



Minutes of Board of Directors Meeting ASBA Boardroom

September 14-15, 2006

ATTENDANCE

Board Members

Mrs. Maureen Kubinec, President
Mrs. Heather Welwood, Vice-President (Thursday)
Mrs. Bev Esslinger, Edmonton Public (alternate)
Ms. Debbie Cavaliere, Edmonton Catholic
Ms. Carol Bazinet, Calgary Public
Mrs. Lois Burke-Gaffney, Calgary Catholic (Friday)
Ms. Wendy Olson-Lepchuk, Zone 1
Mr. Gerry Steinke, Zone 23
Ms. Karen Holloway, Zone 4
Mr. Doug Gardner, Zone 5
Mrs. Patricia Aitchison, Zone 6
Mr. Ted Paszek, ACSTA
Mrs. Judy Muir, PSBAA
Mr. Martin Blanchet. FCSFA

Guests

Mr. Dennis Belyk, Executive Director, Learner Assessment,
Alberta Education (A.3)
Dr. Jim Dueck, Assistant Deputy Minister, Accountability and
Reporting, Alberta Education (A.8)
Dr. Morag Pansegrau, Chair, St. Albert PSSD #6 (A.9)

Staff/Consultants

Mr. David Anderson, Executive Director
Ms. Donna Engel, Manager, Corporate Services
Ms. Suzanne Lundrigan, Manager, Communications
Ms. Karen Munro, ASBA Lawyer (A.5.5)
Mr. Terry Gunderson, ASBA Consultant (A.6)
Mr. Steve Cymbol, ASBA Consultant (A.9)
Ms. Marian Johnson, Administrative Assistant

Note: Any enclosure, report or other document to which a motion relates in whole or in part becomes an integral and official part of these minutes.

CALL TO ORDER

President Kubinec called the meeting to order at 7:00 p.m.

NATIONAL ANTHEM

Ms Karen Holloway led in the singing of O' Canada.

A. RECOMMENDED ACTION ITEMS

A.1 Agenda

(a) Additions/Changes

Order:

Action Item A.4 (Board Self-Evaluation) would be discussed following A.2

(b) Approval

MOTION #1
D. Cavaliere

That the agenda, as amended, be approved.

CARRIED

A.2 Approval of Minutes – June 15, 2006

(a) Errors/Omissions

No errors or omissions were reported.

(b) Approval

MOTION #2
P. Aitchison

That the minutes of the June 15, 2006 ASBA Board of Directors meeting be approved as distributed.

CARRIED

(c) Business Arising

A.4 - Motion #5 (June 2006) – D. Anderson advised that he would bring forward a work plan calendar of events for future activities of the Board. It was later noted that there would not be a November meeting, so the plan would be presented at the Board's December 2006 meeting.

A.9 (June 2006) – D. Anderson advised that he had not received a response to the letter to the Canada Millennium Scholarship Foundation (see C.12g) regarding the awards ceremony date.

C.3 (June 2006) – D. Anderson advised that the CASS self-governance conceptual agreement had not been provided to boards as a new agreement was forthcoming.

Vice-President Welwood assumed the Chair Thursday evening for discussion of Agenda Items A.3, A.4, A.4.5, A.7, and A.10.

A.3 Provincial Achievement Tests and Diploma Exam Results Presentation

Mr. Dennis Belyk, Executive Director of Learner Assessment, Alberta Education was introduced and presented a summary of the 2005-2006 test results. This information was embargoed until after September 28, 2006.

**A.4 ASBA Board of Director's
Self-Evaluation
Recommendations**

Board members reviewed the recommendations contained in the July 2004 – April 2006 evaluation. K. Holloway, as a member of the ASBA Policy Development Advisory Committee, advised that the committee would prepare key messages regarding the Omnibus Motion referenced in the first two recommendations and would present them at the Board's October meeting. In particular, an explanation of the Omnibus Motion and a better understanding of the implications of deleting policies would be provided.

The Board then considered the six recommendations contained in the briefing note concerning the Board Self-Evaluation.

MOTION #3
D. Cavaliere

That the amended Board of Directors Self-Evaluation Report (July 2004 – April 2006) be emailed, with a letter from the President, to all boards for their information;

That Recommendation 1 be referred to Zone Directors;

That Recommendations 2 and 3 be referred to the Policy Development Advisory Committee;

That Recommendation 4 be referred to all ASBA representatives;

That the Board of Directors take under advisement Recommendations 5, 7 and 8 and include these items in the monthly Board evaluation form; and

That the Board direct the Executive Director, in consultation with the President, to implement Recommendation 6.

CARRIED

**A.4.5 Metro School Boards Study,
Part II**

B. Esslinger, Chair of the study, presented the second phase of the Metro School Boards Study which focussed on the relationship between metro boards and the ASBA with a view to working more effectively and efficiently with ASBA and the other metro boards.

As per the timelines, the Board of Directors was to determine how the report's recommendations would be handled and how the report would be distributed.

The eight recommendations contained in the study were considered separately by the Board.

#1. *Create a structure for metro board representatives to meet on a regular basis.* It was clarified that the structure would include the four metro boards, the President, and the Executive Director.

MOTION #4
K. Holloway

That recommendation #1 of the Metro Boards Study, part 2 be referred to ASBA staff to facilitate and also be included in information received for the Governance Review.

CARRIED

#2. That the ASBA Governance Review examine means to ensure that actions taken by the ASBA executive are informed by and respect metro perspectives.

MOTION #5
D. Cavaliere

That Recommendation #2 of the Metro Boards Study, Part II be referred to the Governance Review.

CARRIED

#3. Change the voting structure such that each board that attends the general meeting is entitled to a weighted vote based on a jurisdiction's student enrolment. This would not inhibit individual trustees from speaking to any issue at the AGM/ business meetings of the association.

MOTION #6
P. Aitchison

That Recommendation #3 of the Metro Boards Study, Part II be referred to the Governance Review.

CARRIED

#4. Adopt a double majority voting system.

MOTION #7
D. Cavaliere

That Recommendation #4 of the Metro Boards Study, Part II be referred to the Governance Review.

CARRIED

#5. Where specific metro representation is required, clarify in the terms of reference for ASBA committees the expectations held for the metro representative ...

MOTION #8
K. Holloway

That Recommendation #5 of the Metro Boards Study, Part II be referred to ASBA staff for further clarification of the points and include it in the Governance Review.

CARRIED

#6. That metro boards in zones be allowed to vote for zone director positions.

MOTION #9
P. Aitchison

That Recommendation #7 of the Metro Boards Study, Part II be referred to the Governance Review.

CARRIED

#7. That the ASBA host a Canadian Metro Congress in 2007 on a cost recovery basis. This conference would provide professional development opportunities for metro trustees.

MOTION #10
C. Bazinet

That Recommendation #7 of the Metro Boards Study, Part II be referred to ASBA staff for further investigation.

CARRIED

D. Anderson noted that, in all likelihood, a Metro Congress would not be held in conjunction with CSBA Congress 2007, but at another time.

#8. *That the research and investigation section from this review be utilized by the ASBA Governance Review.*

MOTION #11
D. Gardner

That Recommendation #8 of the Metro Boards Study, Part II be adopted.

CARRIED

Distribution of Report:

D. Anderson recommended that the report be posted on the ASBA website and provided to all boards in the province via e-mail by the President who would also include key messages. He added that the background information was intended to be included in the Governance Review to provide a broader research base.

MOTION #12
G. Steinke

That the ASBA Metro School Boards Study, Part II Report be released in its entirety to all school boards.

CARRIED

Later in the meeting, key messages for the Metro Study were discussed. The following questions and comments were made:

- Will the Metro Study report be presented to or referred to the Governance Review committee?
Ans: The report will be referred to the Governance Review Committee.
- It should be emphasized that the Metro Board study was a two-stage report; the first stage concentrated on financial issues and was presented at the 2005 Fall General Meeting, while the second stage concentrated on relationships between the metro boards and ASBA and commenced prior to the Governance Review.
- Both Metro and Small Urban Boards studies included good research.
- Recommendations contained in the Small Urban Boards report were similar to those in the first part of the Metro Boards report.
- Both reports should be presented at the same time to the membership.

The meeting recessed at 9:40 p.m. and reconvened on Friday, September 15 at 9:00 a.m. with M. Kubinec in the Chair.

A.5 In-Camera Session The *in-camera* session was held on Friday morning at 9:00 a.m. H. Welwood was absent due to an ASEBP meeting and observers were not present.

MOTION #13 That the meeting move *in-camera*. **CARRIED**
D. Gardner

MOTION #14 That the meeting move out of *camera*. **CARRIED**
P. Aitchison

(a) Executive Director's Evaluation – Final Report

MOTION #15 That the Executive Director's Evaluation – Final Report be accepted. **CARRIED**
K. Holloway

(b) Improvements to Evaluation Process/Criteria Suggestions to improve future evaluation processes and criteria were made by Board members during the *in-camera* session.

Following the in-camera session, observers joined the meeting.

A.5.5 Fiduciary Responsibilities Ms. Karen Munro, ASBA lawyer, provided a verbal presentation clarifying the Directors' fiduciary obligations as members of the ASBA Board to:

- Use best judgement and due diligence when making decisions
- Act in good faith and obey applicable laws of the organization (*ASBA Act*, ASBA policies)
- Protect the interests of the organization (ASBA)
- Put beneficiary's interest (i.e. ASBA's interest) first
- Avoid and disclose conflict of interest

Ms. Munro suggested that Directors "debate with vigor before the vote and support the decision after the vote" and that the ASBA Board Charter provided guidance to Board members on their fiduciary duties.

It was also explained that the role of observers on the Board of Directors was in a liaison capacity with their constituents and that observers should accept the legitimacy and validity of Board decisions.

A.6 ASBA Strategic Plan Year End Report (2005-2008) Mr. Terry Gunderson provided an update on the progress made on the 2005-2008 Strategic Plan over the past year.

Comments from the Board included:

Briefing Note: Identify the three other strategies planned for 2006-2007 as noted in point 2 of the "Background".

A-1.2: Distinguish “Organizational Review” of previous years from current “Governance Review”.

A-4.1 – A-4.5: Indicate that these priorities would be included in the Governance Review.

D-3.4: The “Progress” statement should be deleted, as the academy was for the Board of Directors only.

D. Anderson added that strategies planned for 2006-2007 would be highlighted in an Executive Summary to be posted with the plan on ASBA’s website.

MOTION #16
L. Burke-Gaffney

That the ASBA Board of Directors accept the 2005-2008 Strategic Plan Year-End Report.

CARRIED

A.7 CASS Self-Governance Proposal - Update

D. Anderson advised that CASS had made changes to their initial proposal which addressed ASBA concerns. Boards would now be asked to review the revised proposal and provide comments to the Board of Directors through their Zone/Metro Director.

He added that if the updated proposal was adopted by the ASBA Board at their December 2006 meeting, a policy would be developed for ratification by the general assembly at the 2007 Spring General meeting.

A.8 Results of Accountability Pillar and Business Plan Survey

D. Anderson introduced Dr. Jim Dueck, ADM for Accountability and Reporting, Alberta Education, who presented the Alberta results of the first biannual national parent and teacher survey which identified their attitudes related to education.

Results indicated that, on the whole, parents and teachers were very satisfied with Alberta’s education system, especially related to intellectual skills, social and learning environment, and quality of teaching. Areas where improvement was indicated were spiritual awareness, facilities and equipment, and professional development.

A link to the Canadian survey results was available on the Society for the Advancement of Excellence in Education (SAEE) website - www.sae.com.

M. Kubinec commented that the survey results provided valuable information for the ASBA strategic planning session.

A.9 Small Urban Boards Study Report

Mr. Steve Cymbol, ASBA consultant, gave an overview of the study’s findings that there was not any single issue which affected all the province’s small urban boards. However, it did reaffirm and amplify that many existing ASBA policies addressed issues of concern to small urban boards as well as addressed many “perceived” issues.

The study identified 11 recommendations that were mainly related to transportation funding, facilities, and program funding.

MOTION #17
D. Cavaliere

That the ASBA Board of Directors receive as information the "Small Urban Boards Study" and adopt the study recommendations.

CARRIED

D. Anderson clarified that the recommendations would become policies for ratification at the Fall General meeting, but that the Policy Development Advisory Committee would exclude those already covered by existing policy.

The report would be e-mailed to Board Chairs by the ASBA President and posted on ASBA's website.

M. Kubinec thanked the members of the study for their work.

A.10 Action Plan Proposal for Improving High School Completion Rates

D. Cavaliere advised that President Kubinec would send a letter to Board Chairs encouraging their attendance at Alberta Education's Improving High School Completion Symposium being held September 24-25, 2006.

A.11 Proposed School Board Directives for Action

M. Kubinec referenced the process by which Zones and Boards could submit proposed policies and directives for action to the Board of Directors for consideration between general meetings as per Bylaw 7.2(g) or to the Policy Development and Advisory Committee (PDAC) as emergent issues for consideration at a general meeting.

Three submissions were made; two from the Calgary Board of Education and one from Pembina Hills. Discussion focussed on which process should be followed for each issue and it was noted that all three were within current policy 6.D.14 (Funding Model for School Board Capital Projects).

K. Holloway, as a member of the PDAC, expressed her opinion that better discussion would result at the general meeting if the sponsoring boards brought their issues forward as emergent amendments to existing policy. She added that policies were broad in scope, with specifics included in background information.

(a) Calgary Board of Education

- (i) P3 School Facility Projects
- (ii) Corporate Financial Services

(b) Pembina Hills

- (i) Infrastructure Maintenance Renewal Program (IMR)

MOTION #18
P. Aitchison

That the three proposed policies be put into the Infrastructure Advocacy Plan and that communication to school boards be that they were not going to miss out on having their voices heard.

CARRIED

Following this discussion, it was suggested that the Board might like to refer the current policy process to the PDAC for review and that it might become part of the Governance Review.

A.12 Appointment of External Auditor for 2005/2006 Fiscal Year

MOTION #19
P. Aitchison

That the ASBA Board of Directors appoint KPMG as the auditors for the year ending August 31, 2006.

CARRIED

A.13 Establishment of Board Expense Rates

Pursuant to Board policy GP-8.1, the Board discussed current kilometerage and meal rates for those travelling on ASBA business. In September 2005 the rates were established as:

Kilometerage – 42 cents/Km
Meals - \$10 per meal or by receipt

These rates were reviewed January 2006, with the kilometerage rate to be determined annually once the CRA rate was determined.

MOTION #20
B. Esslinger

That, for the 2006-2007 fiscal period, the expense rate for travel by car be increased to \$0.44/kilometre.

CARRIED

MOTION #21
B. Esslinger

That, for the 2006-2007 fiscal period, the current policy for meal allowances be maintained to ensure directors are reimbursed for the actual cost of their meals, regardless of location, or are provided a meal allowance if the meal is under \$10.

CARRIED

MOTION #22
B. Esslinger

That Board policy GP-8.1 reflect that expense rates for meals and travel by car be determined at a January or February board meeting to coincide with the development of the budget for the upcoming fiscal period.

CARRIED

It was noted that the Board would next consider expense rates in January or February of 2008.

A.14 Future Board Meeting Dates

Suggested meeting dates were provided to the Board based on the established pattern of the second Thursday evening and Friday of the month.

MOTION #23
K. Holloway

That the ASBA Board of Directors approve the following meeting dates:

2007

February 8-9
March 8-9
April 19-20
May 10-11
June 14 (Thursday evening meeting only)
September 13-14
November 8-9 (due to municipal elections on
October 15)
December 13-14

2008

January 10-12 (Strategic Planning Session)
February 14-15
March 13-14
April 10-11
May 8-9
June 12 (Thursday evening meeting only)
September 11-12
October 9-10
December 11-12

CARRIED

**A.15 Review of Board Meeting
Start and End Times**

As a follow-up to the discussion of meeting start and end times at the February 2006 Board meeting, the Board reviewed its decision on the issue.

MOTION #24
D. Cavaliere

That ASBA Board meetings start and end times established in February 2006 be maintained and that those Board members who fly home following a meeting book return flights departing no earlier than 6:00 p.m.

CARRIED

**A.16 Appointment of ASBA
Policy Development
Advisory Committee
Member**

In accordance with the recommendation that the President recommend a Director to serve on the ASBA Policy Development Advisory Committee, M. Kubinec named Debbie Cavaliere.

MOTION #25
K. Holloway

That Debbie Cavaliere be named as the third member of the ASBA Policy Development Advisory Committee.

CARRIED

**A.17 Directors' Requests for
Information**

P. Aitchison enquired about a letter her board had received from a Toronto trustee seeking support to lobby the federal government to eliminate the GST applied to school boards. D. Anderson responded that CSBA was already lobbying the government in this regard on behalf of school boards and that their submission to the government was available on the CSBA website (www.cdnsba.org).

**A18 Agenda Items – Future
Board Meetings**

Current agenda items were reviewed for relevance, with the outcome being:

(a) **Renewed Funding Framework – Comparisons:** This item was dropped, but D. Anderson would provide a status report on the Minister’s Advisory Committee on the Funding Framework.

(b) **Plant Operations and Maintenance Issues – Discussion with Ministers of Infrastructure and Education:** This item would be kept.

(c) **Report on Gaps in Aboriginal Academic Results (Kelowna Accord):** It was noted that this information was not available as the government did not track results by race. D. Anderson advised that he would discuss this with Dr. Jim Dueck, as this type of information would provide good research for High School Completion. He suggested that, to broaden the issue, a report on Aboriginal Education and the Impact on School Boards be undertaken; however, the findings could negatively impact school programs.

(d) **Discussion re Relationships with ACSTA and PSBAA:** It was decided to include FCSFA and keep this item on the future agenda items list.

(e) **Relationships with other Education Associations:** This item would be kept on the list.

B. DISCUSSION ITEMS

- B.1 Consistent Use of Board “Highlights” Information** S. Lundrigan advised that the consistent use of “Highlights” would be discussed at the orientation for new Directors. M. Kubinec added that “Highlights” now provided links to supporting information.
- B.2 Meeting Date for Board re Governance Review Input** Board members agreed to meet following the Fall General meeting on Wednesday, November 22 at 8:00 a.m. at the Westin Hotel to provide input to the Governance Review. Observers were invited to attend as well.
- B.3 Trustee Development Report** D. Engel directed the Board to Information Item C.11(k) – a results report by Boardworks Consulting Services which summarized trustee feedback on the types of professional development programs they preferred. Based on this report ASBA would develop a trustee development plan to commence after the 2007 election. Directors were asked to e-mail their comments on the plan to Donna Engel.

D. Cavaliere left the meeting at 4:00 p.m.

C. INFORMATION ITEMS

- C.1 President's Report** M. Kubinec reported that she had recently met with the Prairie Land board and that she had received considerable feedback and compliments from MLAs on the "Missing the Mark" reports for which she had been interviewed approximately 30 times.
- (a) CSBA Update** Please refer to the written reports.
- C.2 Vice-President's Report** Please refer to the written report.
- C.3 Executive Director's Report** In addition to his written report D. Anderson advised the Board of the following:
- Pension Reform Lawsuit:** The action would be confined to the Crown, which was good news for school boards.
- ASBIE:** Insurance premiums would be reduced this year.
- SiPP:** Thirty-one (31) boards were currently participating in the registered SiPP.
- CBE/Palliser Lawsuit:** The Court of Queen's Bench ruled in favour of Palliser to offer programs within CBE's jurisdiction. D. Anderson advised that Mr. Steve Cymbol would prepare a review for the Board of Directors of the many implications this decision would have on school boards.
- C.4 Member Reports**
- Edmonton Public** (B. Esslinger): Please refer to the written report.
- Edmonton Catholic** (D. Cavaliere): No report was available.
- Calgary Public** (C. Bazinet): Please refer to the written report.
- Calgary Catholic** (L. Burke-Gaffney): There was no new information to report.
- Zone 1** (W. Olson-Lepchuk): The next Zone meeting would be held September 21. Grande Prairie Public had hired a new Superintendent, Chris Gonnet.
- Zone 23** (G. Steinke): Please refer to the written report.
- Zone 4** (K. Holloway): The next Zone meeting would be held September 25.
- Zone 5** (D. Gardner): Please refer to the written report distributed at the meeting.

Zone 6 (P. Aitchison): Five school boards within the Zone had recently hired new Superintendents. Westwind had withdrawn its proposed policy regarding CASS self-governance.

ACSTA (T. Paszek): No report was available.

PSBAA (J. Muir): PSBAA-U Year III would be held September 20-22.

FCSFA (M. Blanchet): No report was available.

C.5 Lead Role Reports

Insurance – SiPP: Please refer to the written report.

C.6 ASBA Governance Handbook

Board members were provided with a Governance Handbook which was updated to July 2006.

C.7 Q3 ASBA Financial Statements

The Board was very pleased with the detailed explanations regarding variances provided by Heather Rogers in the Q3 financial report.

C.12 Correspondence

(k) Letter from Holy Family re Zone 1 Bylaw Review Concerns: The Board encouraged the President and Executive Director to meet with the Holy Family Board to discuss the concerns expressed.

D. MEETING EVALUATION

Directors were encouraged to complete and return their meeting evaluation form.

E. ADJOURNMENT

There being no further business the meeting was declared adjourned by the Chair.

The meeting adjourned at 4:45 p.m.

President

Executive Director