

Board of Trustees

Governance & Priorities Agenda 2015-2016: #23

Date:

June 2, 2016

Time:

9:30 a.m.

Location:

Room 206, Catholic Education Services

1. Call to Order

1.1 The meeting was called to order at 9:30 a.m. by John Acheson.

Larry Kowalczyk began the meeting with the Opening Prayer.

1.2 Present

Board

John Acheson, Chair of the Governance and Priorities Committee Marilyn Bergstra, Board Chair Patricia Grell Larry Kowalczyk

Absent:

Debbie Engel Cindy Olsen Laura Thibert

Administration

Andrea Klotz, Corporate Secretary*

Officers of the Board Superintendent Carr and Chief Financial Officer Devlin were not advised of or invited to the meeting.

Governance Consultant Don Cummings was not present.

*Corporate Secretary Klotz noted that she is uncomfortable with being present because the meeting is not a duly constituted meeting and that she is present as a courtesy.

1.3 Agenda

- The purpose of the meeting is to engage in generative thinking and discussion on governance matters that are before the Board.
- In-Camera

2. Business of the Meeting

A. Councils of Elders/Edmonton Catholic Schools Foundation

At the Bishop's Breakfast of June 1, 2016 John Acheson advised that he asked Joe Naccarato to arrange a meeting before the next Public meeting with the Council of Elders.

Issues relating to the Council of Elders include:

Challenges that this is a Board Committee and that the Board has no right to select who sits on the committee. The question was asked how the Board gets to influence the membership of the Council.

The Board Chair noted she is hearing that there isn't a diversity of representation on the Council of Elders. Hence her motion at the May 31, 2016 Public Meeting of the Board.

It was suggested that similar challenges exist with the Foundation. However, it was noted by Marilyn that when the Foundation was struck, trustees were invited to suggest names of individuals who they felt would be appropriate for the Foundation.

Recommendations

Regarding the Council of Elders

That the Board meets with the Council to discuss the following:

- a) review membership selection, and
- b) review Terms of Reference

Regarding the Foundation

Obtain a legal opinion to understand the relationship between the Board and the Foundation.

B. Board Decorum

The question was asked: should the Board invite Kevin Feehan to give a similar session that he gave at the ASBA Fall GM on the Role of the Chair that would also include Board Decorum, and parliamentary procedures such as point of interest, point of information.

Action

The following was agreed upon:

- Don Cummings will be contacted to confirm his plans to go forward or not go forward with the Governance Reform Meeting of June 9
- If the Governance Reform Meeting does not go forward, a Governance and Priorities Committee Meeting will be scheduled and Kevin Feehan will be contacted for his availability to address the following items:
 - The Role of the Chair, Board Decorum, and Parliamentary Procedures
 - The District's position that will be presented on June 10th at the Human Rights Hearing

Marilyn Bergstra moved the meeting in-camera at 10:12 a.m.

Patricia Grell moved the meeting out of camera at 12:20 p.m.

Carried

Carried

- C. Community Connections Moved to June 8, 2016
- D. In-Camera

The following actions coming out of the In-Camera meeting are:

Agenda for June 8, 2016:

Acknowledging that Officers of the Board Joan Carr and Barry Devlin cannot be at this meeting:

- Governance Reform Initiative
- Legal Counsel/Board Dynamics
- Foundation:
 - (a) Relationship between the Board and the Foundation, Legal Implications
 - (b) Board Liability re: Foundation
- Positive Pathways Going Forward, Planning Framework
- ASBA Legal Opinion on Organizational Meetings
- Tapes

Note: Legal Fees are moved to June 14, 2016

3.0 Adjournment

- **3.1** Larry Kowalczyk said the Closing Prayer.
- 3.2 The meeting adjourned at 12:30 p.m.