

POLICY NUMBER: POL-135

**Chapter:
BOARD OF DIRECTORS**

**Subject:
GOVERNANCE PROCESS, BOARD MEETINGS**

**Effective Date:
June 26, 2007**

**Last Update:
April 6, 2020**

PURPOSE STATEMENT:

The purpose of this policy is to describe the meeting requirements for the Board of Directors of the Workers Compensation Board.

REFERENCE:

Workers Compensation Act R.S.P.E.I.1988, Cap. W-7.1, Section 24, 30(2)
Workers Compensation Board Policy, POL-37, Governance Process, Board Members' Code of Conduct

DEFINITION:

In this policy

“Quorum” means the presence of a majority of the Board members.

POLICY:

Regular Board Meetings

1. The Board of Directors will meet regularly to conduct the usual business of the Workers
-

POLICY NUMBER: POL-135

Compensation Board and meetings will normally take place during—the fourth week of the month (as scheduled).

2. The package of materials for the Board of Directors' meeting must be assembled and distributed to Board members on the sixth day prior to the meeting.

Therefore, the deadline for submission of materials that will be included in the Board package of information the eighth day prior to the meeting, so that agendas, memoranda, and any supporting material can be assembled, copied, and distributed by noon on the sixth day prior to a meeting to allow adequate time for review by individual members.

Special Meetings

3. A special meeting may be called at the direction of the Chair, who shall request the Chief Executive Officer to notify all Board members.
4. A special meeting may be held if requested by a majority of Board members. The Board members shall then notify the Chair who shall request the Chief Executive Officer to notify all Board members.
5. When a special meeting is called, the Chair will canvass the Board members to find a date that fits the schedule of all Board members. Depending upon the urgency of the issue, the Chair may determine the meeting will need to take place in the absence of some Board members as long as a quorum will be present.
6. Three business days of notice must be provided to hold a special meeting unless a majority of Board members agree to waive the notice period.
7. The Chief Executive Officer will make best efforts to have materials distributed to Board members 24 hours in advance of the special meeting.

Emergency Meetings

8. In the case of an emergency, the Chair may call a meeting to be held within 24 hours, so long as a quorum of members can be present. The Chief Executive Officer shall make best efforts to contact all Board members.

POLICY NUMBER: POL-135

Meeting Format

9. Board meetings are typically conducted in-person. Where the Chair determines that an in-person meeting is not practical, the Board may hold a meeting virtually, by methods such as teleconferencing, video-conferencing or secure electronic communication.
-

HISTORY:

April 6, 2020 – Amended to set out the Board meeting format and to authorize virtual meetings where in-person meetings are not practical.

May 9, 2019 – Updated to reflect change in Board meeting schedule.

December 12, 2017 – Amended to reflect change in deadline for submission and distribution of Board materials.

September 23, 2016 - Amended to reflect a change in the regular meeting day.

October 24, 2013 – Amended sections 1-5 and removed section 11.

August 21, 2013 – Editorial changes made to the policy as a result of a review by the Board of Directors.

November 3, 2009 – Amended to replace “Executive Division” with “Chief Executive Officer” throughout the policy.

Board of Directors Approval Date: June 26, 2007