of a corporation or of a partnership, trust, joint venture or other unincorporated entity;
- (4) at the request of the Company, holds or held a position equivalent to that of a director, alternate director or officer of a partnership, trust, joint venture or other unincorporated entity;

against any liability incurred by him or her as such director, alternate director, officer, employee or agent or person who holds or held such equivalent position.

**22. DIVIDENDS****22.1 Declaration of Dividends**

Subject to the *Business Corporations Act*, the directors may from time to time declare and authorize payment of such dividends as they may deem advisable.

**22.2 No Notice Required**

The directors need not give notice to the School Board as shareholder of any declaration under Article 22.1.

**22.3 Manner of Paying Dividend**

A resolution declaring a dividend may direct payment of the dividend wholly or partly by the distribution of specific assets or of fully paid shares or of bonds, debentures or other securities of the Company, or in any one or more of those ways.

**22.4 Settlement of Difficulties**

If any difficulty arises in regard to a distribution under Article 22.3, the directors may settle the difficulty as they deem advisable, and, in particular, may:

- (1) set the value for distribution of specific assets;
- (2) determine that cash payments in substitution for all or any part of the specific assets to which any shareholders are entitled may be made to any shareholders on the basis of the value so fixed in order to adjust the rights of all parties; and
- (3) vest any such specific assets in trustees for the persons entitled to the dividend.

**22.5 When Dividend Payable**

Any dividend may be made payable on such date as is fixed by the directors.

**22.6 Dividend Bears No Interest**

No dividend bears interest against the Company.

**22.7 Fractional Dividends**

If a dividend to which a shareholder is entitled includes a fraction of the smallest monetary unit of the currency of the dividend, that fraction may be disregarded in making payment of the dividend and that payment represents full payment of the dividend.

**22.8 Payment of Dividends**

Any dividend or other distribution payable in cash in respect of shares may be paid by cheque, made payable to the order of the person to whom it is sent, and mailed to the address of the shareholder, or in the case of joint shareholders, to the address of the joint

shareholder who is first named on the central securities register, or to the person and to the address the shareholder or joint shareholders may direct in writing. The mailing of such cheque will, to the extent of the sum represented by the cheque (plus the amount of the tax required by law to be deducted), discharge all liability for the dividend unless such cheque is not paid on presentation or the amount of tax so deducted is not paid to the appropriate taxing authority.

## **22.9 Capitalization of Surplus**

Subject to the *School Act* and notwithstanding anything contained in these Articles, the directors may from time to time capitalize any surplus of the Company and may from time to time issue, as fully paid, shares or any bonds, debentures or other securities of the Company as a dividend representing the surplus or any part of the surplus.

## **23. DOCUMENTS, RECORDS AND REPORTS**

### **23.1 Recording of Financial Affairs**

The directors must cause adequate accounting records to be kept to record properly the financial affairs and condition of the Company and to comply with the *Business Corporations Act* and the *School Act*.

### **23.2 Inspection of Accounting Records**

Unless the directors determine otherwise, or unless otherwise determined by ordinary resolution, no shareholder of the Company is entitled to inspect or obtain a copy of any accounting records of the Company.

## **24. NOTICES**

### **24.1 Method of Giving Notice**

Unless the *Business Corporations Act*, the *School Act* or these Articles provides otherwise, a notice, statement, report or other record required or permitted by the *Business Corporations Act*, the *School Act* or these Articles to be sent by or to a person may be sent by any one of the following methods:

- (1) mail addressed to the person at the applicable address for that person as follows:
  - (a) for a record mailed to the Board of School Trustees as the sole shareholder of the Company, the School Board's head office or chief place of business to the attention of the secretary-treasurer of the School Board;
  - (b) for a record mailed to a director or officer, the prescribed address for mailing shown for the director or officer in the records kept by the Company or the mailing address provided by the recipient for the sending of that record or records of that class;
  - (c) in any other case, the mailing address of the intended recipient;

- (2) delivery at the applicable address for that person as follows, addressed to the person:
  - (a) for a record delivered to the Board of School Trustees as the sole shareholder of the Company, the School Board's head office or chief place of business to the attention of the secretary-treasurer of the School Board;
  - (b) for a record delivered to a director or officer, the prescribed address for delivery shown for the director or officer in the records kept by the Company or the delivery address provided by the recipient for the sending of that record or records of that class;
  - (c) in any other case, the delivery address of the intended recipient;
- (3) sending the record by fax to the fax number provided by the intended recipient for the sending of that record or records of that class;
- (4) sending the record by email to the email address provided by the intended recipient for the sending of that record or records of that class;
- (5) physical delivery to the intended recipient and in the case of the School Board physical delivery to the secretary - treasurer of the School Board.

#### **24.2 Deemed Receipt of Mailing**

A record that is mailed to a person by ordinary mail to the applicable address for that person referred to in Article 24.1 is deemed to be received by the person to whom it was mailed on the day, Saturdays, Sundays and holidays excepted, following the date of mailing.

#### **24.3 Certificate of Sending**

A certificate signed by the secretary, if any, or other officer of the Company or of any other corporation acting in that behalf for the Company stating that a notice, statement, report or other record was addressed as required by Article 24.1, prepaid and mailed or otherwise sent as permitted by Article 24.1 is conclusive evidence of that fact.

### **25. SEAL**

#### **25.1 Who May Attest Seal**

Except as provided in Articles 25.2 and 25.3, the Company's seal, if any, must not be impressed on any record except when that impression is attested by the signatures of:

- (1) any two directors;
- (2) any officer, together with any director;
- (3) if the Company only has one director, that director; or

- (4) any one or more directors or officers or persons as may be determined by the directors.

## **25.2 Sealing Copies**

For the purpose of certifying under seal a certificate of incumbency of the directors or officers of the Company or a true copy of any resolution or other document, despite Article 25.1, the impression of the seal may be attested by the signature of any director or officer.

## **25.3 Mechanical Reproduction of Seal**

The directors may authorize the seal to be impressed by third parties on share certificates or bonds, debentures or other securities of the Company as they may determine appropriate from time to time. To enable the seal to be impressed on any share certificates or bonds, debentures or other securities of the Company, whether in definitive or interim form, on which facsimiles of any of the signatures of the directors or officers of the Company are, in accordance with the *Business Corporations Act* or these Articles, printed or otherwise mechanically reproduced, there may be delivered to the person employed to engrave, lithograph or print such definitive or interim share certificates or bonds, debentures or other securities one or more unmounted dies reproducing the seal and the chair of the board or any senior officer together with the secretary, treasurer, secretary-treasurer, an assistant secretary, an assistant treasurer or an assistant secretary-treasurer may in writing authorize such person to cause the seal to be impressed on such definitive or interim share certificates or bonds, debentures or other securities by the use of such dies. Share certificates or bonds, debentures or other securities to which the seal has been so impressed are for all purposes deemed to be under and to bear the seal impressed on them.

## **26. PROHIBITIONS**

### **26.1 Definitions**

In this Article 26:

- (1) "designated security" means:
  - (a) a voting security of the Company;
  - (b) a security of the Company that is not a debt security and that carries a residual right to participate in the earnings of the Company or, on the liquidation or winding up of the Company, in its assets; or
  - (c) a security of the Company convertible, directly or indirectly, into a security described in paragraph (a) or (b);
- (2) "security" has the meaning assigned in the *Securities Act* (British Columbia);
- (3) "voting security" means a security of the Company that:
  - (a) is not a debt security, and

- (b) carries a voting right either under all circumstances or under some circumstances that have occurred and are continuing.

#### **26.2 Application**

Article 26.3 does not apply to the Company if and for so long as it is a public company or a pre-existing reporting company which has the Statutory Reporting Company Provisions as part of its Articles or to which the Statutory Reporting Company Provisions apply.

#### **26.3 Consent Required for Transfer of Shares or Designated Securities**

No share or designated security may be sold, transferred or otherwise disposed of without the consent of the directors and the directors are not required to give any reason for refusing to consent to any such sale, transfer or other disposition.



## Policy 19

---

### ACCUMULATED OPERATING SURPLUS

The Board has the responsibility under the School Act to prepare balanced budgets, where Board revenues plus appropriated surpluses fully fund the annual operating, special purpose and capital fund expenses, tangible capital asset acquisitions and planned reductions of prior year deficits. The Board is also responsible for ensuring that the District is protected from extraordinary circumstances which would negatively impact District operations and the education of students.

This policy outlines:

- the purpose and use of operating surplus funds,
- the way in which the Board restricts operating surplus,
- how inter-fund transfers to local Capital are managed, and
- defines how financial risk will be mitigated by establishing contingency surplus funds subject to certain limits and criteria.

District revenues consist of funding from the Ministry of Education, International Student Programs (ISP) and other miscellaneous sources. Due to the performance of the ISP, the Board has been, and continues to be, able to annually spend in excess of Ministry funding on educational programs to support Delta students. Given the uncertain nature of the global economy, the Board takes a conservative approach to forecasting ISP revenues by spending the majority of the earnings only in the following year's budget. As a result, the District often ends the year with a surplus.

The Board is committed to providing stable, multi-year, educational programming with a strong focus on powerful and inspiring learning environments for students, strong foundations in literacy and numeracy, and on graduation for all in this environment of uncertainty. Accumulated surplus funds will be used in a strategically aligned manner with district operational goals and, wherever possible, will be directed to areas of the greatest need in the most efficient manner possible.

An accumulated surplus indicates that a school district has net resources that can be used to provide future services. It is achieved by spending less than the revenues it earns and represents the extent to which operating revenues from all previous years exceeds operating expenditures from all previous years.

It is important for boards to maintain reasonable operating surplus funds to manage financial risk and maintain services for students for more than one year. Boards of education have the authority to approve restrictions on spending of surplus funds and to incur annual deficits where sufficient accumulated surplus funds exist to cover annual deficits.

It is understood that, due to their one-time nature, accumulated surplus funds cannot sustain on-going services.

The ability to carry forward unspent operating funds provides the Board with the flexibility to spend district operating funds more effectively and to plan and sustain

services for a longer period of time. It also enables the Board to set aside unrestricted contingency funds for unexpected costs, to cover decreases in anticipated revenues, or for unforeseen circumstances.

Guiding principles for the use of surplus funds:

- Emphasis will be placed on identifying, analyzing and reporting changes in the composition of surplus funds in order to maintain the long-term financial health of the District.
- Trustees will approve accumulated surplus restrictions based on management recommendations and will review accumulated surplus activity at least quarterly. Wherever possible, motions to appropriate surplus funds will be made in public. Exceptions include where appropriations are made for land, legal, or personnel matters.
- The Board will conduct annual public engagement sessions with local community members, education-partner groups, and local First Nations on why boards have an operating surplus and how the surplus will be used to support the Board's strategic plans, operational needs and enhanced educational outcomes for students.
- A reasonable, K-12 standard practices aligned, unrestricted balance will be maintained to guard against deficits in the event of the unforeseen. This balance may be revised from time to time to keep in line with inflation and changes in the overall Operating Budget value.
- Accumulated operating surplus funds earmarked for capital initiatives not yet begun and funds not yet utilized at June 30, will be maintained in the accumulated operating surplus, not in the capital fund.

In restricting accumulated operating surplus funds, aside from ensuring strategic alignment, priority will first be given to:

- legislative requirements and financial regulation, then
  - operational necessity, then
  - operational aspiration.
- Further, accumulated surplus funds shall be earmarked in the following priority sequence:
    - Funds internally restricted due to an imposed constraint, including but not limited to contractual obligations, Ministry targeted Indigenous funds and Ed Plan funds, School Generated Funds and donor named funds.
    - Funds required to balance an approved budget.
    - Funds internally restricted due to anticipated unusual expenses identified by the Board including but not limited to the settlement of legal actions, implementation of new initiatives, short-term staffing needs, to mitigate one-time financial impacts and emerging events.

- Funds internally restricted for operations spanning one or multiple school years, including but not limited to, funding needed to:
  - balance the upcoming budget,
  - operating or capital projects in progress,
  - purchase order commitments,
  - technology,
  - equipment and capital projects essential to the continuation of education programming in schools or District facilities,
  - funding for mid-year education initiatives not yet budgeted, and
  - for one-time initiatives to improve education excellence and student success.

Revised    March 2022

## Policy 20

---

### AUDIT COMMITTEE

The Audit Committee provides independent oversight to the Board of Education and assists the Board of Education in fulfilling its governance and oversight responsibilities for ensuring compliance with the financial provisions of the School Act and Regulations in relation to financial reporting, the external audit process, risk management and internal controls and compliance matters. The Audit Committee does not relieve the Board of Education of the responsibility of overseeing the school district's finances.

### MEMBERSHIP

1. The Audit Committee will be comprised of the following members:
  - a. Three Trustees who are appointed by the Chair of the Board of Education
  - b. Two public members recommended by a selection committee.

Trustees serving on the audit committee shall receive financial literacy training to aide them in performing their audit committee duties.

2. Members of the public are identified by a selection committee as potential candidates for appointment to the Audit Committee. The selection committee shall be comprised of at least:
  - a. Chair of the Board of Education or Trustee designated by the Chair
  - b. Superintendent
  - c. Assistant Superintendent and Secretary-Treasurer or designated alternate.

The selection committee shall recommend to the Board of Education the members of the public as potential candidates. The Board of Education approves the appointment of the members of the public.

3. Members of the public appointed to the Audit Committee must:
  - a. Be an objective advisor with experience in financial matters, or other relevant expertise
  - b. Not be an employee or officer of the school district
  - c. Not have a parent, child or spouse employed or be an officer of the school district
  - d. Support the values of the school system
4. Members of the public will receive remuneration of \$250 for each full day / \$125 for each half day. Trustee committee members will be remunerated per Board policy. Any incidental expenses (mileage, parking, etc.) will be reimbursed in accordance with Board processes.

5. The term of office of a Trustee who is a member of the Audit Committee shall be determined by the Board, but must be reviewed on an annual basis and shall not exceed four years. The term of office of a member of the public shall be for a period of two years. Members of the public may be re-appointed for no more than two terms unless:
  - a. The position has been advertised for at least 30 days, and
  - b. After 30 days, the selection committee did not identify and potential candidates.

When the term of a member of the public expires, they continue to be a member of the Audit Committee until a successor is appointed or the member of the public is reappointed.

6. At the first meeting of the Audit Committee in each fiscal year, the Audit Committee shall elect the Chair of the committee from the board members appointed to the committee. If at any meeting of the Audit Committee the Chair is not present, the members present may elect a trustee Chair for that meeting. The Chairperson will set the agenda of the meetings based on the work plan developed by the Audit Committee.
7. The Secretary Treasurer, reporting directly to the Audit Committee for audit matters, will act as its primary resource. The Superintendent or appointed Assistant Superintendent as his delegate are also a resource to the Audit Committee, when required.
8. Any vacancy of a member of the Audit Committee shall be filled as soon as possible in accordance with the Audit Committee Terms of Reference. A person who is appointed to fill a vacancy shall hold the position for the remainder of the term of the member whose position became vacant.

## **CONFIDENTIALITY**

9. Deliberations and information received from the attendance at an Audit Committee meeting will be treated as private and confidential information, and shall not be published, released or disclosed in any manner to any persons other than to Trustees of the Board, the Superintendent, or, as determined by the Committee, or in pursuance of specified duties under the School Act, the district's Organizational Bylaw or the Freedom of Information and Protection of Privacy Act.

## **RESPONSIBILITY**

### ***FINANCIAL REPORTING***

10. The Audit Committee reviews the Board's annual financial statements, quarterly financial reports, and all other financial monitoring reports required by the Board, Ministry of Education, or other agencies.

11. The Audit Committee recommends to the Board, if the Audit Committee considers it appropriate to do so, that the Board approve the annual audited financial statements and any other financial monitoring reports.

### ***EXTERNAL AUDIT PROCESS***

12. The Audit Committee recommends to the Board the appointment of the External Auditor in accordance with Board procurement procedures and s. 158 of the School Act.
13. The Audit Committee reviews the External Auditor's audit plan and audit findings, including:
  - a. The External Auditor's engagement letter and independence letter
  - b. Any management representations made to the External Auditor and those representations not obtained from management, if any.
14. The Audit Committee meets on a regular basis with the External Auditor to discuss any matters that the Audit Committee or the External Auditor believes should be discussed.
15. The Audit Committee reviews at least once in every fiscal year, the performance of the External Auditor and makes recommendations to the Board on the appointment, replacement or dismissal of the External Auditor and on the fee and fee adjustment for the External Auditor.
16. The Audit Committee works to resolve any disagreements between management and the External Auditor about financial reporting.
17. The Audit Committee recommends to the Board the pre-approval of all audit and non-audit services to be performed by the External Auditor.
18. The Audit Committee reviews other direct or indirect external audit reports (e.g. Office of the Auditor General) toward making recommendations to the Board for policy or procedural changes for the school district.

### ***RISK MANAGEMENT & INTERNAL CONTROLS***

19. As the primary resource to the Audit Committee, the Internal Audit Officer shall ensure the Audit Committee:
  - a. Reviews the overall effectiveness of the Board's internal controls.
  - b. Understand the inherent risk of fraud and error in the Board.
  - c. Understands the Board's significant risks, the internal controls that mitigate these risks, and management's policies for risk assessment and risk management and to assess the steps management have taken to manage such risks, including the adequacy of insurance for those risks.

20. The Audit Committee reviews and recommends to the Board the content of the annual Internal Audit Plan as prepared by Financial Services and the Internal Audit Officer.
21. The Audit Committee reviews at least once in each fiscal year the performance of the Internal Auditor and provides the Board with comments regarding his or her performance.
22. The Audit Committee meets on a regular basis with the Internal Auditor and management to discuss any matters that the Audit Committee or Internal Auditor believes should be discussed, including:
  - a. Significant findings and recommendations by the Internal Audit Officer and responses of management.
  - b. Any significant changes the internal auditor made to the audit plan in response to issues that were identified during the audit.
  - c. Any difficulties encountered in the course of the internal auditor's work, including any restrictions or limitations on the scope of the Internal Auditor's work or on the Internal Auditor's access to required information.

### **COMPLIANCE MATTERS**

23. The Audit Committee reviews the effectiveness of the Board's system for monitoring compliance with legislative requirements and with the Board's policies and procedures, and where there have been instances of non-compliance, to review any investigation or action taken by management to address the non-compliance.
24. The Audit Committee reviews any significant findings of regulatory entities, and any observations of the Internal Audit Officer or External Auditor related to those findings.
25. The Audit Committee reviews the Board's process for communicating to Board members or staff any codes of conduct that apply to Board members or staff and the Board's process for administering those codes of conduct.
26. The Audit Committee obtains regular updates from management and legal counsel regarding compliance matters.
27. The Audit Committee obtains confirmation by management that all statutory requirements have been met.

### **MEETINGS**

28. The Audit Committee will meet at least three times per year. Additional meetings may be scheduled at the call of the Chairperson if deemed necessary to carry out its responsibilities effectively and efficiently.

29. Minutes will be taken at each meeting and will be presented to the Board of Education.
30. Quorum is achieved when a majority of the members of the Audit Committee are present, one of which must be a member of the public. At least one staff member shall be present for each meeting.
31. Each Audit Committee member who is an elected Trustee has one vote, unless a member has declared a direct or indirect pecuniary interest in an agenda item. In the event of a tie vote, the Chairperson is entitled to cast a second vote.

## **REPORTING & COMMUNICATIONS**

32. The Audit Committee is accountable to the Board of Education for representing the interests of all stakeholders.
33. The Audit Committee maintains an effective communications policy, including disclosure of the Audit Committee's Terms of Reference.
34. Annually, the Audit Committee will report to the Board of Education an evaluation of the performance of the Audit Committee's duties.
35. The Audit Committee shall submit to the Board of Education an annual report that includes:
  - a. The annual Internal Audit Plan prepared by the Internal Audit Officer
  - b. Description of any changes made to an Internal Audit Plan since the last report of the Audit Committee.
  - c. A summary of the work performed by the Internal Audit Officer since the last annual report of the Audit Committee, together with a summary of the work the auditor expected to perform during the period.
  - d. A summary of risks identified and findings made by the Internal Audit Officer.

In the event that members of the public cannot be recruited to the audit committee, the Board will function as a committee as a whole until such time that members of the public can be recruited. Where this situation arises, the committee as a whole will perform the audit committee functions given in this policy.

Adopted: June 2018



## Policy 21

---

### BUDGET MONITORING AND REPORTING

By providing for multi-year budget monitoring and reporting processes, it is the purpose of this policy to support the Board of Education in its financial governance, oversight and reporting responsibility of District education initiatives. This will allow the Board to monitor the District's financial position and the expected financial year-end position throughout the year and on an ongoing basis, and to ensure that budgeting and financial processes align with the District strategic plan, operational goals, and student outcomes.

The Board of Education (or Audit Committee), Superintendent, Assistant Superintendent and Secretary Treasurer (or delegate) will review the financial reports together and will discuss and analyze the financial performance, emerging long-term trends that may impact financial planning for the future, and identifiable key risks of the District that need to be taken into consideration.

### BUDGET PROCESS

1. To ensure control over the process of budget preparation, annual and amended budgets will be built based on District budget guidelines and in alignment with the Board's strategic plan.
2. Budget assumptions, implementation plans, changes and risks will be disclosed to the Board and Trustees will be walked through the supporting materials and budget highlights before they are asked to approve the budget.

The multi-year budgeting process will engage local community members, education partner groups and local First Nations and will provide information on the alignment of funding and resources with the Board's strategic plan and operational objectives.

3. An effective budgetary process will be maintained throughout the year with budget controls that include responsibility for adherence to budget, action plans for individual budget sites, monitoring and adjusting performance to budget, investigating unexplained variances from budget, and reporting on the financial performance of the District.
4. Interim budget updates to the Board of Education will include comparisons to the original budget in the areas of revenues, expenses, accumulated surplus or deficit, full-time equivalents for staffing and eligible funded students, as well as any new information on relevant trends or risks.

### FINANCIAL PERFORMANCE

5. Interim financial statements will be prepared in a timely manner following September, January and March that include a projection to the end of the school

year and an explanation of significant variances between budget and projected totals. A full review of the Audited Financial Statements will be presented to the Audit Committee following the completion of the year-end audit. The Committee will provide their recommendation to the Board at an open meeting of the Board to ensure stakeholder transparency and accountability.

6. Interim reporting will include significant revenue and expense variances for operating and special purpose funds, changes to capital allocations, capital asset purchases and accumulated surplus changes, as well as any new information on relevant trends or risks.
7. Status reports on significant capital projects, achievement of key milestones and risks related to delivering projects on time and on budget and against identified project specifications will be included.

## Policy 22

---

### CHILDCARE

#### Purpose

Bill 8, the Education Statutes Amendment Act, was activated on March 5, 2020. This amendment of the *School Act* by the provincial government outlines new provisions related to childcare facilities located on board of education property, including a prescriptive order from the Minister of Education regarding the formal establishment of new board policy to govern the establishment of such facilities. Order M326, the *Child Care Order*, further defines the role of boards of education with respect to the provision of childcare programs.

The purpose of this Policy is to provide guidance with respect to how the Board of Education of School District 37 (Delta) will promote the use of board property for the provision of childcare programs between the hours of 7 a.m. and 6 p.m. on business days by either the board or third- party licensees.

The use of board property by licensed childcare providers must not disrupt or otherwise interfere with the provision of educational activities including early learning programs and extracurricular school activities.

#### Objectives

1. To maximize the use of school district vacant spaces or sites to serve community needs, when available.
2. Provide appropriate school district spaces or sites to non-profit childcare providers when a need is confirmed to the board and the board is able to make the space available.

#### Definitions

In this Board Policy, the terms “board property,” “business day,” “childcare program,” “educational activities” and “licensee” have the meanings given to those terms in the *School Act*.

“Direct and indirect costs” include:

- Utilities
- Maintenance and repair
- Costs related to payment processing for rental fees
- A reasonable allowance for the cost of providing custodial services
- A reasonable allowance for the time school district administrators and other staff spend on matters relating to the use of board property by licensed childcare providers
- Any other incremental costs directly related to the provision of childcare services on board property

## Guiding Principles

1. The board will assess community need for childcare programs on board property, through a process of engagement with employee groups, parents and guardians, Indigenous community representatives, Indigenous rightsholders, Indigenous service providers, and existing childcare operators. The process for engagement will be reviewed on an ongoing basis, but be conducted at least once every two years.
2. If childcare programs are to be provided on board property, the board will consider, on an ongoing basis, whether those programs are best provided by the board or licensees other than the board.
3. Childcare programs, if operated by the board, will be operated for a fee no greater than the direct costs the board incurs in providing the childcare program.
4. Fees for the use of board property by licensees other than the board will not exceed the direct and indirect costs the board incurs in making board property available for the childcare program.
5. If childcare programs are operated by a licensee other than the board, the board will require the licensee to agree to comply with this Policy.
6. In selecting licensees other than the board to operate a childcare program, the board will give special consideration to the candidates' proposals to: (a) provide inclusive childcare; and (b) foster Indigenous reconciliation with childcare.
7. If the board decides to operate a childcare program, the board will ensure that it is operated in a manner that:
  - Fosters and promotes Indigenous reconciliation in childcare. In particular, the childcare program will be operated consistently with the following principles of the British Columbia *Declaration on the Rights of Indigenous Peoples Act*: (i) Indigenous peoples have the right, without discrimination, to the improvement of their economic and social conditions, including in the area of education; and (ii) "Indigenous peoples have the right to the dignity and diversity of their cultures, traditions, histories and aspirations which shall be appropriately reflected in education"; and
  - Is inclusive and consistent with the principles of non-discrimination set out in the British Columbia *Human Rights Code*.
8. Any contract with a licensee other than the board, to provide a childcare program on board property must be in writing and subject to regular review and completion of Licensed Child Care Facility Inspection Reports in accordance with Ministry of Education requirements. The contract must contain:
  - A description of the direct and indirect costs for which the licensee is responsible and shall clearly state that these costs are subject to annual increases in accordance with duly issued notifications of increases in the direct and indirect costs incurred by the District.
  - An agreement by the licensee to comply with this Policy and all other applicable policies;
  - A provision describing how the agreement can be terminated by the board or licensee, whereby the termination notification shall not be less than 3 months;
  - An allocation of responsibility to ensure adequate insurance is in place to protect the interests of the board;

- A statement that the agreement can only be amended in writing, signed by the board and the licensee;
  - A requirement for the licensee to maintain appropriate standards of performance; and
  - A requirement that the licensee must at all times maintain the required license to operate a childcare facility.
  - Communication that the Board is not connected to the childcare program and that the Board does not make any recommendation or provide support for it
9. Prior to entering into or renewing a contract with a licensee other than the board to provide a childcare program on board property, the board will consider:
- Whether it is preferable for the board to operate a childcare program directly;
  - The availability of school district staff to provide before and after school care;
  - Whether, with respect to a licensee seeking renewal or extension of a contract, the licensee has performed its obligations under this Policy and its contract with the board, with specific regard to that performance in respect of providing an inclusive childcare program and one that promotes indigenous reconciliation in childcare.
  - The utilization of the British Columbia Early Learning Framework to guide and support learning experiences in childcare settings.

## Policy 23

---

### PRIVACY

The Board is committed to ensuring the privacy, confidentiality, and security of all personal information that it collects, uses, discloses, and maintains in connection with its programs and activities. The Board complies with the School Act and the Freedom of Information and Protection of Privacy Act in relation to the protection of privacy. This Policy sets out the Board's commitment, standards, and expectations regarding the appropriate practices for the collection, use and protection of personal information.

#### Principles

The Board and all Staff shall uphold the privacy, confidentiality, and appropriate use of personal information in compliance with the *School Act*, *FIPPA* and the Procedures, including by:

1. being open and transparent about the purposes for which personal information may be collected and used by the School District;
2. collecting and using personal information only as necessary to carry out the School District's authorized programs and activities;
3. sharing personal information internally with Staff only on a need-to-know basis;
4. sharing personal information with third parties with the knowledge and consent of affected individuals, unless otherwise authorized or required under FIPPA, the *School Act* or other applicable laws;
5. ensuring personal information is protected against unauthorized access, use, disclosure, loss, or destruction; and
6. complying with FIPPA and all Procedures for the accuracy, protection, use, disclosure, storage, retrieval, correction and appropriate use of personal information.

#### Transparency and Accountability

The Board strives to be open and transparent with the community about its programs and activities and has processes in place to support the timely response to access requests submitted under FIPPA and the proactive release of information of interest to the community.

#### Responsibility

The Secretary-Treasurer has been designated by the Board as the "Head" of the School District for the purposes of FIPPA, and has overarching responsibility for ensuring compliance with this Policy, FIPPA and the requirements of the School Act pertaining to student records.

#### Complaints

The Board will respond to and, where appropriate, investigate, all complaints that it receives under this Policy concerning its personal information management practices.

**Definitions**

- (a) “Personal Information” means recorded information about an identifiable individual, but does not include an individual’s business contact information (business address, email address, telephone number).
- (b) “FIPPA” means the BC Freedom of Information and Protection of Privacy Act.
- (c) “Procedures” means the administrative procedures to this Policy.
- (d) “Staff” means all employees, contractors, and volunteers of the School District.

**Legal Reference:** Freedom of Information and Protection of Privacy Act, R.S.B.C. 1996, c. Part 3;  
School Act, R.S.B.C. 1996, c. 412 sections 9, 79(3)  
Student Records Disclosure Order(M14/91)