



Minutes

ASBA Board of Directors' Meeting

March 14-15, 2019

Radisson Hotel Edmonton South, 4440 Gateway Boulevard, Edmonton, Alberta

Attendance

Board of Directors

Lorrie Jess, President
Trina Boymook, Vice-President (March 14)
Delainah Velichka, Director, Zone 1
Cheryl Dumont, Director, Zone 2/3
Arlene Hrynyk, Director, Zone 2/3
Murray Hollman, Alternate Director, Zone 4
Marsha Tkach, Director, Zone 5
Brad Toone, Director, Zone 6
Cathie Williams, Director, Calgary Catholic Schools
Trina Hurdman, Director, Calgary Board of Education
Trisha Estabrooks, Alternate Director, Edmonton Public Schools (March 14)
Michael Janz, Director, Edmonton Public Schools (March 15)
Debbie Engel, Director, Edmonton Catholic Schools

Observers on March 15, 2019

Gerry Steinke, PSBAA
Mario Gagné, FCSFA
Michael Ouellette, ACSTA

Regrets

Daryl Scott, Director, Zone 4

Staff

Dr. Vivian Abboud, CEO
Kit Anderson, Coordinator, Governance and Committees
Tatiana Hagerty, Executive Assistant
Jan Olson, Chief Business Officer (March 14)

Rae Thygesen, Manager, Communications and External Relations (March 14)

March 14, 2019

Call to Order

President L. Jess called the meeting to order at 11:40 a.m. on March 14, 2019. Self-introductions were made.

MOTION moved by A. Hrynyk:

BE IT RESOLVED THAT

“The Board of Directors move *in camera* at 11:41 a.m. with ASBA staff present.”

CARRIED

Absent: T. Boymook, C. Dumont, M. Janz, D. Scott

MOTION moved by D. Velichka:

BE IT RESOLVED THAT

“The Board of Directors move *out of camera* at 12:34 p.m.”

CARRIED

Absent: T. Boymook, C. Dumont, M. Janz, D. Scott

The meeting was recessed until 8:30 a.m. on March 15, 2019.

March 15, 2019

Call to Order

President L. Jess called the meeting to order at 8:34 a.m. Self-introductions were made.

1.0 Approval of Agenda

MOTION moved by M. Hollman:

BE IT RESOLVED THAT

“The agenda be approved as circulated.”

CARRIED

Absent: D. Scott

2.0 Conflict of Interest Declaration

No conflict of interest was declared.

3.0 Consent Agenda

The following item was removed from Consent Agenda:

3.5 Correspondence Report.

MOTION moved by T. Boymook:

BE IT RESOLVED THAT

“The consent agenda be approved as amended. The consent agenda includes the following resolutions:

- Draft Minutes of ASBA Board of Directors’ Meetings
 - Regular Meeting held on December 13, 2018
 - Special Meeting held on January 25, 2019
 - Special Meeting held on February 15, 2019
 - Special Meeting held on February 20, 2019
- Director Reports
 - Zone 1
 - Zone 2/3
 - Zone 5
 - Zone 6
 - Calgary Board of Education
 - Calgary Catholic School District
- Observers Reports
 - Zone 7 (ACSTA)
 - Zone 8 (PSBAA)
- External Reports
 - ASEBP Trustees’ – January, February 2019
 - System Excellence Advisory Committee
 - French and Francophone Teacher Recruitment and Retention Advisory Committee
 - LAPP Sponsor Board.”

CARRIED

Absent: D. Scott

3.5 Correspondence Report

The letter from PSBAA President Cathy Hogg to ASBA President Lorrie Jess sent on January 22, 2019, was discussed.

ACTION ITEM: To circulate the letter to the Board. The letter was circulated via email on March 14, 2019.

4.0 Executive Reports

4.1 President’s Report

The President’s report was circulated prior to the meeting as part of the Board meeting package. President answered the questions from the Board.

M. Ouellette joined the meeting at 8:53 a.m.

4.2 Vice-President's Report

The Vice-President's report was circulated prior to the meeting as part of the Board meeting package. Vice-President T. Boymook spoke to her report and verbally updated the Board on the following:

- Zone Chairs Meeting
- Edwin Parr Awards Review

4.3 CEO's Report

The CEO's report was circulated prior to the meeting as part of the Board meeting package.

4.3.1 Operational Update

Dr. Abboud gave a verbal update on the following items:

- Media training prior to Throne Speech
- President's and CEO's presentation on governance at CASS Learning Conference on March 21, 2019
- Changes on the website
- Forthcoming meetings with different party leaders
- Attendance of Zone meetings and sharing our vision
- CSBA's federal advocacy campaign

5.0 Timeout, Seclusion Room and Physical Restraint Advisory Committee

C. Williams and D. Engel, ASBA Representatives on the Committee, attended the Timeout, Seclusion Room and Physical Restraint Advisory Committee meeting on December 19, 2018. They provided their verbal update on the only meeting of the Committee that took place so far.

ACTION ITEM: Administration to follow up with Alberta Education on the Ministerial Order to ban seclusion rooms in schools issued on March 1, 2019.

6.0 Advocacy Committee Update

Vice-President T. Boymook made a verbal update on the work of Advocacy Committee. She spoke on the following items:

- Committee meetings held on February 22 and March 14, 2019
- Requested feedback on MELT and Funding tool kits that were recently circulated to the members
- Updates on MELT:
 - Effective day of March 1, 2019, had been postponed
 - Eight driving schools had been certified to give instructions on MELT

- Strategy on Throne Speech and election campaign
- Planning for Education Week during the third week of election campaign
- Summary of action plan for election to be emailed to all boards shortly.

7.0 Professional Development for Members

CEO Dr. Abboud spoke about a review and updating of professional development opportunities to Trustees that are currently offered through ASBA. A round table discussion took place which included potential changes to content delivery format and conference planning partnerships. Directors were supportive of the new direction.

8.0 ASBA Class Size Project

The Briefing Note and the Report were circulated prior to the meeting as part of the Board meeting package. A round table discussion took place.

ACTION ITEM: Administration to take the report back and create an executive summary to be shared with members.

9.0 Indigenous Activities Update

The Briefing Note was circulated prior to the meeting as part of the Board meeting package for information. Dr. Abboud indicated that the draft ASBA strategic plan includes continuance of the Indigenous Advisory Circle.

10.0 ASBA General Meetings 2020-22

The Briefing Note was circulated prior to the meeting as part of the Board meeting package for information. Dr. Abboud verbally updated the Board that FGM 2020, 2021, and 2022 would take place at Delta Edmonton South. The information to the members would be circulated shortly.

11.0 Zone Languages Committee

The Briefing Note was circulated prior to the meeting as part of the Board meeting package. Discussion took place.

ACTION ITEM: Administration to connect with C. Williams and C. Dumont to review the recommendations and bring it back to the next Board meeting.

12.0 Update on Strategic Plan

The Directors provided their feedback to the Strategic Plan. This Plan would be sent to the members for their feedback. The deadline for the feedback was April 6, 2019. The draft Strategic Plan would be included into the Spring Budget and Bylaw Bulletin 2019.

13.0 Update on Youth Mental Health Summit at SGM 2019

Dr. Abboud gave an update on preparation for the Summit which included receiving more than \$24,000 from sponsors that include: ASEBP, Lloyd Sadd Navacord Insurance, and Xerox. She informed the Board that the email with Summit details would go to the members shortly. The Board had no objection to ASBA being involved in mental health initiatives and mentioned as a partner with different organizations.

14.0 Management Compensation Survey

The Briefing Note was circulated prior to the meeting as part of the Board meeting package. Discussion took place.

MOTION moved by B. Toone:

BE IT RESOLVED THAT

“The ASBA Board of Directors directs Administration that no Management Compensation Report will be provided for 2019.”

CARRIED

Absent: D. Scott

ACTION ITEM: Administration to contact participating boards to provide details for the decision.

The Observers left the room at 1:30 p.m.

MOTION moved by B. Toone:

BE IT RESOLVED THAT

“The Board of Directors move *in camera* at 1:32 p.m. with ASBA staff present.”

CARRIED

Absent: D. Scott

MOTION moved by C. Dumont:

BE IT RESOLVED THAT

“The Board of Directors move *out of camera* at 1:40 p.m.”

CARRIED

Absent: D. Scott

15.0 Appointment of Parliamentarian

This item was discussed *in camera*.

MOTION moved by D. Engel:

BE IT RESOLVED THAT

“The ASBA Board of Directors appoints Becky Kallal to serve as Parliamentarian for the 2019 Spring and Fall General Meetings.”

CARRIED

Absent: D. Scott

16.0 Appointment of ASBA Trustee to the Safety Guidelines for Alberta Schools Advisory Committee

This item was discussed *in camera*.

MOTION moved by M. Tkach:

BE IT RESOLVED THAT

“The ASBA Board of Directors appoints Jack Molyneux to the Physical Activities Safety Guidelines for Alberta School Communities Advisory Committee for the term March 15, 2019- March 31, 2021.”

CARRIED

Absent: D. Scott

17.0 Finance and Audit Committee Recommendations

17.1 Auditor Management Letter

This item was discussed *in camera*.

MOTION moved by C. Williams:

BE IT RESOLVED THAT

“The ASBA Board of Directors accepts the Auditor Management Letter for the year ended August 31, 2018, as presented.”

CARRIED

Absent: D. Scott

17.2 Appointment of External Auditor

This item was discussed *in camera*.

MOTION moved by D. Engel:

BE IT RESOLVED THAT

“As recommended by the Finance and Audit Committee, the Board of Directors appoints KBH Chartered Accountants as the ASBA’s auditor for the fiscal years ending August 31, 2019, 2020, and 2021.”

CARRIED

Absent: D. Scott

17.3 Approval of draft budget for Budget and Bylaws Bulletin

This item was discussed *in camera*.

MOTION moved by B. Toone:

BE IT RESOLVED THAT

“As recommended by the Finance and Audit Committee, the Board of Directors approves the proposed 2019-2020 ASBA Budget, as presented, for recommendation to the membership at the 2019 Spring General Meeting.”

CARRIED

Absent: D. Scott

MOTION moved by A. Hrynyk:

BE IT RESOLVED THAT

“Effective for the 2020/2021 budget planning process, a reserve threshold be determined by the Board as part of the budget assumptions and planning.”

CARRIED

Absent: D. Scott

MOTION moved by M. Hollman:

BE IT RESOLVED THAT

“The 2019 Spring Budget and Bylaws Bulletin includes the draft updated Strategic Plan and other materials as directed by Executive Committee.”

18.0 PDAC

18.1 Policy Development Advisory Committee (PDAC) Report

Vice-President T. Boymook provided a verbal update on the work of PDAC that took place since the last regular meeting. She reviewed the materials that were circulated as part of the meeting package.

18.2 Bylaw Amendments for SGM 2019

18.2.1 ASBA Board Sponsored Bylaw Amendments

The Briefing Note was circulated prior to the meeting as part of the Board meeting package that outlined the PDAC recommended changes.

MOTION moved by M. Tkach:

BE IT RESOLVED THAT

“The ASBA Board of Directors approves the amendments to Bylaws 5.6.2, 15.2.5, and 15.4, as presented, for circulation in the 2019 Spring General Meeting Budget and Bylaws Bulletin.”

CARRIED

Absent: D. Scott

18.2.2 Member Sponsored Bylaw Amendments

The Briefing Note was circulated prior to the meeting as part of the Board meeting package that included the members' proposed changes to the ASBA Bylaws.

MOTION moved by C. Dumont:

BE IT RESOLVED THAT

"The ASBA Board of Directors accepts the member sponsored bylaw amendments for consideration at the 2019 Spring General Meeting."

BE IT FURTHER RESOLVED THAT

"The ASBA Board of Directors directs PDAC to determine the final form of the proposed Bylaw amendments for circulation in the 2019 Spring General Meeting Budget and Bylaws Bulletin."

CARRIED

Absent: D. Scott

18.3 Revisions to Governance Policies (GP)

18.3.1 Review of ASBA Governance Policies – Status Report

The Status Report was circulated prior to the meeting as part of the Board meeting package for information.

18.3.2 Governance Policy 4

The Briefing Note outlining the proposed changes to GP 4 was circulated prior to the meeting as part of the Board meeting package.

MOTION moved by D. Engel:

BE IT RESOLVED THAT

"The ASBA Board of Directors approves the revisions to Governance Policy 4: *Director Code of Conduct*, as presented."

CARRIED

Absent: D. Scott

18.3.3 Governance Policy 8

The Briefing Note outlining the proposed changes to GP 8 was circulated prior to the meeting as part of the Board meeting package.

MOTION moved by M. Hollman:

BE IT RESOLVED THAT

"The ASBA Board of Directors approves the revisions to Governance Policy 8: *Committees of the Board of Directors*, as presented."

CARRIED

Absent: D. Scott

18.4 Planning for SGM Business Session

Discussion took place whether guests should be invited to the SGM business part of the meeting to watch the members deliberate the budget or Bylaws amendments which are considered internal discussions. Like-minded organizations' meetings were discussed.

MOTION moved by D. Engel:

BE IT RESOLVED THAT

"The ASBA Board of Directors extends an invitation to guests and partners to attend the second day only of the 2019 Spring General Meeting."

CARRIED

Absent: D. Scott

18.5 Board Professional Development

At the Strategic Planning session, PDAC was tasked to make recommendations on Board Professional Development. Vice-President T. Boymook provided the following verbal recommendations of PDAC:

- Professional development (PD) should be offered to the Board as a whole, no funds for individual Directors
- PD topics to be determined during Board self-evaluation.

19.0 Hosting CSBA 2020 Conference in Alberta

This item was discussed *in camera*.

MOTION moved by D. Engel:

BE IT RESOLVED THAT

"The ASBA Board of Directors rescinds the following motion that was carried at the September 14-15, 2017 Board of Directors' Meeting:

"That the ASBA respectfully decline the request by CSBA to host the national conference in 2020."

CARRIED

Absent: D. Scott

MOTION moved by C. Williams:

BE IT RESOLVED THAT

"ASBA accepts the request by CSBA to host the national conference in 2020."

CARRIED

Absent: D. Scott

MOTION moved by A. Hrynyk:

BE IT RESOLVED THAT

“Due to the decision that ASBA hosts the 2020 CSBA Conference, no Leadership Academy will be held in 2020.”

CARRIED

Absent: D. Scott

20.0 Personnel Update

This item was discussed *in camera* on March 14, 2019. ASBA staff left the room at 12:22 p.m. CEO Dr. Abboud remained in the room. Staff returned to the room at 12:33 p.m.

21.0 Board Package Distribution to Members

This item was added to the *in camera* agenda and discussed *in camera*.

MOTION moved by C. Williams:

BE IT RESOLVED THAT

“The ASBA Board of Directors rescinds the following motion that was carried at the December 13, 2018 Board of Directors’ Meeting:

“The Board meeting agenda and attachments, with the exclusion of potential sensitive items, be distributed to all Alternate Directors and made available on the website.”

CARRIED

Absent: D. Scott

MOTION moved by M. Tkach:

BE IT RESOLVED THAT

“The Board meeting agenda and attachments be distributed to all Alternate Directors; and

BE IT FURTHER RESOLVED THAT

The regular Board meeting agendas, with the exclusion of potential sensitive items, be made available to ASBA members on the ASBA website.”

Adjournment

The President adjourned the meeting at 1:57 p.m.

Chair

Chief Executive Officer

