

|                         |                     |
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| <b>BOARD COMMITTEES</b> | <b>A-6</b>          |
|                         | Adopted: Sept.29/26 |

## **School District #62 (Sooke) Policy**

The Board may establish and use standing and ad hoc committees to review issues and present information, findings and recommendations for action to the Board.

### **Committee Authority and Responsibilities**

1. Committees (standing or ad-hoc) have no authority to make decisions on behalf of the Board.
  - i. Committee recommendations are not decisions of the Board unless adopted by resolution at a duly constituted meeting of the Board.
  - ii. Committee Terms of Reference established by the Board determine the scope of each committee's mandate, duties and responsibilities. A committee may only act within its mandate.
  - iii. Committees must review their respective terms of reference each September.
  - iv. By April of each year, committees may refer proposed amendments to their terms of reference to the Governance Committee for consideration and recommendation to the Board.

### **Quorum**

2. Quorum for a committee meeting is two (2) trustees.

### **Committee Appointments**

3. The Chair of the Board of Education shall make all appointments of trustees to committees.
4. The Chair shall designate a chairperson of each standing committee.
5. The Chair of the Board of Education shall be an *ex officio* member of all board committees unless specifically identified as one of the appointed members of a committee.
6. The Chair of the Board of Education shall determine the membership of each committee annually in September except in general school election years in which case the Chair shall establish membership of standing committees after the inaugural meeting of the Board following the election.
7. The Chair of the Board of Education may not be the chair of any standing committee or of the Committee of the Whole, but may be an appointed member of any such committee.
8. The Chair of the Board of Education may be the chair of an ad-hoc committee.
9. If an appointed trustee is absent from a standing committee meeting, the Chair of the Board may appoint another trustee to fill the vacancy, including themselves as needed.
10. The absence of a committee chair does not permit the Chair of the Board of Education to act as the committee chair unless:
  - i. no other appointed committee member is available to act as chair of the meeting;
  - ii. no non-appointed trustee is available to act as chair of the meeting; and
  - iii. circumstances do not permit the rescheduling of the meeting so that the committee chair, another appointed trustee, or a non-appointed trustee is available to perform the function of chair within a time sufficient to allow the committee to carry out its duties and report to the Board.
11. The Chair of the Board of Education may add or remove members of a committee at any time.
12. In the event of a trustee resignation or leave of absence from the Board, the Chair of the Board of Education shall review the committee's membership and make any appointments that in their discretion they determine to be appropriate.

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13. The Chair of the Board of Education may appoint individuals who are not current trustees as advisory, non-voting external participants in meetings of a standing or ad hoc committee and to otherwise assist the committee if, in the opinion of the chair, such individual may assist the committee in its work. The process for such appointments shall be as set out in Appendix B of this policy.

### **Standing Committees**

14. Standing committees provide an opportunity to deliberate on issues of ongoing importance to the district in an open and inclusive manner aligned with the committee's terms of reference.
15. The primary purpose of standing committees is to receive input from appointed trustees, representative designates and the public in relation to agenda items within the scope of the committee's terms of reference and to provide recommendations or advice to the Board if appropriate.
16. Membership shall be a minimum of three trustees appointed by the Chair of the Board, plus the Chair of the Board as an ex officio member, unless otherwise stated in the committee terms of reference.
17. Written notice of public standing committee meetings and agendas shall be available for all trustees, representative designates and the public at least three (3) days prior to committee meeting dates.
18. The committee chair, in consultation and with the agreement of the chair of the Board, may cancel a regularly scheduled standing committee meeting if at least 5 days' notice of cancelation is provided.
19. No more than 2 consecutive regularly scheduled standing committee meetings may be cancelled between September and June each year.

### **Special/Ad Hoc Committees**

20. Special or ad hoc committees may be established by the Board of Education and shall be provided specific terms of reference to gather information and provide advice or recommendations to the Board with respect to a specific matter referred to the committee.
21. Membership of a special or ad hoc committee shall be a minimum of two trustees appointed by the chair of the Board of Education plus the chair of the Board of Education as an *ex officio* member.
22. Dates, times and places for meetings will be determined by the appointed committee chair.
23. Notice of meeting and the agenda will be given to members at least (2) two days prior to the meeting.

### **Rules Applicable to All Committees**

24. Matters may be referred to a committee of the Board by:
- Formal motion of the Board, or
  - A request from a trustee, executive staff, partner representative or member of the public that the committee chair add an item to the agenda after consultation with the superintendent or secretary-treasurer and the committee chair agreeing to include such item on the agenda, provided the subject matter of such request falls within the terms of reference of the committee.

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25. The committee chair shall determine the agenda for each committee meeting in consultation with assigned district staff:
  - i. The agenda may be amended by majority vote of the committee members present at the meeting, provided quorum is maintained.
26. Committee business shall be conducted by consensus of appointed trustees wherever possible.
27. Absent consensus, decisions of the committee shall be determined by majority vote of trustee members, unless specified otherwise in the respective committee terms of reference.
28. Where no majority decision is achieved, a summary of matters considered by the committee will be provided to the Board, noting that no consensus or majority recommendation was reached on those matters.
29. Trustees not appointed to the committee but attending as a guest shall not be included in quorum or entitled to vote on matters before the committee.
30. Any trustee may attend any standing committee meeting as a guest. However, the committee chair shall provide appointed committee members, partner group designates and the public priority for discussion of agenda items.

### **Committee Meetings**

31. Meetings may be held in public or where the nature of the material being considered or the public interest so requires, *in-camera*.
  - i. Where there are public sessions of a standing committee, a representative of the following groups, where established, may be invited to participate in the meeting and provide input in relation to the subject matter being considered by the standing committee:
    - a. Sooke Teachers' Association (STA);
    - b. CUPE Local 459;
    - c. Sooke Principals and Vice-Principals Association (SPVPA);
    - d. Sooke Parent Education Advisory Council (SPEAC); and
    - e. Student representatives.
    - f. Indigenous Education Advisory Council (IEC)\*
 

\*The IEC may self-determine a format and process for engagement either within or outside of the Committee structures.
  - ii. *In-camera* sessions of a standing committee may only be attended by members of the standing committee, other trustees, district staff and others formally invited to attend.
  - iii. Matters related to personnel, real property, individual students, parents and/or guardians, legal opinions, accident claims and other matters of Board liability or matters where the committee chair determines it is in the public interest to do so, will be dealt with in a closed (in camera) meeting.

### **Committee Reports**

32. The chair of each committee, or designate, will report to the Board verbally on the business of the committee at the first regularly scheduled Board meeting, *in-camera* or public as applicable, following the committee meeting, supported by staff assigned to the committee.
33. Committee recommendations for Board consideration shall be written in the form of Board motions for debate. Each recommendation will be dealt with individually.

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34. Committee reports of a public session will be available online after the subsequent Board meeting for 12 months.
  - i. The report shall be retained by the Board in accordance with its normal document retention practices.
35. Committee reports of *in-camera* sessions will be available to the Board as part of the subsequent *in-camera* Board meeting materials and will be retained according to the district's normal records retention practices.
36. Motions before the Board to "receive" or "accept" a committee report are out of order and shall not be made.

### Committee Resources

37. The superintendent or secretary-treasurer may appoint resource personnel to work with committees, and shall determine the roles, responsibilities and reporting requirements of the resource personnel.

### Code of Conduct

38. All trustee committee members must comply with the Trustee Code of Conduct and their oath of office in relation to Board committees.
39. Actions or inactions that intentionally impede or frustrate the operation or actions of a committee may constitute a breach of the Trustee Code of Conduct and be dealt with accordingly.
40. Where a trustee member of a committee reasonably believes that another member of the committee is acting in a manner that is impeding or frustrating the work of the committee or is not compliant with the Trustee Code of Conduct and/or the Oath of Office in relation to the work of the committee, the trustee member of the committee will document the issue(s) and report the matter to the chair of the Board of Education.
41. The Chair of the Board of Education, on receipt of the report, must review the issue together with the Committee Chair and the trustee member of the committee allegedly in non-compliance to seek resolution.
42. Where resolution is not reached the Chair of the Board of Education may bring the matter before the full Board in a special closed meeting for consideration as soon as reasonably practical.
43. The trustee allegedly in breach shall be accorded procedural fairness by the Board in consideration of the alleged breach.
44. The Board of Education may take such remedial action as it considers appropriate.
45. The Board of Education shall report on the nature of the matters discussed and the general nature of the decisions reached at the meeting at the next public meeting of the Board of Education and a record of such shall be made available to the public as required by the *School Act*.

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**School District #62 (Sooke) Policy**

**Appendix A – Board Committees and Terms of Reference**

**Standing Committees:**

**1. Audit (Financial Statements Review Committee)**

Executives assigned: Secretary-Treasurer, Superintendent

**2. Education Committee**

Executive assigned: Superintendent

**3. Resources Committee**

Executives assigned: Secretary-Treasurer, Superintendent

**Ad-Hoc Committees:**

**1. Committee of the Whole (COW)**

Executives assigned: Secretary-Treasurer, Superintendent

**2. Governance Committee**

Executives assigned: Superintendent, Secretary-Treasurer

**3. Personnel Committee**

Executive assigned: Superintendent, Secretary-Treasurer

**4. School Board Office Renewal**

Executives assigned: Superintendent, Secretary-Treasurer

## **Committee Terms of Reference**

### **Audit Committee (Standing)**

#### **Purpose**

The Audit Committee assists the Board in fulfilling its governance and oversight responsibilities pertaining to financial reporting, internal controls, risk management, external audit and internal audit.

The Audit Committee ensures compliance with the financial provisions of the *School Act* and related Orders, Regulations or policy and provides independent oversight to the Board in the areas of financial reporting, external audit, internal controls, internal audit, risk management, compliance matters and other responsibilities that are delegated to the Audit Committee by the Board.

#### **Procedures**

The Audit Committee is intended to be a less formal structure to allow for full participation by appointed members. As such, Roberts Rules will not be enforced unless the Committee Chair determines so needed. Where consensus of appointed trustees is not reached, the Committee Chair is entitled to cast a second vote.

|                                        |                                                                                                                                                                                                                                                       |
|----------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>NATURE OF COMMITTEE</b>             | Standing Committee of the Board                                                                                                                                                                                                                       |
| <b>MEMBERSHIP</b>                      | <ul style="list-style-type: none"> <li>• Committee Chairperson</li> <li>• Trustee Member #1</li> <li>• External Member (non-voting)</li> </ul>                                                                                                        |
| <b>EXECUTIVE ASSIGNED (Non-Voting)</b> | Secretary Treasurer or designate, Superintendent                                                                                                                                                                                                      |
| <b>CHAIRPERSON</b>                     | Trustee designated by the Chair of the Board of Education                                                                                                                                                                                             |
| <b>APPOINTMENT</b>                     | Trustees are appointed by the Chair of the Board of Education.                                                                                                                                                                                        |
| <b>BUDGET</b>                          | As necessary to meet the Boards requirements and legislated obligations as they relate to internal audit, audited financial statements and enterprise risk management funded through the Board Governance budget allocation annually.                 |
| <b>SECRETARIAT</b>                     | Secretary Treasurer or Designate                                                                                                                                                                                                                      |
| <b>MEETINGS</b>                        | Meetings will be scheduled quarterly with ad-hoc meetings as required. A minimum of three meetings a year must be held. Agendas with supporting materials will be circulated to the committee a minimum of three (3) days in advance of each meeting. |
| <b>QUORUM</b>                          | A minimum of two trustees                                                                                                                                                                                                                             |
| <b>EXTERNAL PARTICIPANT</b>            | Yes                                                                                                                                                                                                                                                   |
| <b>EXTERNAL PARTICIPANT CRITERIA:</b>  | Has accounting, financial management or other relevant business experience that would enable them to understand the accounting and auditing standards applicable to the Board.                                                                        |

**Committee Terms of Reference****1. Powers of the Audit Committee**

In carrying out its functions and duties, the Audit Committee has the power to:

- i. With the prior approval of the Board, retain counsel, accountants or other professionals to advise or assist the Audit Committee.
- ii. Meet with or require the attendance of Management, internal or external auditor or legal counsel or representatives from a reporting entity of the Board at meetings of the Audit Committee, and require such persons or entities to provide any information and explanation that may be requested.
- iii. Where the Audit Committee determines it is appropriate, meet with the Board's external or internal auditor, counsel, accountants or other professionals, without the presence of staff.
- iv. Require the Board's internal or external auditor to provide reports to the Audit Committee.
- v. Have access to all records of the Board in relation to its purpose.

**Deliverables****2. Risk management**

- i. To ask the Board's Superintendent, Secretary Treasurer, Internal Auditor and external auditor about significant risks, to review the Board's policies for risk assessment and risk management and to assess the steps the superintendent and secretary treasurer have taken to manage such risks.
- ii. To perform other activities related to the oversight of the Board's risk management issues or financial matters, as requested by the Board.
- iii. To initiate and oversee investigations into auditing matters, internal financial controls and allegations of inappropriate or illegal financial dealing.

**3. Compliance matters**

- i. To review the effectiveness of the Board's system for monitoring compliance with legislative requirements and with the Board's policies and procedures, and where there have been instances of non-compliance, to review any investigation or action taken by the superintendent and secretary treasurer or other persons employed in management positions to address the non-compliance.
- ii. To review any significant findings of regulatory entities and any observations of the internal or external auditor related to those findings.
- iii. To obtain regular updates from management and legal counsel regarding compliance matters.

**4. Financial reporting process**

- i. To review the Board's financial statements, including:
  - a. Relevant accounting and reporting practices and issues.
  - b. Complex or unusual financial and commercial transactions.
  - c. Material judgments and accounting estimates.
  - d. Any departures from accounting principles that are applicable to the Board.
- ii. To review, before the results of an annual external audit are submitted to the Board:
  - a. The results of the annual external audit.

**Committee Terms of Reference**

- b. Any difficulties encountered during the external auditor's work, including any restrictions or limitations on the scope of the external auditor's work or on the external auditor's access to required information.
- c. Any significant changes the external auditor made to the audit plan in response to issues that were identified during the audit.
- d. Any significant disagreements between the external auditor and the superintendent and/or secretary treasurer and how those disagreements were resolved.
- iii. To review the Board's annual financial statements and consider whether they are complete, are consistent with any information known to the Audit Committee members and reflect accounting principles applicable to the Board.
- iv. To recommend, if the Audit Committee considers it appropriate to do so, that the Board approve the annual audited financial statements.
- v. To review all matters that the external auditor is required to communicate to the Audit Committee under generally accepted auditing standards.
- vi. To review with the external auditor material written communications between the external auditor and the superintendent or secretary-treasurer.
- vii. To ask the external auditor about whether the financial statements of the Board's reporting entities, if any, have been consolidated with the Board's financial statements.
- viii. To ask the external auditor about any other relevant issues.

**5. Internal Controls**

- i. To review the scope of the internal and external auditor's reviews of the Board's internal controls, any significant findings and recommendations by the internal and external auditors and the responses of the Board's staff to those findings and recommendations.
- ii. To discuss with the Board's senior management the Board's significant financial risks and the measures management have taken to monitor and manage these risks.

**6. Internal Audit**

- i. To review the internal auditor's mandate, activities, staffing and organizational structure
- ii. To make recommendations to the Board on the content of annual or multi-year internal audit plans and on all proposed major changes to plans.
- iii. To ensure there are no unjustified restrictions or limitations on the scope of the annual internal audit.
- iv. To review at least once in each fiscal year the performance of the internal auditor and provide the Board with comments regarding his or her performance.
- v. To review the effectiveness of the internal auditor, including the internal auditor's compliance with standards for internal auditing.
- vi. To meet on a regular basis with the internal auditor to discuss any matters that the Audit Committee or internal auditor believes should be discussed.
- vii. To review with the superintendent and secretary-treasurer and the internal auditor:
  - a. Significant findings and recommendations by the internal auditor during the fiscal year and the responses of the management to those findings and recommendations.
  - b. Any difficulties encountered during the internal auditor's work, including any restrictions or limitations on the scope of the internal auditor's work or on the internal auditor's access to required information.

## **Committee Terms of Reference**

- c. Any significant changes the internal auditor made to the audit plan in response to issues that were identified during the audit.

### **7. External Auditor**

- i. To review at least once in each fiscal year 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.
- ii. To review the external auditor's audit plan, including:
  - a. The external auditor's engagement letter.
  - b. How work will be coordinated with the internal auditor to ensure complete coverage, the reduction of redundant efforts and the effective use of auditing resources.
  - c. The use of independent public accountants other than the external auditor of the Board.
- iii. To make recommendations to the Board on the content of the external auditor's audit plan and on all proposed major changes to the plan.
- iv. To review and confirm the independence of the external auditor.
- v. To meet on a regular basis with the external auditor to discuss any matters that the Audit Committee or the external auditor believes should be discussed.
- vi. To attempt to resolve any disagreements between the superintendent and/or secretary treasurer and the external auditor about financial reporting.
- vii. 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.

### **8. Reporting**

- i. The Audit Committee will report to the Board annually in June, or at any other time that the Board may require, or the Audit Committee may consider appropriate, on the Audit Committee's performance of its duties. The report will include:
  - a. A summary of the work performed by the Audit Committee since the last report.
  - b. The results of any review conducted by the Audit Committee and any findings and recommendations of the Audit Committee to the Board.
  - c. An assessment by the Audit Committee of the Board's progress in addressing any findings and recommendations that have been made by the internal or external auditor.
  - d. A summary of the matters addressed by the Audit Committee at its meetings.
  - e. The attendance record of members of the Audit Committee.
  - f. Any other matter that the Audit Committee considers relevant.
- ii. In addition to 8(i) above, reporting will align with requirements in section 32-36 of the Board Committee Policy-A6, a report of all meetings will be provided to the Board. Recommendations of the Committee will not take effect unless resolved at a duly constituted meeting of the Board of Education.

### **Policy Reference**

- A6 – Board Committees
- F333 – Accumulated Operating Surplus
- F334 – Financial Planning and Reporting

## Committee Terms of Reference

### Education Committee (Standing)

#### Purpose

The Education Committee meets to carry out duties assigned to it by the Board and makes recommendations for Board consideration, without exercising the powers of the Board.

#### Procedures

The Committee is intended to be a less formal structure to allow for full participation by trustees, partners and representative groups. As such, Roberts Rules will not be enforced unless the Committee Chair determines so needed.

|                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>NATURE OF COMMITTEE</b>               | Standing Committee of the Board                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>MEMBERSHIP</b>                        | <ul style="list-style-type: none"> <li>• Committee Chairperson</li> <li>• Trustee Member #1</li> <li>• Trustee Member #2</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>EXECUTIVE ASSIGNED (Non-Voting)</b>   | <ul style="list-style-type: none"> <li>• Superintendent or designate</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>CHAIRPERSON</b>                       | Trustee designated by the Chair of the Board of Education                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| <b>PARTNER AND REPRESENTATIVE GROUPS</b> | Delegations from representative group designates, where established (non-voting): <ul style="list-style-type: none"> <li>• Canadian Union of Public Employees Local 459</li> <li>• Sooke Parents Education Advisory Council (SPEAC)</li> <li>• Sooke Principals' and Vice-Principals' Association (SPVPA)</li> <li>• Sooke Teachers' Association (STA)</li> <li>• Students</li> <li>• Indigenous Education Advisory Council (IEC)*</li> </ul> *IEC may self-determine a format and process for engagement either within or outside of the Education Committee structure |
| <b>APPOINTMENT</b>                       | Trustees are appointed by the Chair of the Board of Education aligned to Board Committee Policy – A6                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>BUDGET</b>                            | None, unless otherwise assigned by the Board                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>SECRETARIAT</b>                       | Secretary-Treasurer or designate                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>MEETINGS</b>                          | Meetings will be scheduled monthly, on the first Tuesday of the month between September and June, unless otherwise notified. Agendas with supporting materials will be circulated to the committee three (3) days in advance of each meeting.                                                                                                                                                                                                                                                                                                                           |
| <b>EXTERNAL PARTICIPANT</b>              | No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>QUORUM</b>                            | A minimum of 2 trustees                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |

**Committee Terms of Reference****Deliverables**

The Education Committee supports Board governance, when needed with:

- Educational policy review and development.
- Review and make recommendations to the Board regarding matters related to the development and implementation of the Strategic & District Operational Plans.
- Review and make recommendations to the Board regarding student achievement and well-being.
- Review and make recommendations to the Board regarding proposed Board Authority Authorized Courses.
- Review and make recommendations regarding the implementation and cessation of District programs.
- Receive information and updates regarding annual school learning plans.
- Review and make recommendations to the Board regarding school calendars.
- Review and make recommendations to the Board regarding school catchment.
- Other matters referred to it by the Board by resolution.
- Any items recommended by the committee which have financial implications will be referred to the Resources Committee for recommendation prior to being presented to the Board for consideration.

**Reporting**

- Aligned with reporting requirements in section 32-36 of the Board Committee Policy-A6, a report of all meetings will be provided to the Board. Recommendations of the Committee will not take effect unless resolved at a duly constituted meeting of the Board of Education.

**Policy Reference:**

A6 – Board Committees

## **Committee Terms of Reference**

### **Resources Committee (Standing)**

#### **Purpose**

The Resources Committee assists the Board in fulfilling its governance and oversight responsibilities pertaining to the budget, capital and corporate services (the business functions of the District).

#### **Procedures**

The Resources Committee is intended to be a less formal structure to allow for full participation by trustees, partners and representative groups. As such, Roberts Rules will not be enforced unless the Committee Chair determines so needed.

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|------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>NATURE OF COMMITTEE</b>               | Standing Committee of the Board                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>MEMBERSHIP</b>                        | <ul style="list-style-type: none"> <li>• Committee Chairperson</li> <li>• Trustee Member #1</li> <li>• Trustee Member #2</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>EXECUTIVE ASSIGNED (Non-Voting)</b>   | Secretary-Treasurer or designate, Superintendent                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>CHAIRPERSON</b>                       | Trustee designated by the Chair of the Board of Education                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>PARTNER AND REPRESENTATIVE GROUPS</b> | <p>Delegations from representative group designates, where established (non-voting):</p> <ul style="list-style-type: none"> <li>• Canadian Union of Public Employees Local 459</li> <li>• Sooke Parents Education Advisory Council (SPEAC)</li> <li>• Sooke Principals' and Vice-Principals' Association (SPVPA)</li> <li>• Sooke Teachers' Association (STA)</li> <li>• Students</li> <li>• Indigenous Education Advisory Council (IEC)*</li> </ul> <p>*IEC may self-determine a format and process for engagement either within or outside of the Resources Committee structure.</p> |
| <b>APPOINTMENT</b>                       | Trustees are appointed by the Chair of the Board of Education aligned to Board Committee Policy – A6                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>BUDGET</b>                            | None, unless otherwise assigned by the Board.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>SECRETARIAT</b>                       | Secretary-Treasurer or designate                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>MEETINGS</b>                          | <p>Meetings will be scheduled monthly, on the second Tuesday of the month between September and June unless otherwise notified.</p> <p>Agendas with supporting materials will be circulated to the committee a minimum of three (3) days in advance of each meeting.</p>                                                                                                                                                                                                                                                                                                               |
| <b>EXTERNAL PARTICIPANT</b>              | No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>QUORUM</b>                            | A minimum of 2 trustees                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |

**Committee Terms of Reference****Deliverables**

The Resources Committee supports Board governance to consider and make recommendations on:

- Long-range facilities planning for accommodating enrolment projections.
- Annual Capital Plan submission to the Ministry of Education and Child Care and/or Ministry of Infrastructure (or other Ministry designated for this purpose by the Province).
- District operating, special purpose and capital budgets.
- Aspects of corporate services which are defined as all items that are not directly related to educational programs. (i.e. major/minor capital, maintenance & facilities, transportation, custodial, Information Management and Technology, Finance, Human Resources as appropriate and Child Care etc.)
- Other matters referred to it by the Board by resolution or another standing committee as it relates to financial resources implications and availability or policy implementation.
- Any items recommended by the committee which have education program implications will be referred to the Education Committee for recommendation prior to being presented to the Board for consideration.

**Reporting Mechanism**

- Aligned with reporting requirements in section 32-36 of the Board Committee Policy-A6, a report of all meetings will be provided to the Board. Recommendations of the Committee will not take effect unless resolved at a duly constituted meeting of the Board of Education.

**Policy Reference**

- A6 – Board Committees

## Committee Terms of Reference

### Committee of the Whole (Ad-Hoc)

#### Purpose

The Committee of the Whole (COW) provides an opportunity for all Trustees to engage with partners and the public on a topic(s) referred to it by the Board through motion. In general, the Board refers a matter to Committee of the Whole when it feels there is benefit to having a less structured and more participatory and inclusive discussion regarding a topic(s) prior to considering a recommendation at a duly constituted meeting of the Board of Education.

#### Procedures

The COW is intended to be a less formal structure to allow for full participation by trustees, partners and representative groups. As such, Roberts Rules will not be enforced unless the Committee Chair determines so needed.

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|------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>MEMBERSHIP</b>                        | All School District No. 62 trustees (7)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>EXECUTIVE ASSIGNED (Non-Voting)</b>   | <ul style="list-style-type: none"> <li>• Superintendent, Secretary Treasurer</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>CHAIRPERSON</b>                       | The Vice-Chair of the Board of Education will serve as Committee Chair                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>PARTNER AND REPRESENTATIVE GROUPS</b> | <p>Delegations from representative group designates, where established (non-voting):</p> <ul style="list-style-type: none"> <li>• Canadian Union of Public Employees Local (CUPE) 459</li> <li>• Sooke Parents Education Advisory Council (SPEAC)</li> <li>• Sooke Principals' and Vice-Principals' Association (SPVPA)</li> <li>• Sooke Teachers' Association (STA)</li> <li>• Students</li> <li>• Indigenous Education Advisory Council (IEC)*</li> </ul> <p>*IEC may self-determine a format and process for engagement either within or outside of the COW structure.</p> |
| <b>PUBLIC</b>                            | Delegations from members of the public regarding the agenda                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>APPOINTMENT</b>                       | All trustees are members (no appointment required)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>BUDGET</b>                            | None, unless otherwise assigned by the Board                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>SECRETARIAT</b>                       | Secretary Treasurer or designate                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>MEETINGS</b>                          | Agendas with supporting materials will be public and circulated to the committee and partner/representative groups, five (5) days in advance of each meeting.                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>EXTERNAL PARTICIPANT</b>              | No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>QUORUM</b>                            | A minimum of 2 trustees                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

**Committee Terms of Reference****Deliverables**

The Committee of the Whole supports Board governance with matter referred to it by the Board through resolution. Examples may include:

- Budget development feedback
- Strategic planning
- Other matters referred to it by the Board by resolution.

**Reporting Mechanism**

- Aligned with reporting requirements in section 32-36 of the Board Committee Policy-A6, a report of all meetings will be provided to the Board. Recommendations of the Committee will not take effect unless resolved at a duly constituted meeting of the Board of Education.

**Policy Reference**

- A6 – Board Committees

**Committee Terms of Reference**
**Governance Committee (Ad-Hoc)**
**Purpose**

The Governance Committee meets to carry out duties aligned with the deliverables as set out in these terms of reference or assigned to it by the Board by resolution and makes recommendations for Board consideration, without exercising the powers of the Board.

**Procedures**

The Governance Committee will conduct its assigned business using less formal structures than a meeting of the Board and as such Roberts Rules will not be enforced unless the Committee Chair determines so needed.

|                                        |                                                                                                                                                                                                                                 |
|----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>NATURE OF COMMITTEE</b>             | Ad-Hoc Committee of the Board                                                                                                                                                                                                   |
| <b>MEMBERSHIP</b>                      | <ul style="list-style-type: none"> <li>• Committee Chairperson</li> <li>• Trustee Member #1</li> <li>• Trustee Member #2</li> </ul>                                                                                             |
| <b>EXECUTIVE ASSIGNED (Non-Voting)</b> | Superintendent, Secretary Treasurer                                                                                                                                                                                             |
| <b>CHAIRPERSON</b>                     | The Chair of the Committee is the Chair of the Board of Education, or their designate.                                                                                                                                          |
| <b>APPOINTMENT</b>                     | Trustees are appointed by the Chair of the Board of Education aligned to Board Committee Policy – A6                                                                                                                            |
| <b>BUDGET</b>                          | None, unless otherwise assigned by the Board.                                                                                                                                                                                   |
| <b>SECRETARIAT</b>                     | Secretary Treasurer or designate                                                                                                                                                                                                |
| <b>MEETINGS</b>                        | Meetings are called by the Committee Chair and will be scheduled at a minimum of one time per year. Agendas with supporting materials will be circulated to the committee a minimum of two (2) days in advance of each meeting. |
| <b>EXTERNAL PARTICIPANT:</b>           | No                                                                                                                                                                                                                              |
| <b>QUORUM</b>                          | A minimum of two trustees                                                                                                                                                                                                       |

**Committee Terms of Reference****Deliverables**

The Governance Committee supports the Board with:

- Governance policy review and development aligned with policy A500 – Policy Development.
- Governance related by-law development and review as required (i.e. Elections by-law).
- Develop policy and/or review matters referred to it by the Board by resolution or matters referred to it through one or more other committees of the Board.

**Reporting Mechanism**

- Aligned with reporting requirements in section 32-36 of the Board Committee Policy-A6, a report of all meetings will be provided to the Board. Recommendations of the Committee will not take effect unless resolved at a duly constituted meeting of the Board of Education.

**Policy Reference**

- A-6 - Board Committees
- A-500 – Policy Development

## **Committee Terms of Reference**

### **Personnel Committee (Ad-Hoc)**

#### **Purpose**

The Personnel Committee meets to carry out duties aligned with the deliverables as set out in this terms of reference or assigned to it by the Board by resolution and makes recommendations for Board consideration, without exercising the powers of the Board.

#### **Procedures**

The Personnel Committee will conduct its assigned business using less formal structures than a meeting of the Board and as such Roberts Rules will not be enforced unless the Committee Chair determines so needed.

|                                        |                                                                                                                                                                                                                                 |
|----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>NATURE OF COMMITTEE</b>             | Ad-Hoc Committee of the Board                                                                                                                                                                                                   |
| <b>MEMBERSHIP</b>                      | <ul style="list-style-type: none"> <li>• Committee Chairperson</li> <li>• Trustee Member #1</li> <li>• Trustee Member #2</li> </ul>                                                                                             |
| <b>EXECUTIVE ASSIGNED (Non-Voting)</b> | <ul style="list-style-type: none"> <li>• Superintendent and/or designate</li> <li>• Executive Director of Human Resources</li> <li>• Secretary Treasurer</li> </ul>                                                             |
| <b>CHAIRPERSON</b>                     | The Chair of the Committee is the Chair of the Board of Education, or their designate.                                                                                                                                          |
| <b>APPOINTMENT</b>                     | Trustees are appointed by the Chair of the Board of Education aligned to Board Committee Policy – A6                                                                                                                            |
| <b>BUDGET</b>                          | None, unless otherwise assigned by the Board.                                                                                                                                                                                   |
| <b>SECRETARIAT</b>                     | Secretary Treasurer or designate                                                                                                                                                                                                |
| <b>MEETINGS</b>                        | Meetings are called by the Committee Chair and will be scheduled at a minimum of one time per year. Agendas with supporting materials will be circulated to the committee a minimum of two (2) days in advance of each meeting. |
| <b>EXTERNAL PARTICIPANT:</b>           | No                                                                                                                                                                                                                              |
| <b>QUORUM</b>                          | A minimum of two trustees                                                                                                                                                                                                       |

**Committee Terms of Reference****Deliverables**

The Personnel Committee supports the Board with:

- Reviewing and making recommendations to the Board regarding the Superintendent's contract, aligned to its terms and conditions, including but not limited to:
  - Contract terms
  - Salary
  - Other compensation (i.e. vacation, vehicle allowance, long service etc.)
  - Non-monetary provisions (i.e. indemnification, terminations provisions etc.)
- When required, review Executive position job descriptions and recruitment criteria and providing recommendations to the Superintendent.
- Receiving updates and making recommendations regarding sensitive staffing issues within the district.
- Other matters referred to it by the Board by resolution.

**Reporting Mechanism**

- Aligned with reporting requirements in section 32-36 of the Board Committee Policy-A6, a report of all meetings will be provided to the Board in-camera. Recommendations of the Committee will not take effect unless resolved at a duly constituted meeting of the Board of Education.

**Policy Reference**

- A6 – Board Committees

E-205 - Recruitment and Selection of Administrative Personnel

## **Committee Terms of Reference**

### **School Board Office (SBO) Renewal Committee (Ad-Hoc)**

#### **PURPOSE**

The SBO Renewal Committee meets to carry out duties aligned with these terms of reference or as assigned to it by the Board and makes recommendations for Board consideration, without exercising the powers of the Board.

#### **PROCEDURES**

The SBO Committee will conduct its assigned business using less formal structures than a meeting of the Board and as such Roberts Rules will not be enforced unless the Committee Chair determines so needed.

|                                        |                                                                                                                                                                                                                                 |
|----------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>NATURE OF COMMITTEE</b>             | Ad-Hoc Committee of the Board                                                                                                                                                                                                   |
| <b>MEMBERSHIP</b>                      | <ul style="list-style-type: none"> <li>• Committee Chairperson</li> <li>• Trustee Member #1</li> </ul>                                                                                                                          |
| <b>EXECUTIVE ASSIGNED (Non-Voting)</b> | <ul style="list-style-type: none"> <li>• Superintendent or designate, Secretary Treasurer</li> </ul>                                                                                                                            |
| <b>CHAIRPERSON</b>                     | The Chair of the Committee is the Chair of the Board of Education, or their designate.                                                                                                                                          |
| <b>APPOINTMENT</b>                     | Trustees are appointed by the Chair of the Board of Education aligned to Board Committee Policy – A6                                                                                                                            |
| <b>BUDGET</b>                          | None, unless otherwise assigned by the Board.                                                                                                                                                                                   |
| <b>SECRETARIAT</b>                     | Secretary Treasurer                                                                                                                                                                                                             |
| <b>MEETINGS</b>                        | Meetings are called by the Committee Chair and will be scheduled at a minimum of one time per year. Agendas with supporting materials will be circulated to the committee a minimum of two (2) days in advance of each meeting. |
| <b>EXTERNAL PARTICIPANT:</b>           | No                                                                                                                                                                                                                              |
| <b>QUORUM</b>                          | A minimum of two trustees                                                                                                                                                                                                       |

**Committee Terms of Reference****DELIVERABLES**

The SBO Committee supports the Board with:

- Ensuring current (not less than 2 years old) valuations of existing SBO sites including SBO Corporate, Facilities and Transportation.
- Conducting feasibility studies related to SBO space needs
- Reviewing opportunities for SBO renewal including partnerships and associated business case(s)
- Concept planning and business case development.
- Other matters referred to it by the Board by resolution.

**REPORTING MECHANISM**

- Aligned with reporting requirements in section 32-36 of the Board Committee Policy-A6, a report of all meetings will be provided to the Board in-camera. Recommendations of the Committee will not take effect unless resolved at a duly constituted meeting of the Board of Education.

**Policy Reference:**

A-6 Board Committees

## **Committee Terms of Reference**

### **Appendix B: Appointment of External Participants in Committee Meetings**

The process for appointing external participants to work with Board committees is set out below.

#### **1. Eligibility for Participation by Persons who are not Trustees of the Board**

- i. A person who is not a trustee of the Board may be appointed to and serve as an advisory non-voting external participant in meetings of committees of the Board if they possess relevant expertise, education, credentials and/or experience applicable to the committee mandate and the Board of Education has determined by motion or in the committee's terms of reference to provide for the appointment of an external participant.
- ii. Prior to appointment as an external participant in meetings of a committee and serving in an advisory role, the person must have been identified by the Selection Committee and approved by the Board Governance Committee.

#### **2. Selection Committee**

- i. A selection committee (the "**Selection Committee**") will identify persons who are not trustees of the Board as potential candidates for appointment as an external participant on a committee.
- ii. The Selection Committee shall be composed of:
  - a. The superintendent or designate.
  - b. A second member of senior management.
  - c. The chair of the Board or a trustee of the Board designated by the chair.
- iii. The recommendations from the Selection Committee shall be considered by the Board Governance Committee.
- iv. The chair of the Board of Education may appoint an external participant to a Board committee from amongst those persons approved by the Board Governance Committee.

#### **3. Term of Appointment**

- i. A person shall not be appointed as an external participant on a committee for a term longer than three years, unless reappointed by the Board chair on the recommendation of the applicable Committee.

#### **4. Conflict of Interest**

- i. External participants on committees must disclose any actual or perceived conflict of interest and not participate in any discussion or meeting in which they have such an interest.
- ii. A conflict of interest exists when:
  - a. An external participant uses their position with the committee to advance their personal interests, or interests of their family or close associates; or
  - b. An external participant accepts, directly or indirectly, any compensation, gratuity, gift, reward or benefit from an organization or individual that has dealing with the Board if a reasonable person would perceive this as influencing the external participants performance of their duties with the committee.
  - c. An external participant has a pecuniary interest in a matter under consideration could reasonably result in a direct or indirect financial benefit or detriment to the participant, their spouse, family member, business associate, employer, or an organization in which they hold a significant financial interest.

**Committee Terms of Reference**

- iii. When an external participant becomes aware that they have an actual or perceived conflict of interest with respect to the matter coming before the committee, the external participant must:
  - a. Disclose that they have an interest in the matter,
  - b. State the general nature of the interest,
  - c. Not take part in any discussion of the matter,
  - d. Not attempt in any way to influence the voting on any question in respect of the matter before, during or after the meeting, and,
  - e. If the meeting is held *in-camera*, leave the meeting until the matter has been addressed.
- iv. External participants on committees will, when they are appointed for the first time and at the first meeting in each fiscal year, submit a written declaration to the chair of the committee declaring whether he or she has a conflict of interest.
- v. External participants on committees who become aware after their appointment that they have a conflict of interest will immediately disclose the conflict in writing to the members of the committee.

**5. Codes of Conduct**

- i. Any code of conduct of the Board also applies to external participants in relation to their functions, powers and duties as external participants on a Board committee.

**6. Remuneration and Compensation**

- i. A person shall not receive any remuneration for serving as an external participant on a committee.

**7. Orientation and Education**

- i. External participants of a committee will be provided with an orientation to the committee's duties and functions upon appointment.