

FANSHAWE COLLEGE BOARD OF GOVERNORS' POLICY MANUAL

CATEGORY B - BOARD PROCESS

TITLE: BOARD MEETINGS

POLICY NUMBER: B-40

EFFECTIVE DATE: 2023 06 08 (Partial BLG review)

REFERENCE: 39805, 43905, 44304, 49205, 49504, 51403, 52101, 53102,
55501, 60312

BACKGROUND INFORMATION:

The following policy is intended to supplement information contained in By-Law No. 1, and document the organization and structure of regular meetings of the Board of Governors.

THE POLICY:

1. General

- 1.1 The Board of Governors normally holds at least six regular meetings per year as determined in June of the prior year. Special meetings of the Board may be called in accordance with By-Law #1, as needed.
- 1.2 Regular meetings of the Board of Governors are normally scheduled for three hours.
- 1.3 Except for in camera items as noted in By-Law No. 1, all meetings of the Board of Governors shall be open to the public in accordance with the Regulation under the Ontario Colleges of Applied Arts and Technology Act. Attendance may be limited by the Board Chair where conditions of overcrowding may exist. When it appears that public attendance may exceed the seating capacity, the Secretary will arrange control of admission on a first-come first-seated basis.
 - 1.3.1 A resolution is required for the Board of Governors to go in-camera to discuss matters that are considered to be confidential as identified in By-Law No. 1.
 - 1.3.2 In-camera sessions normally include the Vice-Presidents.
- 1.4 Seating at the Board table is reserved for Board members and the Vice-Presidents as resource personnel. Limited gallery seating is available for members of the public on a first-come first-seated basis.
- 1.5 The rules guiding the procedure at meetings shall be Robert's Rules of Order, unless otherwise determined by resolution of the Board.

- 1.6 The Board may from time to time meet with the President alone, to allow private discussion between the Board and the President. Such sessions do not constitute formal meetings of the Board.

2. Agendas

- 2.1 Agendas for Board meetings are normally distributed one week before the meeting.
- 2.2 The content and structure of the Board agenda is determined by the Board Chair assisted by the Board Process Committee, and approved by the Board at the meeting.
- 2.3 All supporting materials distributed with the agenda shall be held strictly confidential until discussed by the Board in open session. All supporting materials, agenda items and minutes associated with in-camera sessions of the Board are always strictly confidential, unless released by the Board in open session.
- 2.4 Agendas, without supporting materials, for the open portion of the meeting will be made available generally one week before the meeting on the College website.
- 2.5 Where appropriate, Board members may find some information expunged from their copy of in-camera supporting materials, including in-camera minutes, where a conflict of interest has been declared or is anticipated to be declared.
- 2.6 The Board agenda is flexible to accommodate time requirements for specific items and generally includes the following categories:
 - a) Opening Procedures
 1. Call to Order and Announcement of Quorum
 2. Chair's Welcome
 3. Disclosure of Conflicts of Interest
 4. Consent Matters
 - b) Future Focused Discussions
 - c) Board Reports
 - d) Monitoring Reports
 - e) Chair's Report
 - f) President's Report
 - g) Committee of the Whole In-Camera, as needed
 - h) Report from the Committee of the Whole
 - g) Adjournment
- 2.7 Any Board member who wishes to ask a question, discuss, or oppose an item under Consent Matters on a Board Agenda may have it removed from the Consent Agenda by contacting the Board Secretary prior to the meeting, or by asking that it be removed before the Chair calls for a mover for the motion. Consent matters generally include approval of minutes, academic program approvals, and various Board reports.

3. Communications

- 3.1 The distribution of the Board Agenda and supporting materials is limited to the members of the Board and the Vice-Presidents (except for sensitive matters regarding the President).
- 3.2 Draft minutes of Board meetings are distributed to the Board with the agenda as noted above except where there may be a conflict of interest.
- 3.3 Approved public session Board minutes are available on the College's website for meetings held in the current year as well as the previous year. Approved Board minutes prior to that period are available by contacting the Board Office.
- 3.4 As the spokesperson for the Board, the Chair may issue a communication to keep the Board and/or College community informed about Board issues. The format and distribution of this communication will be left to the discretion of the Chair; however, all such communications will be distributed to all Governors.