POLICY NUMBER: POL-135

Chapter:
BOARD OF DIRECTORS

Subject:
GOVERNANCE PROCESS, BOARD MEETINGS

Effective Date:
June 26, 2007

Last Update:
December 7, 2023

PURPOSE STATEMENT:

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

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

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DEFINITION:

In this policy

"Quorum" means the presence of a majority of the Board members including the Board Chair.

POLICY:

Regular Board Meetings

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1. The Board of Directors will meet regularly to conduct the usual business of the WCB and meetings will normally take place during the fourth week of the month (as scheduled). All Board decisions require a quorum.

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, with the exception of committee information received within the six-day window or under extenuating circumstances. This is 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 (CEO) 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 CEO 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 a quorum of Board members.

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 agenda for the special meeting is limited to the business for which the meeting was called. The CEO 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 CEO shall make best efforts to contact all Board members.

Meeting Format

9. Board meetings are typically conducted in-person, however, members may attend

virtually.

Remuneration

10. Remuneration for members of the WCB Board of Directors is set by the Government of Prince Edward Island Lieutenant Governor in Council.

HISTORY:

December 7, 2023 – Amended to clarify quorum, special meeting agenda and virtual attendance, and to provide for extenuating circumstances for Board material distribution. Non-substantive editorial changes for clarification. Remuneration statement moved from POL-56, Remuneration of Board Members (rescinded).

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