



POLICY MANUAL

Code: TFB 94002 Policy X Procedure Guideline

Title: MEETING PROCEDURES POLICY

Approved By: Trust Fund Board

Resolution #: TFB 94/64
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Chair signature:

Further References: TFB Appointment of the Chairperson

Purpose:

To specify procedures for Regular and Special Meetings of Trust Fund Board.

Details:

PART 1 - INTERPRETATION

Definitions

1. In this policy

"Act" means the Islands Trust Act, S.B.C. 1989, c. 68, as amended;

"Chairperson" means the Chairperson of the Islands Trust Fund Board;

"Staff" means the staffperson with direct responsibility for the Trust Fund Board and the additional Islands Trust Fund staff team;

"Board" means the Islands Trust Fund Board constituted as provided in section 40 of the Act;

"improper conduct" includes conduct which obstructs the deliberations of the Board or statements considered by the Chairperson or person presiding as defamatory or profane;

"meeting" means a gathering of at least a quorum of members where decisions are made or matters that will lead to decisions are discussed;

"member" means a member of the Board as provided in section 40 of the Act;

"point of order" means an interruption of the debate or proceedings, during a meeting of the Board, with an inquiry whether something being said or done is in or out of order according to a statute, this policy or rules referred to in this policy;

"Point of privilege" means an interruption of the debate or proceedings, during a meeting of the Board, with an inquiry respecting privilege under this policy or under the rules of order referred to in this policy;

"regular meeting" means a meeting of the Board, that is scheduled by the Board under Part 2 and relates to the work of the Trust Fund Board; and

"special meeting" means a meeting of the Board other than a regular meeting.

Incorporation of Act's Definitions

2. Any definition in the Act which is incorporated into this policy has the same meaning given to it in the Act as of the date of adoption of this policy.

Interpretation of Policy

3.
 - a) Nothing in this policy, and no failure to comply with this policy, affects the validity of an act of the Board.
 - b) The Board, at a duly constituted meeting, may by a simple majority, waive any provision of this policy in respect of an act or proposed act of the Board.

PART 2 - REGULAR MEETINGS

Schedule and Notice of Regular Meetings

4. A regular meeting of the Board must be held at least quarterly and at such other dates decided by the Board by resolution.
5. The staff will prepare a proposed Annual Meeting Schedule at the first meeting of the year, for Board consideration. The Board will approve by resolution a schedule for its annual regular meetings at or before the second meeting of the year.

6. All meetings of the Board must be open to the public. Public notice of meeting dates and times will be provided at the main office of the Islands Trust Fund and on the Islands Trust Fund website.
7. A meeting, or part of a meeting, dealing with matters identified in the *Freedom of Information and Protection of Privacy Act* or Section 242.2 of the *Local Government Act* may be closed to the public as long as a resolution is first passed to close that meeting or part of the meeting and to state the basis for the closure.

Quorum

8. If the Board has more than three members, a quorum of the Board is three members, at least one of whom must be a member elected under section 36(1)(a) or (b) of the Act. If the Board has three members, a quorum of the Board is two members .
9. Trust Fund Board members who will not be attending a meeting will contact the Program Coordinator at least 72 hours (3 days) in advance of the meeting to indicate their anticipated absence so the meeting can be rescheduled if a quorum will not be met.
10. If a quorum does not exist within 15 minutes of the scheduled start time of the meeting, the meeting will not be called to order and the will attempt to contact absent Board Members who are expected at the meeting for confirmation of their attendance.
11. If a quorum is expected within a reasonable time as determined by the Chairperson, or acting Chairperson, (e.g., one-half hour of contacting absent but expected members) the meeting will be postponed until a quorum is present.
12. If a quorum is not expected within a reasonable timeframe, as determined by the Chairperson, or acting Chairperson, the meeting will be cancelled, all business on the agenda for that meeting is cancelled, and all business on the agenda must be dealt with at the next regular meeting or at a special meeting.

PART 3 - SPECIAL MEETINGS

Calling a Special Meeting

13. A notice of the day, hour and place of a special meeting of the Board, shall be given hours at least 24 before the time of meeting by posting a copy of the notice at the main office of the Islands Trust Fund and by providing one copy for each member at the place to where he/she has directed notices to be sent. Notice may be waived by unanimous vote of all the members of the Board. Each copy of the notice shall be signed by the Chairperson or Islands Trust Fund .
14. If the Chairperson is not the member calling the special meeting, the member calling the special meeting must, prior to calling the meeting, communicate with the

Chairperson to receive the Chairperson's representations regarding the calling of the special meeting.

Postponement If No Quorum

15. Sections 10-12 apply to special meetings with the necessary changes.

PART 4 - OTHER MATTERS REGARDING MEETINGS

Meeting Locations

16. Meeting location for regular meetings are determined by resolution of the Board and for special meetings as they are set out in the notice for a special meeting.
17. Teleconferencing can be done as long as any interested members of the public can participate by conference or speaker telephone in an advertised location.

Recessing and Reconvening a Meeting

18. The Board may by resolution adjourn any special or regular meeting for purposes of reconvening to a date, time and location specified in the resolution.

Cancellation of Regular Meetings

19. The Board may by resolution at a regular or special meeting, cancel any regular meeting.
20. If a regular meeting of the Board is cancelled:
 - a) written notice will be sent to members confirming cancellation of the meeting at least forty-eight (48) hours before the scheduled start of the meeting; and
 - b) public notice of the cancellation will be given by posting notice of the cancellation at the main office of the Islands Trust Fund and on the Islands Trust Fund website.

Cancellation of Special Meetings

21. Any member may request that the Chairperson cancel a special meeting of the Board. The Chairperson will consider the request and, if the meeting is to be cancelled, the Chairperson or staff will provide written or oral notice of the cancellation at least 12 hours in advance of the scheduled start time of the meeting to ensure that members do not needlessly travel to the meeting location.

PART 5 - PROCEDURE FOR BOARD MEETINGS

Chairperson To Open Meetings

22. If a quorum is present, the Chairperson must call the meeting to order. If a quorum is present but the Chairperson is not present within 15 minutes after the time at which the meeting is scheduled to begin, a member elected under section 36(1)(a) or (b) of the Act must take the chair and call the meeting to order. If such a member conducts a meeting in the absence of the Chairperson, all references to the Chairperson in this policy are to be considered to be references to that member.

Maintaining a Quorum

23. Once the meeting is called to order, the Chairperson is responsible to ensure a quorum is maintained for the purposes of conducting the meeting.

Regular Meeting Agenda

24. The Board may by resolution adopt a standard agenda format, and that format can be amended by resolution.
25. An agenda will be prepared for each regular meeting that:
 - a) is consistent with any Board approved agenda format,
 - b) states the general nature of each business item to be dealt with at the meeting; and
 - c) is sent to each member at least seven (7) days before the date on which the meeting is to be held.
26. Any member may place an item of business on the agenda of a regular meeting by giving written notice of the item, in reasonable detail, to the two (2) weeks prior to the date on which the regular meeting is to be held.

Special Meeting Agenda

27. The Chairperson, or a member calling the special meeting, must provide the members with an agenda stating the specific items of business to be considered at the special meeting.

Addition of Agenda Items

28. The Board may by resolution place urgent items on the agenda at the beginning of the meeting during agenda adoption.

Notice to Coordinator of Petitions and Delegations

29. At least three (3) weeks before the date of a meeting at which:

- a) any person wishes to present a petition to the Board, that person must inform the Coordinator of the
 - i) subject of the petition, and
 - ii) name and address of each person who has signed the petition; and
- b) any delegation wishes to appear before the Board, the Coordinator must be informed by the delegation of the
 - i) subject of the delegation, and
 - ii) name and address of the speaker for the delegation.

No petition or delegation may be presented to, appear before or be received by the Board unless this section has been complied with, except that the Board may resolve to waive compliance with this section.

Time Allowed for Petitions and Delegations

- 30. Unless the Board otherwise resolves, the maximum time for presentation of a petition or appearance of a delegation before the Board is five (5) minutes.

Correspondence

- 31. Anyone who wishes correspondence to be considered at a meeting of the Board must, at least two (2) weeks prior to the meeting, deliver the correspondence to the Coordinator, unless otherwise agreed to by resolution of the Board.

Special Votes on Urgent Matters

- 32. The Chairperson may direct the Manager to conduct a special vote on an urgent matter without calling a special meeting, if the Chairperson deems the matter to be urgent and if it is not practical to schedule a special meeting to address the matter.
- 33. The Manager shall conduct the Special Vote on an Urgent Matter according to the related Trust Fund Board procedure (TFB 02014).

Adoption of Minutes

- 34. The minutes of every meeting must be adopted by resolution of the Board. If each member has received a copy of the minutes of a meeting, those minutes may be adopted by resolution of the Board. Any changes to the minutes as stipulated by the Board resolution must first be made by the recording secretary before adoption. All approved Board minutes must be distributed to all members.

Inspection and Copying of Board Minutes

35. The minutes of every Board meeting are open for inspection by any person. Any person may make copies of minutes at reasonable times. This section does not apply to a meeting or portion of a meeting from which the public has been excluded or to records of a confidential votes on urgent matters. Minutes relating to confidential matters will be kept in a separate confidential record.

PART 6 - RULES OF CONDUCT

Recognition of Speakers

36. A member may speak in a meeting after the member has raised his or her hand and the Chairperson has recognized the member. If two or more members wish to speak the Chairperson may designate the order in which each is to speak. If the Chairperson wishes to speak in a meeting, the Chairperson need only address the meeting.

Rules Regarding Members When Speaking

37. Except as otherwise resolved by the Board, a member may:
- a) speak only to a matter being debated by the Board;
 - b) speak only to a motion that has been moved and seconded;
 - c) not speak to a matter already resolved by the Board; and
 - d) not speak when called to order by the Chairperson.

Enquiries by Guests of the Board and Members of the Public Attending the Meeting

38. At the discretion of the Chairperson, or by resolution of the Board, any person attending a meeting may address the Board to enquire about any item of business on the agenda in the manner provided in sections 27 and 28.

PART 7 - POINTS OF ORDER AND PRIVILEGE

No Interruptions of Speaker or Meetings

39. No member may interrupt another member who is speaking except to raise a point of order. No member may cause a disturbance at or disrupt a meeting.

Chairperson to Keep Order

40. The Chairperson is to preserve order at every meeting of the Board and has the power to make such rulings as are necessary to do so, including the power to rule on all points of order and remove a member for improper conduct.

Chairperson to Give Basis For Ruling

41. At the time any ruling is made by the Chairperson on a point of order, the Chairperson must inform the Board of the ground upon which the ruling is made.

Appeal to the Board on Point of Order

42. A member may appeal any ruling of the Chairperson a point of order to the Board. The Chairperson must put to the Board the question "Should the ruling of the Chairperson be sustained?". The question must be put to the meeting at once by the Chairperson and the question must be immediately voted upon by the Board without debate. If the votes for and against the question are equal, the chair is sustained. The Chairperson is governed by the vote of the members on the question.

Points of Privilege

43. A member may:
- a) require that a motion being debated be read for the member's information. However, a member may not interrupt another member who is speaking unless that other member consents;
 - b) require the Chairperson to state the reasons for the Chairperson's ruling on a point of order, which the Chairperson must do at once without debate; and
 - c) put a question to the Chairperson regarding any matter connected to the affairs of the Board, which the Chairperson may require be put in writing.

Robert's Rules of Order Apply

44. All matters of order or privilege not provided for in this policy or the Act must be governed by the rules in the then latest edition of *Robert's Rules of Order*.

PART 8 - RESOLUTIONS

Resolutions

45. Resolutions may be passed on a motion moved by a member and seconded by another member.

Effect of Question Under Consideration

46. When a question is under consideration, no motion may be made except a motion to:
- a) call the question;
 - b) postpone the question indefinitely;
 - c) table or postpone the question for a specified time;
 - d) amend the question;
 - e) refer the question to a committee;
 - f) limit or extend debate on the question; or
 - g) put a previous question to the vote.

Motion to Table

47. A member may make a motion to table a matter at any time unless a motion to adjourn has already been made. The Board may debate the motion to table, but may not debate the matter which is the subject of the motion to table.

Motion to Adjourn

48. A member may make a motion to adjourn a meeting at any time. The motion must be put to a vote at once without debate. If a motion to adjourn is defeated, no further motion to adjourn may be made unless some business or another matter intervenes between the defeat of the first motion to adjourn and the further motion.

Motion to Postpone

49. A member may make a motion to postpone consideration of a question until later in the same meeting, to another meeting or indefinitely. A motion to postpone until later in the same meeting must be put to a vote without debate. A motion to postpone until another meeting or indefinitely may be debated and, if that motion is passed, the question which is postponed may not be considered again during that meeting.

Inadmissible Motion

50. If the Chairperson or a member considers that a motion is contrary to the Act, the Chairperson must inform the meeting at once and may refuse to put the question to a vote. The Chairperson must give reasons for any such refusal at once.

Recording and Reading of Motions

51. The recording secretary must record in the minutes the text of every motion. After a motion has been recorded and seconded by a another member, the recording secretary, if requested by a member, must read the motion aloud to the meeting before the motion is debated or put to vote by the Chairperson. A motion may not be withdrawn after it has been voted on.

Amendment of Motions

52. a) A member may move to amend a motion being considered by the meeting, but it must be seconded before further consideration. That member may not move any further amendments to that motion. A member may move to amend an amendment already moved, but only one motion to amend an amendment may be made by a member.
- b) No motion to amend a motion may be made if the amendment negates the motion which would be amended. If the member states that a proposed amendment to a motion would negate that motion, the Chairperson must at once rule whether that would be the case. That ruling may be appealed to the member as if the ruling were on a point of order.

Effect of Motion to Amend

53. If a motion to amend a motion is:
- a) carried, the motion is to be voted on as amended; or
- b) defeated, the motion is to be voted on unamended.
54. A motion to amend must either be withdrawn, with the permission of the seconder, or voted on before the motion which would be amended may be voted on.

Question to be Put After Debate

55. The Chairperson must put every question to a vote immediately after debate on that question is closed. Where the votes of the members, including the vote of the Chairperson, are equal for and against a question, the motion fails, and it is the duty of the Chairperson or other presiding person to so declare.

Voting by Show of Hands

56. Subject to sections 57 and 58 of this policy, a member must vote on every question put to a vote by raising his or her hand.

Recording of Votes

57. A member may require his or her vote on any question to be recorded by the recording secretary. The recording secretary in such case must record in the meeting minutes the name of the member and which way the member voted.

Recording Abstentions

58. The recording secretary must record in the minutes of a meeting the name of any member who abstained from voting on any question, and must record the member as having voted in the affirmative on the question.

PART 9 - PUBLIC ACCESS

Open to the Public

59. Regular and special meetings of the Board are open to the public, and no person may be excluded except in accordance with part 2 section 7 or sections 51 or 52 of this policy.

Exclusion for Improper Conduct

60. The Chairperson or other person presiding may expel and exclude a person for improper conduct from any Board meeting.

Exclusion of the Public

61. If, in the opinion of the Board, the public interest so requires, a person other than members may by resolution of Board be excluded from a special meeting of the Board.