TCSA Policies & Procedures

Section: Board Governance & Operations Reference: 2.8

Policy Title: **Board Meetings including Special Meetings**

Policy Statement:
The TCSA recognizes that as a body corporate, it conducts business only at meetings duly called for that purpose. The business of the Board is generally conducted at regular meetings held every six to eight weeks throughout the calendar year. Resources permitting, the Board may schedule additional regular meetings if the volume of business warrants. In addition to regular meetings, special meetings may be called from time to time to deal with urgent matters or with emergencies.

Purpose:
The purpose of this policy is to provide clarity on the purposes and conduct of Board meetings.

Procedures:
1. The Board is committed to the principle of conducting its business in public. Members of the public are encouraged to attend regular Board meetings and will only be excluded from a meeting for portions of a meeting when confidential matters are under discussion, or for improper conduct;

2. The Board by motion approved by the majority of the members present, may conduct part of a regular or special meeting in closed session. When the board meets in closed session, it has the authority to discuss only the matter in question and has no power to pass any resolution, except a resolution to resume the meeting in public:

a) closed sessions must be used to discuss personnel matters involving the salaries, job performance or promotions and terminations of employees;
b) legal matters involving the Board or Agency;
c) matters involving students, clients or patients are subject to the provisions of the GNWT Access to Information and Protection of Privacy legislation;
d) such other matters as the Board may determine while in public session.

e) All discussion at a closed meeting is confidential. No member shall disclose to the public the proceedings of a closed meeting unless a resolution has been passed at the meeting to allow disclosure.

f) A record of the closed meeting may be kept by the Chief Executive Officer in a confidential manner.

3. The Board generally deals with the business of the Agency in regular meetings. However special meetings to deal with urgent matters may be called by the chairperson and/or the Chief Executive Officer with the agreement of at least one other member of the Board. Only that business for which the meeting was called shall be conducted at a special meeting, unless all the members agree to conduct other items of business as well;

4. If resources, circumstances or time do not permit a face to face meeting, the Board may hold a special or emergency meeting by teleconference, or by using other meeting technologies such as those available on the internet.

Authorities:
TCSA Act 13; Education Act, 117; Hospital Insurance & Health and Social Services Administration Act, 10(10), 13(1)

Approval Dates: 2008/June 18

Chairperson _____ CEO _____