

Guidelines for Visitors to CALL Board Meetings

There are two groups of people who are likely to attend Board meetings.

- A. Those who are members of a Board Committee who are either joining their Committee Chair for interest, or to provide information about an agenda item; or a Committee Alternate Chair (or Committee member) who is there in the absence of the Director/ Chair of their Committee.
- B. Regular CALL members who are visiting from interest and possibly considering joining the Board in the future.

From either of these groups, you are welcome. We appreciate you taking the time to join us.

When the **pre-reading** is sent out for Board Members, in the week prior to the meeting, you will also be sent some or all of the same material. If you are not sent all of it, it would be because we don't want to impose a lot of reading on you, or because some material is deemed to be confidential. Board Members are expected to read all of the pre-reading. Some items are provided "for information only;" it is planned that these items do not take time on the agenda, unless a Board Member wants it to be discussed at the meeting. Visitors do not need to read the entire pre-reading package.

You are welcome to **ask questions**. Our agendas are usually full and we often need to carefully manage our time and discussion in order to get through all of our business and decisions within our set meeting time. For this reason, we will sometimes have to prioritize discussion and that could end up with us asking to defer your questions until after the meeting. But if we are not time-challenged, we will respond to your questions right away.

Most Board decisions are reached by consensus. However, we also frequently vote, in order to make sure that we have heard from all. Visitors may **not vote**. This guideline is partly for your own protection. Board Members are responsible for the decisions made. CALL carries Directors and Officers insurance to limit the liability of Board Members for those decisions. As visitors are not directors, visitors are not covered by the insurance. Visitors may propose or second motions.

Most of CALL business is open to all CALL members. However, Board Members commit to **confidentiality** as part of a Board. We ask visitors to join us in respecting the confidentiality of matters before the Board. For Boards generally, one example is that when a decision is taken, all Board Members support it and do not undermine the decision outside the Boardroom. So we would appreciate that you not relay who was for or against particular motions. In other instances, the Board may have plans for the method and timing of communicating certain decisions. We would appreciate your compliance with not relaying such decisions yourself. If there are any matters that the Board thinks needs even more confidentiality, we will have an "in camera" (meaning "in private") portion of the meeting, at the end.

Although the guidelines may sound daunting, we repeat that you are welcome and we appreciate that you are joining us.