
Policy Section: Governance
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13. CORPORATE GOVERNANCE

13.1 Introduction

Renfrew County Joint Transportation Consortium (RCJTC) is a transportation consortium serving the Renfrew County District School Board (RCDSB) and the Renfrew County Catholic District School Board (RCCDSB). RCJTC provides safe, effective and efficient transportation to English speaking students in Renfrew County.

The Board of Directors serves as the ultimate decision-making body on policy for RCJTC.

The Directors:

- provide governance structure to direct RCJTC.
- allow for diverse input on specific issues and concerns.
- connect the organization closely with the member school boards.
- ensure equal representation from both member school boards.

13.2 Mission Statement

In support of the educational mandate of our Partner Boards, the Renfrew County Joint Transportation Consortium (RCJTC) is committed to providing a:

- Safe
- Efficient
- Effective

...transportation service to our students.

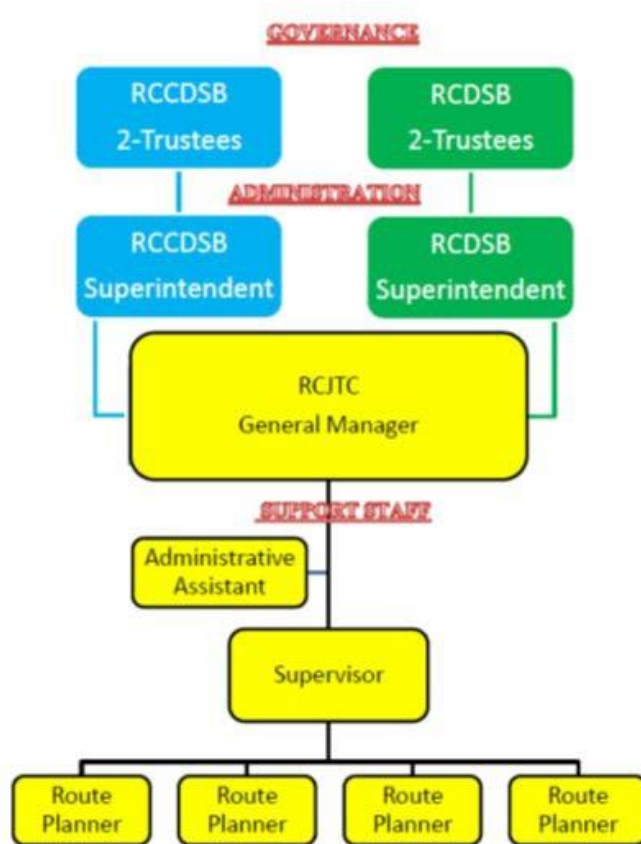
13.3 Guiding Principles

Partner Boards agree that the following will be the Guiding Principles

for their student transportation:

- a) Be sensitive and respect the rights of resident students to attend a school in a school jurisdiction in which the student is qualified to be a resident pupil in accordance with the Education Act.
- b) Be sensitive and respect the operational needs of the Partner Boards in delivering transportation services to Catholic and Public ratepayers.
- c) Provide safe, efficient and cost-effective transportation services.
- d) Administer the Consortium through the use of a common (joint) transportation policy.
- e) Ensure the common (joint) transportation policy and the delivery of transportation services by the Consortium respect the attendance rights of resident students including the right of a Partner Board, at that Board's expense, to make an exception to the transportation policy in individual situations to facilitate the attendance of a resident pupil at one of its schools. Transportation services will not be used as a tool to compete for students.
- f) Agree to share the costs of providing transportation services to students.

13.4 Organization



13.5. Board of Directors Roles and Responsibilities

- A. Membership of the Board of Directors shall consist of a minimum of four or a maximum of six Directors, being two or three representatives as selected by the Board of Trustees of the Catholic Board and two or three representatives as selected by the Board of Trustees of the Public Board.
- B. The roles and responsibilities of the Board of Directors, in addition to those set out in the by-laws, are as follows:
 - I. Select the General Manager of the Consortium, delegate authority and evaluates performance and compensation.
 - II. Provide overall direction for the Consortium by establishing the mission statement and guiding principles.
 - III. Annually set priorities with outcomes (Strategic Plan).
 - IV. Annually evaluate the Consortium's effectiveness in relation to the Strategic Plan.
 - V. Set policies and procedures for the Consortium.
 - VI. Approve and monitor budget, legal and personnel matters.

- VII. Annually review and recommend improvements and changes to the Corporate Consortium agreement.
 - VIII. Mediating and resolving any unresolved issues brought forward by the Administrative Committee.
- C. In addition to any meeting requirements set out in the governing legislation, the Board of Directors will meet at least three times a year with the schedule of meetings being established at the inaugural meeting. The position of chair shall alternate each meeting between the Chair as selected by the Catholic Board and the Chair as selected by the Public Board. The Chair of the first meeting shall be determined by the Chairs as selected by each Board drawing a card, with the drawer of the highest card (i.e., Ace, King, Queen, Jack, 10, 9, 8, 7, 6, 5, 4, 3, 2 lowest) being appointed the Chair.

13.6 Board of Directors Code of Conduct

The Board of Directors:

- will operate in an ethical and businesslike manner. This commitment includes proper use of authority and appropriate decorum when acting on behalf of the Consortium.
- represent un-conflicted loyalty to the interests of the Consortium. This accountability supersedes any conflicting loyalty to advocacy or interest groups.
- conduct themselves in a manner that represents the Consortium in a positive light, taking no private action that will compromise the Consortium and its decisions.
- do not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
- ensure that individual interaction with the public, press, or other entities will not compromise the Consortium.

13.7 Roles and Responsibilities of Administrative Committee

- A. The membership of the Administrative Committee will consist of the Superintendents of Business responsible for transportation matters from each Board and the General Manager of the Corporate Consortium.
- B. The Administrative Committee will be responsible for the day-to-day operations of the Corporate Consortium. The Administrative Committee will report on matters of significance to the Board of the Directors on the following areas:
 - i. Financial Matters

- Annual Budget approval and periodic monitoring.
- ii. Legal Matters
 - Operator negotiations.
 - Operator issues.
- iii. Personnel Matters
 - Staffing concerns
 - Personnel matters
- iv. Strategic Planning
 - Policies and Administrative Procedures.
 - Transportation issues including service levels and parent requests for exceptions to policies.
 - Operator relations.
 - Safety issues.
 - Ministry of Education and Ministry of Transportation policy directions and regulations.
- C. The appropriate Superintendent of Business on the Administrative Committee will provide any information as requested from either Board.
- D. The appropriate Superintendent of Business on the Administrative Committee is responsible for reporting all transportation matters to his or her respective Board.
- E. The Administrative Committee shall provide the Board of Directors with agendas and minutes from all Administrative Committee meetings.

13.8 Fiduciary Stewardship

The Board of Directors:

- are stewards for the member school boards' fiduciary interests and investments.
- ensure that financial results are audited and reported fairly, in accordance with Generally accepted accounting principles, and in accordance with the Canadian Public Sector Accounting Standards.
- ensure that financial reporting is transparent to member school boards and other key stakeholders.
- ensure the process for reviewing and selecting the organization's auditor meets required standards.

- are responsible for the communication and reporting to the member school boards.
- monitor the fiduciary stewardship process.
- ensure, where required, that the member school boards have access to communications from the Consortium.

13.9 Risk & Asset Management

The Board of Directors:

- oversee the management of the organization's significant risks and assets on behalf of the member school boards.
- oversee that all legal documents, meeting documents and records are properly prepared, approved, and maintained.
- monitors the organization to ensure it meets the industry's compliance standards (Health & Safety, Emergency Preparedness, Records Retention, Privacy, etc.).
- oversee that the organization operates at all times within applicable laws, regulations and ministry standards.
- oversee there are sufficient resources dedicated to the operations and development of the organization and its work.
- understand that it is the Administrative Committee that identifies and communicates the significant risks to the Board of Directors.
- ensure that developments having a significant and material impact on the organization are reported in a timely manner to the Board of Trustees of the member school boards.
- ensure that there is leadership development for the General Manager and a succession plan in place.

13.10 Strategic Leadership

Strategy and future directions are developed by the Administrative Committee and the operational teams and approved by the Board of Directors.