



## **POLICY 7: COMMITTEES OF THE BOARD**

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Standing Committees are established to assist the Board with governance work of an ongoing or recurring nature. Standing committees are usually appointed annually at the Organizational Meeting. The appointed member shall serve on the committee for approximately one (1) year or as determined by the specific committee terms of reference, or unless s/he is unable to perform the duties assigned or until replaced by a subsequent appointment.

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

The Board sees committees as necessary for the proper governance of the Division.

Appointed members are expected to comply with Policy 4 – Trustees Code of Conduct, including its appendices, throughout their tenure as appointed members of any of the below committees, or such other committee as may be established to assist the Board from time to time.

### **Specifically**

1. Committees are established by the Board at its annual organizational meeting and will be provided with clear terms of reference.
2. The Superintendent or designate is responsible for providing a written report to the Board and for conducting the committee in accordance with Board policies and procedures.

#### **2.1 Board/ATA Liaison**

##### **2.1.1 Membership**

- Chair, Vice-Chair (or designate)
- Two (2) ATA representatives
- Superintendent or designate

##### **2.1.2 Powers/Terms of Reference**

- To meet at least two (2) times during the school year to discuss issues that may arise which may affect the work life of teachers and/or Board operations.
- To discuss policies with the ATA within boundaries set by the Board.

##### **2.1.3 Reporting**

- Verbal report shared with the Board as information only.

## 2.2 ATA Negotiations

### 2.2.1 Membership

- Three (3) Trustees including the Board Chair (unless in conflict) and TEBA representative
- Secretary-Treasurer
- Superintendent designate(s)
- Superintendent

### 2.2.2 Powers/Terms of Reference

- To make recommendations to the Board on relevant matters.
- To negotiate with ATA within boundaries set by the Board and in accordance with the Education Act, Labor Relations Act and Public Education Collective Bargaining Act (PECBA).

### 2.2.3 Reporting

- Verbal report shared with the Board in camera as information only.

## 2.3 Student Matters Appeals/Hearings Committee

### 2.3.1 Membership

- Any two (2) trustees who are available.

### 2.3.2 Powers/Terms of Reference

- To conduct hearings and hear appeals, and make final decisions in accordance with Policy 14.

### 2.3.3 Reporting

- Decisions made form part of the student record in accordance with the Education Act.

## 2.4 Audit Committee

### 2.4.1 Membership

2.4.1.1 Three (3) Trustees. One (1) of the three Trustees will act as the Chair of the Audit Committee as determined by the members.

2.4.1.2 Two (2) members of the general public, who are independent to the Division, have no relationship to the audit firm and who are financially literate.

### 2.4.2 Purpose

2.4.2.1 To assist the Board and the Superintendent in fulfilling their oversight responsibilities for the financial reporting process, the system of internal control over financial reporting process, the audit process (including Public Sector Accounting Standards (PSAS) compliance),

and monitoring the Division's compliance with laws and regulations pertaining to financial operations.

#### 2.4.3 Powers and Duties

2.4.3.1 The Committee has the authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to:

- With the consent of the Board, retain outside counsel, accountants or others to advise the Committee or assist the conduct of an investigation
- Seek any information it requires from employees – all of whom are directed to cooperate with the Committee's request or that of associated external parties
- Meet the Division officers, external auditors or outside counsel as necessary.

2.4.4 The Committee will carry out the following responsibilities:

##### 2.4.4.1 Financial statements

- Review significant accounting and reporting issues, including complex or unusual transactions.
- Review with management and the auditors the results of the audit, including any difficulties encountered.
- Review the annual financial statements, and consider whether they are complete, consistent with the approved budget for the school year in question and other information known to Committee members, and reflect appropriate accounting principles.
- Review with management and the auditors all matters required to be communicated to the entire Board.

#### 2.4.5 Internal Control

2.4.5.1 Consider the effectiveness of the Division's internal controls over annual reporting, including information technology security and control.

2.4.5.2 Understand the scope of the auditor's review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management's responses.

#### 2.4.6 Audit

2.4.6.1 Review the auditor's proposed audit scope and approach.

2.4.6.2 Review the performance of the auditors, and provide recommendations to the Board concerning the final approval on the appointment or the discharge of the auditors.

2.4.6.3 On a needs basis, meet separately with the auditors to discuss any matters that the Audit Committee or auditors believe must be discussed privately.

#### 2.4.7 Compliance

2.4.7.1 Review the findings of any examination by regulatory agencies and any audit observations.

2.4.7.2 Obtain regular updates from management and Division legal counsel regarding compliance matters.

2.4.7.3 Obtain and review from legal counsel an update on any outstanding legal matters that may have significant impact upon Board operations.

#### 2.4.8 Meetings

2.4.8.1 The committee will meet at least twice a year including in early October to review the proposed audit scope and approach, and again in November to review the audited financial statements. The committee holds authority to convene additional meetings, as circumstances require.

2.4.8.2 All committee members are expected to attend each meeting, in person or via telephone or video conference.

2.4.8.3 The Committee will invite members of management, auditors or others to attend meetings and provide pertinent information, as necessary.

2.4.8.4 It may hold private meetings with auditors and executive sessions.

2.4.8.5 Minutes of a meeting will be prepared. Committee reports shall be provided at a meeting of the Board. The secretarial function will be determined by the Superintendent or designate.

2.4.9 When required, the committee will review the recommendations of Administration for the purpose of the appointment of external auditors.

### 2.5 Red Deer Catholic Schools Education Foundation

#### 2.5.1 Membership

- Two (2) trustees as per Policy 22
- Superintendent
- Secretary-Treasurer
- Minimum of 8 to a maximum of 12 community members

#### 2.5.2 Terms of Reference

- As per Policy 22

#### 2.5.3 Minutes

- Recorded by the Secretary of the Foundation

#### 2.5.4 Reporting

- A trustee representative will share meeting highlights at the next board meeting.

### 2.6 CUPE Negotiations

#### 2.6.1 Membership

- Two (2) trustees including Board Chair (unless in conflict)
- Secretary-Treasurer
- Superintendent designate(s)
- Superintendent

#### 2.6.2 Powers/Terms of Reference

- To make recommendations to the Board on relevant matters
- To negotiate with Support Staff CUPE within boundaries set by the Board and in accordance with the Alberta Labour Relations Act.

#### 2.6.3 Reporting

- Verbal report shared with the Board in camera as information only.

### 2.7 Superintendent Negotiating Committee

#### 2.7.1 Membership

- Board Chair
- Vice-Chair

#### 2.7.2 Powers/Terms of Reference

- To negotiate the contract of the Superintendent, within boundaries set by the Board. The details of the negotiations will be brought to the entire Board for further discussion prior to ratification.

#### 2.7.3 Minutes

- Minutes to be kept and distributed to the rest of the Board.

#### 2.7.4 Reporting

- To the Board in writing in camera. A motion is needed to accept the Superintendent Contract.

### 2.8 Teacher Employment Bargaining Authority (TEBA)

#### 2.8.1 Membership

- One (1) Trustee elected by the Board as per TEBA Act

#### 2.8.2 Terms of Reference

- To represent the Board on the TEBA committee

#### 2.8.3 Reporting

- To the Board in writing as permitted by the TEBA Act

### 2.9 Joint Use Planning Governing Committee

#### 2.9.1 Membership

- Two (2) Trustees
- Superintendent
- Two (2) Council Members
- Chief Administrative Officer (CAO) of the Municipality

#### 2.9.2 Purpose/Terms of Reference

- The Municipal Government Act and Education Act require a municipality and school board operating within the boundaries of the municipality to enter into and maintain a joint use and planning agreement.
- The Municipal Government Act and Education Act require that a joint use and planning agreement address matters relating to the acquisition, servicing, development, use, transfer and disposal of municipal reserve, school reserve and municipal and school reserve lands.
- The role of the Governing Committee is to provide recommendations to the Council and Board regarding;
  - Reviews and amendments of Joint Use Planning Agreements
  - Resolution of any issues or matters of disagreement that arise.

#### 2.9.3 Reporting

- Meetings of the Committee shall be considered in-camera to encourage and facilitate frank and open discussion. All decisions of the Committee shall require consensus of its members.

### 3. Special Committees

A special committee may be established as the Board sees fit and it is responsible to the Board.

3.1 A special committee, its membership and specific terms of reference must be established by board resolution and is responsible to the Board.

3.2 The Superintendent or designate is responsible for reporting to the Board on the progress of the committee at such times identified by the Board.

3.3 As soon as the committee completes its work and has reported to the Board, if necessary, it shall be disbanded.

Legal Reference: Sections 33, 39, 51, 52, 53, 64, 67, 222 Education Act, Collective Agreements, PECBA, Municipal Government Act: s.670.1, s.672, s.673 and Education Act: s.53.1

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