



## **GOVERNANCE POLICY**

Title: CCSAI Board Meeting Policy

Responsibility: Advocacy and Research Coordinator

Created: August 3, 2021

Approved by Governance Committee: August 19, 2021

Approved by CCSAI Full Board:

### **PREAMBLE**

The Centennial College Student Association Incorporated (CCSAI) provides services to the students of Centennial College both directly through their campus offices, through service and community partners, and social media platforms, as well as collaboratively with Centennial College.

The purpose of this policy is to establish standard procedures relating to the conduct of all board and committee meetings of the Board of Directors. This policy addresses how the Board ensures open and transparent meetings, scheduling, and calling meetings, as well as the duties for notice, communication, and minute taking.

### **1.0 DEFINITIONS**

- 1.1 Board Meeting means a scheduled deliberation between a quorum of voting board members, which may include other people, during which business or policy over which the Board of Directors has responsibility is discussed or considered, and/or during which the Board of Directors takes formal action. For a Board Meeting to qualify as such, it must meet the criteria stated in the bylaws relating to notice, scheduling, agenda, and minutes. These meetings are open to members of the association.
- 1.2 This does not include the gathering, physical or otherwise, of a quorum of voting board members at a social function, convention, workshop, press conference or any other type of event.
- 1.3 Committee of the Board means all or a portion of members of the Board of Directors that are formally designated and established by the board as a Committee of the Board of Directors. For example, the CCSAI Governance Committee is a committee that deals with governance and policy issues related to the association.
- 1.4 Committee Meeting means a scheduled deliberation between a quorum of committee members during which business or policy is discussed, considered, and/or voted on, and over which the committee has subject-matter jurisdiction. These meetings are not open to all members of the association.

## **2.0 SCHEDULING**

- 2.1 Meetings of the Board will be held at least once per calendar month and shall have the discretion to call further such meetings, in each case on at least five business days' notice. The meeting schedule shall be set semesterly.
- 2.2 Committee Meetings may be held at the discretion of the committee, with at least five business days' notice.
- 2.3 The President and the Executive Director/CEO shall prepare an agenda for each meeting incorporating all agenda items. The agenda, including all supporting documents, should be sent out to members of the board with at least five business days' notice.
- 2.4 Items for discussion may be added to the agenda at the beginning of a meeting through a motion and a two-thirds (2/3) majority in favour of the changes. Motions cannot be added at the beginning of a meeting.
- 2.5 The President, Executive Director/CEO, or any board member may, from time to time, elect to invite a guest to a meeting to present material relevant to the agenda, with consent from President and Executive Director/CEO. If general members of the CCSAI wish to attend a board meeting, they may reach out to the association to arrange accommodations.
- 2.6 Board meetings shall be arranged such that, if requested and feasible, participation by board members may be in person, telephonic, or electronic/virtual. Telephonic and electronic/virtual attendance must be pre-authorized by the Chair.

## **3.0 MINUTES**

- 3.1 Minutes of all Meetings of the Board shall be taken, including the decisions made during in camera sessions, provided that no minutes shall be official until approved by a majority vote of the Board at the next meeting. Official minutes of meeting shall be available for review by members.
- 3.2 Minutes shall be taken by a professional minute-taker, arranged through the Executive Director/CEO.
- 3.3 Regular minutes shall be stored physically and electronically and should be easily accessible if needed. Minutes from in camera sessions should be stored with the Executive Director/CEO or College Representative and can be accessed with the appropriate permissions.

## **4.0 PROCEDURE OF MEETINGS**

- 4.1 A simple majority of the directors (50% plus one) shall constitute a quorum, be it in person, telephonic, or electronic/virtual. Proxies are not considered in establishing quorum.
- 4.2 Unless waived, Robert's Rules of Order shall apply to all such meetings. The Chair may allow for open discussion where Robert's Rules don't apply, but members speaking should still conduct themselves with decorum.
- 4.3 Each voting Director shall have one (1) vote on matters coming before the board. Questions arising at a meeting of the board shall be decided by two-thirds (2/3) majority of the votes cast on the matter.

4.4 Votes shall be taken by a show of hands, or an alternative method, unless a director requests that the voting be done by secret ballot. It shall be noted in the minutes whether the resolution has been carried or defeated, the number of votes cast for and against the matter and any abstentions.

4.5 Members may request the Chair to take a short recess, which should be no longer than ten minutes.

**5.0 REVISION LOG**

<b>Date</b>	<b>Summary of Changes</b>
Sept 2024	• Annual policy review completed