



Policy Section 1: GOVERNANCE

Policy #: 1.3.3

Policy: In-Camera Procedures During a Board Meeting

Revision: Rev 3

Approval: April 27, 2021

1. Purpose:

- 1.1 To detail in-camera procedures during a Board meeting.

2. Definitions:

3. Procedures:

- 3.1 From time to time the Board may need to address issues of a confidential nature that require the exclusion of attendees other than Directors; that is to go “in-camera” for a portion of the meeting. Legal, contractual or personnel issues may dictate the requirement.
- 3.2 To go in-camera requires a motion and a majority vote by Directors.
- 3.3 When the in-camera portion of the meeting is complete another motion is required to exit.
- 3.4 Once exited from the in-camera session, the regular meeting agenda may be resumed.
- 3.5 Separate minutes of the in-camera meeting are kept by the Secretary and made available to Directors. They are not circulated or included with the minutes of the regular meeting.
- 3.6 Motions passed in-camera are valid and acted upon accordingly.
- 3.7 Material distributed during an in-camera session is to be collected.
- 3.8 Directors are required to maintain the confidentiality of the in-camera session.

4. Applicability:

4.1 Board of Directors

5. Policy Authority:

5.1 Board of Directors

6. Related Policies, Procedures and Documents:

- 6.1 Policy 1.3 – Board Meetings and Voting Procedures
- 6.2 Policy 1.3.1 – Off-Site Electronic Board Meeting Attendance
- 6.3 Policy 1.3.2 – Board Remote Meetings and Voting Procedures
- 6.4 Policy 1.6 – Risk Management Policy
- 6.5 Policy 2.2 – Directors Code of Conduct
- 6.6 Policy 2.2.1 – Procedural Guidance for Directors Code of Conduct
- 6.7 Policy 2.3 – Policy 2.3 Conflict of Interest
- 6.8 Policy 2.3.1 – Procedural Guidance for Conflict of Interest
- 6.9 Policy 2.3.2 – Director’s Acknowledgement for Conflict of Interest
- 6.10 Policy 2.4 – Confidentiality of Information
- 6.11 Policy 2.4.1 – Director’s Agreement for Confidentiality of Information
- 6.12 The Flower Cart By-Laws
- 6.13 The Flower Cart Group Risk Management Plan

7. Record of Amendment:

Revision #	Summary of Revision	Date Approved
Rev 0	Original Issue	September 26, 2006
Rev 1	Reformatted and Updated	April 25, 2017
Rev 2	Reformatted and Updated	May 26, 2020
Rev 3	Reviewed and Updated	April 27, 2021