

## **CCMTA Board of Directors**

### **Open Meeting - Face to Face - Guidelines**

The CCMTA Board of Directors supports the principles of openness and transparency. The Board is also mindful of its obligation to keep in confidence all matters that are related to sensitive financial information, negotiation strategies, executive performance and compensation issues and/or legitimate personal matters. The Board has the right to deal with matters in closed meetings or in camera at the call of the Chair and at any point during an open session, if warranted. The Board therefore sets the following criteria for those circumstances where the Board will meet in open session or when it may meet behind closed doors and in isolation of various parties.

#### **Open Session**

- An open session is defined as a face to face meeting of Board members, with associate members in attendance as observers.
- The room will be of sufficient size to accommodate Board members as well as any associate member who wishes to attend the meeting. The table will be reserved for Board members, invited guests and staff. All associate members will take a seat in the theatre style chair set up.
- Board members will receive all documentation. Associate members will receive the notice of meeting and the agenda.

#### **In-Camera Meetings**

- An in-camera meeting is defined as a meeting of the Board without the presence of staff and associate members.
- Criteria for an in-camera meeting include:
  - the performance of the Executive Director or Director of Programs is to be discussed;
  - the compensation package of the Executive Director or Director of Programs is to be decided; and
  - the auditor has requested an in-camera meeting to discuss management issues related to the auditor's report.
  - other topics deemed by the chair to warrant an in-camera session.

The Board will report the outcome of any in-camera meeting to the Executive Director and Director of Programs in a timely and comprehensive manner. Details of in-camera discussions will not be reported.

## **Closed Meetings**

A closed meeting is a meeting of the Board and staff without the presence of associate members. Criteria for a closed meeting include:

- meetings of the Program and Finance Committee of the Board;
- meetings of the IRE Committee of the Board
- legal matters
- human resources issues
- other topics deemed by the chair to be of a confidential or sensitive nature.

The outcome of the first two items above will be reported to the Board and associate members present and will be included in the record, other than specific issues related to these meetings that are confidential or sensitive in nature. The last three issues above will be reflected in the record as having been considered in a closed meeting including the rationale for such.