

CONNECT CHARTER SCHOOL SOCIETY

Policy Title: **Role of the Board Member**

Policy No. **1.05**

RATIONALE: The authority of the Board Member is derived from the School and Societies Acts of Alberta and the by-laws of the Connect Charter School Society. Additional guidance is provided by the Alberta Government Charter Schools Handbook.

POLICY: The role of a Board Member is to make decisions that are in the best interests of the Connect Charter Society and School ("School"), to contribute to the Board as it governs and strives to fulfill its responsibilities, and to meet the goals of the Charter Document.

Definition:

"Business judgement" is defined as acting on an informed basis, in good faith, and in the honest belief that the action taken was in the best interests of the Society.

PRINCIPLES:

Each Board Member has the responsibility to:

1. Recognize that the Connect Charter School Society ("Society") serves as a corporate body and that the decisions of the Connect Charter School Society Board ("the Board") at a properly constituted meeting are those of the corporate body;
2. Fulfill the three fundamental duties of the Board of Directors:
 - a. The fiduciary duty to act honestly and in good faith with a view to the best interests of the Society;
 - b. Exercise the duty of care and diligence that a reasonably prudent person would exercise in comparable circumstances; and
 - c. The duty to exercise business judgement in the best interests of the Society and make decisions within a range of reasonable alternatives.
3. Develop an understanding of both the present and the future educational needs of the School community;
4. Review and be familiar with School policies and procedures, meeting agendas, and background information and reports in order to participate meaningfully in Board business;

5. Review and be familiar with information outlined in the Board Member Orientation package;
6. Act with integrity and demonstrate respect for others, including fellow Directors, administration, teachers and other staff, students, parents, and volunteers, both in and outside of Board meetings;
7. Respect and protect concerns of a sensitive or confidential nature;
8. Be present and participate in meetings of the Board and Board committees (“Committees”), including contributing to the decision-making process such that decisions made are in the best interests of the Society, the School and the students served by the School;
9. Support the decisions of the Board and refrain from making any statements to the contrary;
10. Understand that the basic function of the Board is policy-making rather than day-to-day management of operations and accept the responsibility of learning to discriminate between these two functions;
11. Comply with the Restated By-Laws of Connect Charter School Society (Amended February 18, 2014) (“By-Laws”);
12. Refer administrative matters and issues related to School operations and personnel to the Superintendent and/or Principal as appropriate;
13. Participate in professional development seminars, conferences or workshops to enhance the quality of leadership provided and share materials and ideas gained with fellow Board members at Board meetings as appropriate;
14. Serve as Director of the Society in a dual capacity in fulfilling the day-to-day and Part 5 Appeal responsibilities as a Director, pursuant to the School Act and the applicable provisions of other Alberta and federal statutes and associated regulations;
15. Support, advocate, and be an ambassador for the School;
16. Support public charter schools in Alberta;
17. Recognize responsibility for contributing to the improvement of education not only in the School, but throughout the province of Alberta, and, accordingly, engage parents and the community in matters related to education.

First Reading	<u>June 22, 2010</u>
Adopted	<u>September 21, 2010</u>
Amended	<u>November 22, 2016</u>
Amended	<u>June 12, 2018</u>

PROCEDURES:

1. No Director shall receive remuneration for serving as a Director.
2. A Director may request reimbursement for any expenses incurred in the course of performing their duties as Director.
3. No Director shall, directly or indirectly, contract with the Society if the Director has a pecuniary interest in the contract, other than in those specific circumstances permitted in accordance with Article 11.01 of the Bylaws.
4. When a Director has a pecuniary interest in a matter before the Board, or any Committee or commission, committee or agency to which the Director is appointed as a representative of the Board, the Director shall follow the rules of disclosure, abstain from voting on any question relating to the matter, abstain from discussing the matter, and leave the meeting until discussion and voting on the matter is completed, in accordance with Section 83 of the *School Act*. It is the responsibility of each Director to understand the provisions in Section 83 and comply with them.
5. The Board and each of its members is committed to compliance with the policies as approved . The Board recognizes that its failure to deal with a violation of its policies risks the loss of confidence in the Board's ability to govern effectively. Therefore, in the event of a violation of policy, especially a member's willful and/or continuing violation, the Board ordinarily will address the issue by the following process:
 - a. Conversation in a private setting between the offending member and the Board Chair;
 - b. Discussion in a private session between the offending member and the Board;
 - c. Possible removal by the Board from any leadership or Committee positions to which the offending member has been appointed or elected;
 - d. Censure of the offending member of the Board or further consequence including removal as a Director if action continues or is repeated by the offending member.
6. Board members will abide by the Connect Charter School Society Code of Conduct for Directors. (Appendix to Policy 1.05 Role of the Board Member).