

Management of Board Meetings Policy (Sample Policy)

1. OBJECTIVE

The objective of this policy is to ensure that the meetings of the Board of Directors of the Corporation are run in an effective and timely manner.

2. DEFINITIONS

Corporation refers to the First Nation Health Corporation

Board refers to the Board of Directors of the First Nation Health Corporation

Staff refers to the staff of the Corporation

Executive Director refers to the Chief Operating Officer of the Corporation

Members refers to all members of the Nation

Nation refers to the First Nation

3. POLICY STATEMENT

3.1 The Board will establish a regular meeting time and review its meeting schedule every quarter. Board members will arrive no later than 10 minutes before the meeting is scheduled to start.

3.2 Board meetings will be open to members of the Nation, save for items that are confidential in nature (e.g., personnel issues).

3.3 Board members will receive a meeting agenda at least 24 hours before the start of the meeting.

3.4 A quorum will consist of eight members of the Board. If no quorum is present within half an hour after the scheduled start of the meeting, that meeting will be deferred to another date and time.

3.5 The Chair or his or her designate will chair the meetings.

3.6 The Board will strive to reach decisions by consensus. If such a consensus does not appear possible on a particular issue, the Board will decide on how to deal with the issue by a majority vote of members present, provided that a quorum is still present.

3.7 The Executive Director will ensure that minutes are developed for each meeting of the Board. These minutes will record, among other things, all significant decisions reached by the Board.

3.8 Members of the Board will be allowed three days per year to be used for absenteeism from regularly scheduled Board meetings. In the event that a member of the Board uses the three days and incurs further absenteeism without a valid reason, the Corporation will deduct \$200 from his/her honoraria for each additional meeting missed.

3.9 The Executive Director, with the assistance of staff, will organize an orientation session for newly appointed Board members as soon as is feasible following their appointment. This session will include, among other things: an overview of their legal responsibilities; the current set of policies and by-laws; the Corporation's major programs; how the Corporation is organized; and the current array of issues facing the Corporation.

4. ROLES AND RESPONSIBILITIES

4.1 The Chair, in addition to being a member of the Board, will be responsible for:

- Chairing the Board meetings or appointing a designate to do so
- Setting the agenda of Board meetings in consultation with the Executive Director

- Managing Board business by ensuring a meeting schedule is in place; calling emergency meetings; assisting individual members of the Board; helping the Board be an effective team; ensuring meeting rules are established and followed; and ensuring that the Board focuses on the longer term needs of the Corporation and the Nation
- Communicating the relevant business of the Board, through the Executive Director to staff

4.2 Board members are responsible for:

- Proposing agenda items in advance of the meeting
- Preparing for meetings in an adequate manner
- Being punctual so meetings can begin on time
- Showing respect for fellow members of the Board
- Striving to deal with disagreements in a creative and respectful manner

4.3 The Executive Director is responsible for:

- Assisting the Chair or his or her designate in preparing and distributing the meeting agendas
- Preparing decision minutes for each meeting
- Assisting the Board in having adequate information in order to be able to reach well-informed decisions
- Arranging an orientation session for newly elected Board members
- Advising staff if they are required at the Board meetings and providing them with adequate notice to prepare

5. PROCESS FOR ADDRESSING COMPLAINTS

5.1 Any member who believes that the Board or staff are not following this policy can direct his or her concerns to the Executive Director in writing or recorded at the Corporation’s offices. The Executive Director will respond to the complainant within 30 days.

5.2 If the member is still not satisfied following the response of the Executive Director, he or she may direct his or her concerns to the Chair in writing or recorded at one of the administrative offices. The Chair will respond within 30 days.

6. COMMUNICATING THIS POLICY

This policy requires no special communication procedures other than what is set out in the First Nation’s communications policy.

7. REVIEW AND EVALUATION OF THIS POLICY

The Board will review this policy within 5 years of its adoption and decide whether further evaluative work is necessary. A record of the review will be recorded in writing and attached to the policy.

8. DATE OF ENACTMENT AND SIGNATURES

This policy was adopted by the Board at a duly constituted meeting on this ____ day of _____ 20xx.

Signed:

Chair of the Board

Executive Director

Source:

First Nations Health Managers – Governance, Strategy, Policy and Decision-Making Toolbox
First Nations Health Managers Association