



## Policy 8: Committees of the Board

### Purpose:

The Board establishes committees to assist in the governance of the District and to assist the Board in achieving its goals.

### Responsibilities:

- To conduct a comprehensive discussion of, and to advise, investigate, and prepare recommendations to the Board on items identified within its mandate and any matters referred to it by the Board;
- All committees of the Board are under the control of the Board, serve at the pleasure of the Board, and may be disbanded at any time by a decision of the Board;
- All committees have no powers other than those granted to them by the Board;
- All committees report to the Board;
- All committee appointments will carry a term of one year.

Types of committees:

1. **Standing Committees** - are those that the Board has identified as being necessary to assist in the proper governance of the District or on which the Board is requested to provide or requires representation. These committees may be initially formed by the Board or external organizations.
2. **Ad Hoc Committees** - Committees established by the Board to complete a specific task for the Board. As soon as that task has been completed, the Ad Hoc Committee shall be disbanded. The terms of reference for the Ad Hoc Committee will be set by the Board when formed.

Except where noted in the Committee's Terms of Reference, each Committee shall:

1. Consist of Board representation as appointed by the Chairperson with no more than three Trustees appointed and in addition:
  - **Standing Committees** - If the committee was formed by an external organization, the Board will adhere to the membership requirements as per that organization's request/policies.
  - **Ad Hoc Committees** - Committee members and/or other support committee members may be appointed as required by the committee's terms of reference.
2. Have access to the Superintendent or designate(s) as resource person(s).

Each Committee Chairperson shall:

- Be selected by the members of the Committee;
- Take leadership in the activities of the Committee;
- Call meetings and provide notification of the place, date, time, and advise the Board of the schedule;
- Act as the contact person for the Committee;
- Ensure that all matters referred to the Committee are pursued;
- Ensure that all deadlines are met;



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- Ensure that written highlights from committees are submitted for the agenda packages. If additional information, such as background information or minutes are required for Trustees to make decisions during a board meeting, the Committee Chairperson will make this information available before the board meeting to the Trustees.

The following is the standard list of Standing Committees:

- Audit Committee
- Committee of the Whole
- Facilities Committee
- Finance Committee
- Negotiations Committee
- Policy Committee
- Public Relations Committee
- Teacher-Board Advisory Committee
- USW-Board Advisory Committee

### References/Related Documents:

- Education Act
- Administrative Procedures
- Terms of Reference for Standing and Ad Hoc Committees (attached as Appendix)

Revision History			
Revision	Revision Description	Approved Date	Review Date
1-2	Adopted and revised before the revision table was included. Going forward a summary of the changes will be included	May 2008 November 2021	N/A
3	Removed the external committee type; Committee will have up to 3 members; Change reporting structure so committee chair are required to submit written reports; Finance Committee mentions Superintendent and Director of Corporate Services; Policy Committee requires all policies to be review each term, to develop a review schedule and there will be a minimum of one month between tabling and approving policies; Public Relations Committee develops a Board Advocacy and Engagement Plan, coordinates updates to the Visual Identity guideline, develops the Trustee PAC speaking points and provides feedback on the Trustee Orientation Handbook; Audit Committee cannot contain members from the Finance Committee and members from the general public are compensated based on GNWT per diem rate; Negotiations Committee has preparatory meeting , reviews the proposals from the Union, recommend approval of the agreement to the Board, arranges a post negotiations meeting and is composed of up to 2 trustees; Teachers- Board Advisory Committee is now a Standing Committee, updated to reflect wording in collective agreement; Facilities Committee has been added to this policy.	October 2022	2022-2026 Board
4	Addition of APPENDIX I for the USW-Board Advisory Committee Terms of Reference. Change Director of Corporate Services to the new title of Secretary-Treasurer.		June – October 2023



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX A

#### Committee Name: Audit Committee

##### **Purpose:**

To assist the Board of Trustees and the Superintendent in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control over financial reporting, the audit process (including GAAP compliance), and monitoring the District's compliance with laws and regulations pertaining to District financial operations.

##### **Composition:**

The Audit Committee will consist of the following members:

- Up to two Trustees from the Board (excluding the Chairperson and members of the Finance Committee), one of whom shall act as chair of the Audit Committee.; and,
- At least three members of the general public (one must be a Certified Accountant, CGA, CMA, or CA), who are independent of the District and have no relationship to the audit firm.

##### **Term of General Public Members:**

The term for members from the general public will be two years, which is renewable.

##### **Compensation:**

The Audit Committee members from the general public shall be compensated based on a GNWT per diem rate.

##### **Resources:**

- The Secretary-Treasurer will provide assistance to the committee, as required.
- The Audit Committee may have access to other third-party expertise as deemed necessary.

##### **Meetings:**

The Audit Committee will meet at least twice a year. All Audit Committee members are expected to attend each meeting. The Audit Committee will invite members of management, auditors, or others to attend meetings and provide pertinent information, as necessary. Private meetings may be held with auditors and executive officers. Minutes of the meetings will be prepared. Audit Committee reports shall be provided at a meeting of the Board of Trustees.

##### **Authority:**

The Audit Committee has the authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to:

- With the consent of the Board of Trustees, retain outside counsel, accountants, or others to advise the committee or assist in the conduct of an investigation;



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- Seek any information it requires from employees – all of whom are directed to cooperate with the committee’s requests – or external parties; and
- Meet with District officers, external auditors, or outside counsel, as necessary.

### **Responsibility:**

The Audit Committee is responsible for carrying out the following:

#### **Financial Statements:**

- Review significant accounting and reporting issues, including complex or unusual transactions;
- Review with management and the auditors the results of the audit, including any difficulties encountered;
- Review the annual financial statements, and consider whether they are complete, consistent with information known to committee members, and reflect appropriate accounting principles; and,
- Review with management and the auditors all matters required to be communicated to the Board of Trustees.

#### **Internal Control:**

- Consider the effectiveness of the District’s internal controls over annual reporting, including information technology security and control; and
- Understand the scope of the auditor’s review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management’s responses.

#### **Audit:**

- Review the auditor’s proposed audit scope and approach
- Review the performance of the auditors, and provide a recommendation to the Board regarding the final approval on the appointment or discharge of the auditors;
- Review and confirm the independence of the auditors by obtaining statements from the auditors on relationships between the auditors and the District, including non- audit services, and discussing the relationship with the auditors; and,
- On a needs basis, meet separately with the auditors to discuss any matters that the Audit Committee or auditors believe should be discussed privately.

#### **Compliance:**

- Review the findings of any examinations by regulatory agencies, and any audit observations; and
- Obtain regular updates from management and company legal counsel regarding compliance matters.



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX B

#### Committee Name: Committee of the Whole Purpose

The purpose of Committee of the Whole is to provide:

- a) An informal forum to engage in generative discussions;
- b) Sessions related to planning on topics such as finance, facilities, special projects, and strategic initiatives;
- c) Sessions for governance professional development; and
- d) Sessions for evaluation of Board and Superintendent performance.

Note, during a regular Board Meeting the Trustees can Motion to refer and convene a Committee of the Whole meeting to allow Trustees to explore matters to much greater depth than can be accomplished within a regular Board Meeting.

#### **Composition:**

Committee of the Whole is a committee composed of all Trustees. A quorum of the Board numbers is required and meetings are public unless the topic for discussion meets the In-Camera criteria noted in Policy #5: Board By-Laws.

#### **Procedures**

Meetings of the Committee of the Whole are at the request of the Board Chairperson, or at the request of a majority of the Trustees. The agendas for the Committee of the Whole meetings are organized by the Board Chairperson. They shall request if there are any additional agenda items that Trustees would like to discuss.

The Chairperson of the Committee of the Whole is the Vice Chairperson of the Board. However, the Chairperson can pass their chair duties to another trustee if the topic up for discussion is from their committee.



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX C

#### Committee Name: Facilities Committee Purpose

The Facilities Committee has a mandate to act as an overseer and in an advisory capacity with respect to the capital planning, maintenance, and operation of all land, buildings, facilities, and equipment owned by the District.

The Committee is to submit to the Board a five-year capital improvement budget and a list of proposed alterations and repairs. The Committee is to advise the Board on building-related issues, ongoing maintenance, and planning for long-term improvements.

Specific responsibilities to include oversight for:

- Preparing a five-year capital plan (required annually)
- Preparing a plan, schedule, and proposal for maintenance and replacement of buildings and grounds;
- Planning for new construction, major renovations, or major improvements of school buildings and grounds;
- Planning additions, deletions, or changes to facilities needed to support school programs;
- Identify other areas for future actions related to facilities.

#### **Composition:**

The Superintendent will identify District staff to provide expertise. The Committee will identify needs for consultant services and seek approvals for costs, if those services are required.

#### **Reporting:**

The Committee Chair shall provide timely reporting to the Board, by written report, for inclusion in the Board of Trustees Meeting each January/ February (Budget Planning) and each November/ December on project status.

#### **Timeline:**

The committee will meet in January/ February each year to plan for the next Budget year, and each November/ December for progress updates of Capital Projects in the current year.



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX D

#### Committee Name: Finance Committee Purpose

The Finance Committee's mandate is to act as an overseer in an advisory capacity with respect to all financial matters of the Board, as defined by the following activities:

- Work with the Superintendent and Secretary-Treasurer, as required to evaluate, approve, and present the draft budgets, both operating and capital, to the Board for consideration and approval;
- Oversee the District's budget over the fiscal year;
- Consider and make recommendations regarding any expenditure outside of the approved budget for consideration by the Board;
- Analyze and review funding and expenditures for funds received from the GNWT and the City of Yellowknife, and make recommendations as required;
- Actively research other sources of funding, such as, but limited to, federal programs and grants.

**The Chair of the Finance Committee works with the Secretary-Treasurer and Superintendent to prepare and present at public engagements (e.g. Annual Ratepayers Meeting).**



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX E

#### Committee Name: Negotiations Committee Purpose

The Negotiations Committee is formed prior to the commencement of negotiations of each collective agreement in order to provide Board representation at bargaining sessions. The Negotiation Committee will be disbanded when that specific collective agreement has been ratified.

The Committee conducts the following activities:

- Hold a preparatory meeting of the Trustees, the Superintendent, and the Negotiation team so that they can review the collective agreement together
- Work with the Superintendent, and/or designate to prepare the Board's proposals.
- Retain and consult with a professional negotiator for bargaining sessions.
- Review the proposals from the Union and decide on the direction the negotiating team will take.
- Perform at-table negotiations with the professional negotiator.
- Recommend approval of the tentative Collective Agreement to the Board.
- Post negotiations, the negotiating team meets and discusses the lessons learned from this round of negotiations and creates a report as a record for future negotiating teams.

#### Composition:

The Negotiations Committee will consist of:

- Up to two Trustees from the Board with the Superintendent and Secretary-Treasurer

#### Reporting:

Please note that discussions during negotiations take place in-camera and therefore reporting to the board may be limited to meeting schedules or expected completion date etc.





## Policy 8: Committees of the Board

### Policy 8 - APPENDIX F

#### Committee Name: Policy Committee Purpose

The Policy Committee has a mandate to review, revise and develop all existing policies, once per board term. The Policy Committee will conduct the following activities for recommendation to the Board for approval:

- Review and make suggestions to the Board for revision or deletion of existing policies;
- Develop and draft new policies for the Board to address governance issues, as required;
- Review and make recommendations to the Board regarding new policies that are submitted by Administration or other committees of the Board;
- Review any concern and make recommendations on issues that are related to legislative matters;
- Develop and maintain a review schedule of all policies
- Make recommendations to the Board for approval in the following manner:
  - Draft policies are tabled at a regular Board Meeting.
  - A review at a Committee of the Whole is convened (if requested) where Trustees and administration can provide comments and ask the Policy Committee the reasons for the policy's intent, content, and/or changes.
  - The draft policy is forwarded to all stakeholders (as deemed appropriate), and added to the District's website, requesting comment by a set date.
  - The Policy Committee reconvenes, reviews the comments received from the trustees and stakeholders, and develops a final draft policy.
  - A final review is carried out at a Committee of the Whole (if requested).
  - The final draft policy is submitted as an agenda item at a regular Board Meeting under a motion recommending approval of the policy

Note: There will be a minimum of one month from the date of Tabling of a draft policy to submission of the final draft at a Board Meeting for approval.

**Note:** Instances where a policy proposal may impact upon any of the collective agreements under negotiations, any actions on such proposals will be deferred until completion of the negotiations.



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX G

#### Committee Name: Public Relations Committee Purpose

The Public Relations Committee has a mandate to coordinate strategic advocacy efforts and community engagement activities to ensure effective communication between the Board and the public. The Committee will focus on conducting the following activity processes:

- Develop an annual Board Advocacy and Engagement Plan for approval by the Board and provide regular updates. This plan will include key advocacy points for a variety of activities including Education Leaders Meeting, regular MLA meetings, letters to the Minister, etc.
- Oversee the implementation of the Board Advocacy and Engagement Plan and report progress to the Board.
- Monitor the effectiveness of the Board Advocacy and Engagement Plan and make recommendations for revision to the Board
- Coordinate and monitor engagement activities including those based on the Education Act and focus on key stakeholder groups including students, families, staff, and the general community.
- Provide input into overall communication efforts by the District.
- Coordinate updates to the District's Visual Identity Guidelines with the Superintendent and Communications Officer
- Meet at least quarterly with the Communications Officer to review the progress of communications initiatives
- Develop Trustee PAC speaking points after each board meeting.
- Review and provide feedback on the Trustee Orientation Handbook.



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX H

#### **Committee Name: Teacher-Board Advisory Committee Purpose**

The creation of the Teacher-Board Advisory Committee is referenced in the NWTTA Collective Agreement. If this section of the Collective Agreement changes then this policy will be changed to reflect the changes. The Board and the NWTTA recognize the mutual benefits of effective communication between trustees, teachers, and administrators. The matters discussed include concerns relating to school affairs, proposed educational policy changes, changes in conditions of professional services, and communication views of the respective parties.

As outlined in the Collective Agreement, this committee will not deal with interpretation/grievance matters, or discuss modification of the collective agreement or any other matter properly left to the normal collective bargaining process. No agreement, decision, or action of the committee will be construed as an interpretation or modification of the Collective agreement.

#### **Composition:**

The committee will consist of two trustees with a member of senior management and three members of the NWTTA, of which two shall be employees of the Board. This Committee is to meet at a minimum of three times per year, meeting initially within the first two months of the school year.



## Policy 8: Committees of the Board

### Policy 8 - APPENDIX I

#### Committee Name: USW – Board Advisory

#### Committee Purpose

The creation of the USW- Board Advisory Committee is referenced in the USW Collective Agreement. If this section of the Collective Agreement changes, then this policy will be changed to reflect the changes. The Board and the USW recognize the mutual benefits of effective communication between trustees, USW members, and administrators. The matters discussed include, but are not limited to concerns relating to school affairs, proposed administrative changes, technology changes, etc.

As outlined in the Collective Agreement, this committee will not deal with interpretation/grievance matters or discuss modification of the collective agreement or any other matter properly left to the normal collective bargaining process. No agreement, decision, or action of the committee will be construed as an interpretation or modification of the Collective agreement.

#### Composition:

The Committee will consist of two trustees with a member of senior management and two members of the USW, of which one shall be an employee of the Board.

This Committee is to meet at a minimum of two times per year, meeting initially within the first two months of the school year.