FAMILY VISIONS INCORPORATED
POLICY AND PROCEDURE MANUAL

POLICY: **IN CAMERA MEETING**		POLICY NO: GOV-004
	DATE ISSUED: February 16, 2022	PREVIOUS POLICY DATE/NAME: N/A
APPROVED BY: Board of Directors	DISTRIBUTION Board Policy	

PURPOSE:
This purpose of the Family Visions Inc. (FVI) In-Camera policy is to protect and allow FVI to hold regular in-camera sessions when sensitive discussions include sensitive matters. In-camera meetings are not a forum to raise personal agendas or special interest. A board that never uses in-camera sessions will weaken its own effectiveness and key issues discussed (such as the effectiveness and development of the Board itself) will go unaddressed.

DEFINITION:
In the context of board meetings, it means an "in private" session, a meeting, or portion of a meeting, where one or more of the people normally in attendance are excused.

POLICY:
The Family Visions Inc. Board of Directors will engage and conduct open and in-camera meetings. The board will move in-camera when it feels it is in the best interest of the Family Visions Inc. organization to do so.

Moving into in-camera includes but is not limited to the following:

- Human resource/labor relations issues about an identifiable individual including a Board member or Executive Director, including nominations to the Board of Directors, and/or volunteer, removal of a Board Director.
- Review of the performance compensation of the CEO/ED, agree on the process for the assessment and agree on feedback to be relayed,
- Review issues of conflict of interest and determine how to handle these issues,
- Litigation or potential litigation,
- Negotiation of significant contracts
- Management
- In camera issues, with ED present allow an opportunity for the ED to raise sensitive human resource issues.

Procedure:

- The chair may request that the meeting move in-camera or any board member may request a matter be dealt with in-camera in which case a vote will be taken. If a majority of the board agrees, the matter shall be dealt with in-camera.
- A motion is made to move in-camera.
- It is common for in-camera sessions to be held in two stages:
    - with all members of the board and the ED in attendance (to discuss matters sensitive to HR issues, operations, management with the board); and
    - with the board director members only. No senior personnel.
- All matters brought before an in-camera session remain confidential until they are moved by the board to an open session: the board shall pass a motion with respect to those items that are to be moved to an open session. This will include motions that need to be recorded by the open meeting for whatever reason.
- The minutes of an in-camera meeting are recorded by the board secretary or designate. Minutes are fully confidential, stored separately, and only the results are circulated to those who need to know. Minutes of in-camera meetings are maintained separately from the regular Board meeting minutes in a secure locked location. The Chair and Secretary will sign off on the in-camera minutes. The minutes of the in-camera session are the property of the FVI organization.
- The regular board minutes will only record there was an in-camera session of the Board, Executive Director, and guest as may be appropriate and any pertinent motions arising that should be recorded as decisions in the open meeting.
- A motion is made to come out of in-camera,
- Following each board meeting, the Chair should meet with the Executive Director (preferably in person and if not over the phone) to debrief matters raised in the in-camera session and pass on any feedback that has been agreed to by the Board, being careful never to attribute board member comments. This is an opportunity to seek feedback from the ED