

AVON MAITLAND DISTRICT SCHOOL BOARD

BOARD POLICY #10

COMMITTEES OF THE BOARD

Legal References: *Education Act: Section 57.1 Special Education Advisory Committees; Section 170-171 Duties and Powers of Boards; Section 207 Open and Closed Meetings; Section 252 Financial Statements; Section 253 Appointment of Auditor; Section 283 General Report of Chief Executive Officer; Section 308 (4) Appeal of a Suspension; Section 309 (9-13) Expulsion Hearing by Board; Section 311 Appeal of Expulsion; Labour Relations Act; Municipal Conflict of Interest Act; Municipal Freedom of Information and Protection of Privacy Act Regulation 306 Special Education Programs and Services; Regulation 308 Supervised Alternative Learning for Excused Pupils; Regulation 464/97 Special Education Advisory Committees, Bill 177, Audit Regulation 361/10*

Related References: *Educating Together: A Handbook for Trustees, School Boards and Communities; OPSBA. 2003; Robert's Rules of Order; Form 010 Selection of Board Committees*

In order to govern the system in an effective and efficient manner, the board may establish such committees, as it deems necessary. The purpose, powers and duties, and membership of each committee shall be approved by the board as required.

Avon Maitland District School Board shall establish statutory committees. The board shall also establish at least one standing committee, i.e., Committee of the Whole Board, which will meet in public and closed session, as permitted by the *Education Act*. A statutory or legislated committee is one required by the *Education Act*.

1. Committees

- 1.1 A standing committee is a committee established by the board to perform a continuing function.
- 1.2 In addition, members of the board may be assigned to serve as voting members on other advisory or *ad hoc* committees of the board. *Ad hoc* committees are established to carry out a specified task, at the completion of which they cease to exist. An example of this kind of committee is the selection committee to fill a trustee vacancy as described in Section 9.4.4 of Policy No. 9 Board Governance By-laws.
- 1.3 Meetings of the standing, advisory and *ad hoc* committees of the board shall be open to the public except when the subject matter under consideration is covered by Section 207(2) of the *Education Act*.
- 1.4 The rules of order of the board as set out in Policy No. 9 Board Governance By-laws shall be observed in all regular and special meetings of all board committees.
- 1.5 A report of a committee is that of a majority of the committee. A minority report may appear as an appendix to the report of the committee.

- 1.6 Committees shall submit minutes to the board after each meeting and the chair of the committee, or where the chair is not a trustee, a trustee appointed to the committee, or trustee designate, shall move any recommendations contained therein.
- 1.7 A committee report shall not be amended by the board, but the board may refer the report back to the committee for further consideration or with instruction to amend the report in some way.
- 1.8 Committee recommendations may be acted on separately when they are presented with the committee report or be postponed to a definite time. Whenever the board desires to consider the recommendations, the trustee chair of the committee, or a trustee appointed to the committee, reads each recommendation of the committee and moves its adoption. The motion should be stated in a form that will allow the board to vote directly on the proposal itself, rather than a motion to agree or disagree with the recommendation of the committee. A motion embodying a committee recommendation is considered and acted on as any other main motion.
- 1.9 Routing of business to the board or to a committee is the responsibility of the secretary of the board, in consultation with the board chair. The secretary of the board determines whether items of business go directly to the board or to committee for study, investigation and recommendation.
- 1.10 The general guidelines followed by the secretary are urgency and depth of investigation. Nothing in this process prevents the board from referring a matter to a committee for investigation and recommendation.

2. Development of Committee Structure

Following the inaugural meeting of the board in an election year or following the initial meeting of the board in other years, the members of the board are given an opportunity to express preferences for committee involvement.

The committee structure is described in “Governance Structure”, Appendix 2 of Policy No. 9 Board Governance By-laws.

Trustee preferences are stated on Form 010 Selection of Board Committees. As described in Section 1 of Policy No. 7 Role of the Board Chair, the chair, in consultation with the vice-chair, recommends the assignment of trustees to board committees.

The membership of all committees shall be reported and voted on at the next regular meeting of the board and shall continue for the duration of a one-year session of the board.

3. Quorum

3.1 Determining Quorum

The presence of a majority of all members of the committee is necessary to form a quorum. The chair and the vice chair of the board may be named as members of committees and are then counted in determining quorum except as specified for Audit Committee. The chair shall be an *ex-officio* member of all other committees of the board, and may make motions and vote when in attendance except as specified for Audit Committee. The chair is not counted in determining quorum when attending as an *ex-officio* member. [Section 1 (a) of Policy No. 7 and Section 2.2 in Policy No. 8] It is the duty of the chair of the committee to determine that a quorum is present.

3.2 Reduced Quorum in Committees

A member, who anticipates that attendance at a number of consecutive meetings will not be possible, shall inform the committee in advance of such likelihood and the committee for the period of such anticipated absence, and solely for the purpose of calculating quorum as described in Section 3.1 above, may reduce the committee membership by one.

3.3 Limits on Reduced Quorum

No committee shall reduce its total membership by more than two members or one-third, whichever is the lesser, in accordance with the provisions of Section 3.2 for the purposes of calculating a quorum.

3.4 Thirty Minute Rule

If a quorum is not present within thirty minutes after the time set for the committee meeting, and in the absence of a definite extension agreeable to all members present, the meeting shall adjourn and the recording secretary shall record the names of the members then present.

3.5 Actions Possible if No Quorum

The only actions, which can be undertaken in the absence of a quorum, are to fix the time to adjourn, to adjourn, to recess or to take measures to obtain a quorum.

3.6 Adjournment When Quorum Lost

The committee shall adjourn a convened meeting whenever a quorum is no longer present and the recording secretary shall then record the time of adjournment and the names of the committee members then present.

4. Committee of the Whole Board

When it is required by law or when the board, on motion of a member, decides that it would be appropriate to discuss a matter in the Committee of the Whole Board, the board, by motion, shall resolve itself into a Committee of the Whole Board. The Committee of the Whole Board is comprised of all members of the board as voting members of the committee. Meetings of the Committee of the Whole Board may be in public or closed session.

The reasons for the closing of certain Committee of the Whole Board meetings are set out in the *Education Act* and in Section 2.1.3 of Policy No. 9 Board Governance By-laws.

4.1 Rules to Apply

The rules of order and the order of business set out in Policy No. 9 Board Governance By-laws shall apply to all regular and special meetings of the Committee of the Whole Board.

4.2 Documents for the Meeting

Preparation and distribution of the notice of meetings, agenda and minutes shall be as for regular and special meetings of the board.

4.3 Chair of Committee of the Whole

The vice chair shall be the chair of the Committee of the Whole Board in closed session and shall preside at all meetings of this committee. [Section 1, Policy No. 8]. The chair of the board shall be the chair of the Committee of the Whole Board in open session. [Section 1, Policy No. 7].

4.4 Limitations on Debate

Discussion in the Committee of the Whole Board shall be strictly limited to the subject referred to the Committee of the Whole Board.

4.5 Rise and Report

At the conclusion of its business, the Committee of the Whole Board shall, on motion of one of its members, rise and report its findings to the board, which shall deal with such report in the same fashion as any committee report.

5. Types of Committees – Statutory Committees

Statutory committees are specifically required by legislation. The chair, in consultation with the vice chair, will make recommendations for the assignment of members of the board to statutory committees.

Chairs of statutory committees are elected at the first meeting of the committee. A member of senior administration will act as administrative liaison to the committee and will be responsible for minutes for the committee.

5.1 Special Education Advisory Committee

5.1.1 Purpose:

- a) The Special Education Advisory Committee (S.E.A.C.) is an advisory committee to Avon Maitland District School Board and may make recommendations to the board on any matter affecting the establishment and development of special education programs and services in respect of exceptional students of the board.
- b) This committee provides an avenue for community involvement and receives advice and input from the community.
- c) The Special Education Advisory Committee is mandated by *Ontario Regulation 464/97*.

5.1.2 Powers and Duties:

- a) To become aware of the special education programs and services of the board that are provided to meet the needs of all exceptional students within the board;
- b) To facilitate the exchange of information and ideas among the committee members representing the local associations, the director and/or designates, and the board;
- c) To make recommendations to the board about special education programs and services for exceptional students of the board;
- d) To provide information to the local associations about the Special Education Advisory Committee (S.E.A.C.);
- e) To review annually the special education report in accordance with Ministry legislation; and
- f) To participate in a special education program review and provide recommendations to the board.

5.1.3 Membership:

- a) Two trustees; two alternates;
- b) One representative from each of the local associations, not to exceed twelve, to be nominated by the respective associations and appointed by the board;
- c) One alternate for each representative, nominated by each local association and appointed by the board;
- d) The director and/or designates; and
- e) One or more additional community members who are not representatives of a local association

5.1.4 Meetings:

The committee shall meet at least ten times in each school year.

5.2 Student Matters, Appeals and Hearings Committee

5.2.1 Each year the board will confirm a Student Matters, Appeals and Hearings Committee to be made up of all members of the Board. As needed, a subset of no fewer than three Trustees will be asked to hear appeals of pupil suspensions, principal recommendations for expulsion and appeals of student exclusions.

5.2.2 Committee meetings are called upon receipt of an appeal of a suspension or an expulsion, and upon a request for an expulsion hearing by the board.

5.3 Supervised Alternative Learning

5.3.1 Purpose:

- a) The Supervised Alternative Learning Committee considers applications made on behalf of students of at least fourteen years of age up to the age of school leaving.
- b) The committee considers whether or not to approve learning programs that involve full-time or part-time employment at an approved workstation; completion of a life skills course; or other studies acceptable to the committee.
- c) The Supervised Alternative Learning Committee functions in accordance with the terms of *Ontario Regulation 308*.

5.3.2 Powers and Duties:

- a) The Supervised Alternative Learning Committee shall consider the application of any parent to have his or her child participate in a S.A.L. program.
- b) The committee shall also consider any oral or written submission made by any person in support or opposition to the application.
- c) The committee may require the principal or any other employee of the board to report to the committee regarding the child for whom the application is made.

5.3.3 Membership:

- a) At least three members, including a member of the board; the director of education or designated supervisory officer; and at least one person who is not an employee of the board.
- b) Avon Maitland District School Board assigns one trustee and one alternate to the S.A.L. Committee.

5.3.4 Meetings:

Meetings are scheduled monthly based on receipt of an application for a S.A.L. program.

5.4 Parent Involvement Committee (PIC)

5.4.1 Purpose:

- a) The Parent Involvement Committee (PIC) is to support, encourage and enhance parent engagement at the board level in order to improve student achievement and well-being.
- b) A Parent Involvement Committee shall achieve its purpose by providing information and advice on parent engagement to the board; communicating with and supporting school councils of schools of the board; and understanding activities to help parents of pupils of the board support their children's learning at home and at school.

5.4.2 Membership:

- a) The number of parent members specified in the by-laws of the committee (parent members must constitute a majority of the members of a PIC)
- b) The director of education
- c) One trustee and one alternate appointed by the board
- d) The number of community representatives specified in the by-laws of the committee

5.4.3 Meetings

PICs are to meet at least 4 times in each school year. Meetings are to be held in public and no meeting may be held unless the following members are present: a majority of parent members present, the director of education (or designate) and the board member (or his/her designate).

5.5 Audit Committee

5.5.1 Purpose:

The Audit Committee is a committee of the board with the primary role to assist the board in fulfilling its duties related to governance and oversight.

5.5.2 Duties:

The Audit Committee is responsible for the following duties as defined in Regulation.

- a) Duties related to the Financial Reporting process:
 - to review the board's financial statements;
 - to review the result of the external audit;
 - to recommend to the board the approval of the annual audited financial statements;
 - to review matters that the external auditor is required to communicate to the Audit Committee under generally accepted auditing standards; and
 - to review with the external auditor material written communications.
- b) Duties related to internal controls:
 - to review the overall effectiveness of internal controls;
 - to review the scope of the internal and external auditor's reviews of internal controls, as well as the findings, recommendations and management's response; and
 - to discuss with the board administration the significant financial risks and the measures which administration has taken to monitor and manage these risks.

- c) Duties related to the internal auditor:
- to review the internal auditor's mandate, activities, staffing, and organizational structure;
 - to make recommendations on the content of the internal audit plan and on all proposed major changes to the plan;
 - to review the internal auditor's audit plan and recommend acceptance of the plan to the board to ensure there are no unjustified restrictions or limitations on the scope of the annual internal audit;
 - to review at least once in each fiscal year the performance of the internal auditor and provide comments regarding his or her performance;
 - to review the effectiveness of the internal auditor, including the internal auditor's compliance with standards for internal auditing;
 - to meet on a regular basis with the internal auditor; and
 - to review findings, recommendations and any difficulties encountered in the course of the internal auditor's work.
- d) Duties related to the external auditor:
- to review the performance of the external auditor and make 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;
 - to review the external auditor's audit plan and recommend acceptance of the plan to the board;
 - to review and confirm the independence of the external auditor;
 - to meet on a regular basis with the external auditor and discuss important matters;
 - to resolve any disagreements between management and the external auditor about financial reporting; and
 - to recommend to the board a policy designating services that the external auditor may perform for the board and, if the board adopts the policy, to oversee its implementation.
- e) Duties related to compliance matters:
- to review the effectiveness of the board's system for monitoring compliance with legislative requirements and with the board's policies and procedures and follow up on any non-compliance;
 - to review any significant findings of regulatory entities, and any observations of the internal or external auditor related to those findings;
 - to review the board's processes for communicating any applicable codes of conduct and for administering those codes of conduct;
 - to obtain regular updates from management regarding compliance matters; and
 - to obtain confirmation from the Director of Education and supervisory officers that all statutory requirements have been met.
- f) Duties related to risk management:
- to inquire about significant risks;
 - to review the board's procedures for risk assessment and risk management and to assess the steps taken to manage such risks ; and
 - to perform other activities related to the oversight of the board's risk management issues or financial matters as requested by the board
 - to initiate and oversee investigations, as appropriate.

5.5.3 **Membership:**

- a) The Audit Committee of Avon Maitland District School Board shall be comprised of three voting trustees appointed by the board.
- b) There shall be two community members with voting privileges on the Audit Committee. Regarding the selection and appointment process of these community members:
 - An open recruitment of community members shall be completed per the normal recruitment practice in place at the board;
 - The selection committee shall consist of the director, the treasurer and the chair of the board or chair of the Audit Committee;
 - Community members shall be selected on the basis of their financial training and experience, in accordance with Ontario Regulation 361/10;
 - Community members shall be appointed to the Audit Committee for a term of up to three years;
 - An alternate community member may also be appointed at the discretion of the selection committee; and
 - Reappointment of community members cannot occur more than once without a formal recruitment process.
- c) Any voting member can be elected chair of Audit Committee. The election of the chair will take place at the first meeting of the fiscal year.
- d) If the chair ceases to be a member of the Audit Committee due to annual reorganization of committees, end of trustee term, or other circumstances, the chair shall be elected at the first meeting of the Audit Committee after the chair position is vacated.
- e) If the board chair and/or the vice chair is not a member of the Audit Committee, they will sit as ex officio (non-voting) members of the Audit Committee.

5.5.4 **Meetings:**

- a) The Audit Committee shall meet at least three times in each fiscal year at the call of the chair of the committee, and at such other times as the chair considers advisable.
- b) The first meeting of the Audit Committee in each fiscal year shall take place no later than September 30.
- c) A majority of members of the Audit Committee that includes at least one member who is not a board member constitutes quorum.

5.5.5 **Reporting:**

- a) The Audit Committee shall bring forward to the board the annual internal audit plan for approval, as well as proposed major changes to that plan.
- b) The Audit Committee shall bring forward to the board the annual external audit plan for approval, as well as proposed major changes to that plan.
- c) The Audit Committee shall provide an annual report to the board outlining its activities, progress, member attendance and any other matters considered to be relevant.
- d) All meeting minutes shall be brought forward to the board for information, following approval at the committee meeting.

6. **Types of Committees – Standing Committees**

Standing committees are established to assist the board with work of an ongoing or recurring nature.

The following committees will be designated as standing committees for Avon Maitland District School Board. Normally committees meet on the same day on a regular monthly basis. The meeting dates are chosen annually.

6.1 Finance Committee

6.1.1 Purpose:

The Finance Committee is responsible for overseeing the budgeting process, as well as other financial matters that do not fall under the responsibility of the Audit Committee and/or are too financially complex to be dealt with at the regular board meeting.

6.1.2 Powers and Duties:

- a) To consider recommendations from other committees for items to be included in the budget;
- b) To provide direction as to budget application when significant adjustments are required;
- c) To present to the board a recommended budget each year;
- d) To research financial matters as referred by the board;
- e) To recommend the annual draft estimate budget to the board for board approval;
- f) To present the revised estimates to the board for information;
- g) To report on its activities and make recommendations as necessary to the full board after each meeting;
- h) To meet in public and closed session as permitted by the *Education Act*; and
- i) To conduct meetings in accordance with the *Education Act*, the *Municipal Conflict of Interest Act*, the *Municipal Freedom of Information and Protection of Privacy Act*, and such other Acts and Regulations as are applicable to the topics under discussion.

6.1.3 Membership:

- a) The Finance Committee shall be all trustees of the board.
- b) The board's director and treasurer will be the administrative liaison for the committee.

6.1.4 Meetings:

- a) The Finance Committee shall meet as required to address the requirement of budget oversight, typically during the months of January, May and June.
- b) If necessary to complete the business of the committee, additional meetings may be called by the chair of the committee.

6.2 Director's Review Committee

The Director's Review Committee is a standing committee of the board with an approved trustee membership.

6.2.1 Purpose:

- a) The corporate board will provide an evaluation for the director of education.
- b) The board will evaluate the director, using the director's job description and the Strategic Plan as the basis for the evaluation.

6.2.2 Powers and Duties:

- a) To review with the director the annual report(s) of the director on the action the director has taken in the system.
- b) To review the system plan prepared by the director.
- c) To evaluate the director's performance in achieving the responsibilities set out in Board Policy No. 3 Director of Education Job Description; and
- d) To present an evaluation report for ratification by the board.

- 6.2.3 **Membership:**
- a) Chair;
 - b) Vice Chair; and
 - c) Other trustees as determined by the board

- 6.2.4 **Meeting:**
In the first year of service and annually or biannually thereafter

7. Special *Ad Hoc* Committees

- 7.1 *Ad Hoc* committees are appointed to investigate and make recommendations on a particular issue and cease to exist once the final report to the board has been made. An ad hoc committee may be a sub-committee of a standing committee.
- 7.2 In establishing an ad hoc committee the board will:
- a) Require a specification of purpose, which purpose does not fall under the terms of reference of a standing committee;
 - b) require that the composition of the committee be clearly defined and that the procedure for selecting members and appointing a chair be specified; and, that the names of the chair and committee members be reported no later than the next regular meeting of the board;
 - c) require that the powers and duties of the committee be specifically defined;
 - d) require the stating of a target date for reporting to the board; and
 - e) dissolve by motion an ad hoc committee when it has completed its work.
- 7.3 A member of senior administration will act as administrative liaison to the *ad hoc* committee and will be responsible for minutes for the committee. Some examples of important *ad hoc* committees are provided below.

7.4 Policy Committee

The Policy Committee is an ad hoc committee of the board with an approved trustee membership. All trustees may attend meetings of the Policy Committee and participate in discussions, but quorum and voting privileges reside with the assigned trustees approved by the board. The chair of the board may also vote as an *ex officio* member of all board committees.

7.4.1 Purpose:

- a) The Policy Committee is responsible to the board for developing policies that outline how Avon Maitland District School Board will successfully function.
- b) The Policy Committee ensures that all board policies relate to the governance role of the board as described in Board Policy No. 2 Board of Trustees Job Description.

7.4.2 Powers and Duties:

- a) To develop priorities for policy development, in consultation with the director of education, as described in Board Policy No. 12 Policy Making;
- b) To respond to issues identified by the board, a board committee, a trustee through notice of motion or by the community;
- c) To question if the development of a policy is the appropriate response to an issue or circumstance;
- d) To approve policy statements that meet the criteria identified by the board of trustees;
- e) To review policies to ensure that they reflect the desired impact and/or purpose;
- f) To follow the development and consultation processes set out in Board Policy No. 12 Policy Making;

- g) To ensure that board policies are consistent with the *Education Act* and Regulations and other legislation; and
- h) To review policies to ensure that they are still relevant, that they conform to the criteria for board governance policies and that they have been implemented effectively.

7.4.3 Membership:

- a) Trustees as determined by the board;
- b) The chair of the board, as an *ex officio* member; and
- c) The director of education and/or the director's designate(s) as the administrative liaison for the Policy Committee.

7.4.4 Meetings:

Meetings are held at the call of the chair.

7.5 Board Review/Self-Evaluation Committee

7.5.1 Purpose:

- a) The board review/self-evaluation provides a pre-determined process for evaluation to strengthen the governance function and credibility of the board.
- b) This review complements the director of education evaluation process.

7.5.2 Powers and Duties:

- a) To review the action the board has taken during the preceding twelve months; and
- b) To review the board's success in fulfilling its defined role and in developing and maintaining effective board/director relations.

7.5.3 Membership:

- a) Committee of the Whole Board; and
- b) The director of education.

7.5.4 Meeting:

Annually

7.6 Other Special Committees

The board will also establish special *ad hoc* committees for such purposes as the following:

- a) To select a director of education as set out in Policy No.16 Selection of the Director;
- b) To appoint a trustee when a trustee vacancy occurs as described in Section 9.4.4 of Policy No. 9 Board Governance By-laws.

8. Other Types of Committee Involvement

8.1 Advisory Committees

Board members of Avon Maitland District School Board serve on three advisory committees.

- a) One trustee is appointed by the board to be a board representative on the School Year Calendar Committee;
- b) One trustee and one alternate are appointed to serve as members of the Students' Advisory Committee (Student Trustees); and
- c) One trustee is a board representative on the Joint Health and Safety Committee.

8.2 Other Trustee Assignments

Board members have other committee assignments as follows:

- a) Two trustees and one alternate are assigned to the *Accessibility for Ontarians with Disabilities Act (AODA) Committee*;

- b) Three trustees are assigned to the Curriculum Pool, a curriculum steering committee;
- c) Three trustees are assigned to the Human Resources Pool, which deals with matters such as negotiating collective agreements; and
- d) One trustee is a member of the Foundation for Enriching Education Perth and Huron. The Foundation raises funds to develop and support its own programs, which it offers to the schools; and
- e) Four trustees are assigned to the Recognition & Service Awards Committee;
- f) Two trustees are assigned to the Huron-Perth Student Transportation Services Committee.

9. Resource Personnel

The director or the director's designate may appoint resource personnel to work with committees, and shall determine the roles, responsibilities, and reporting requirements of the resource personnel.