



SECTION: Board of Directors

POLICY: *In-Camera Sessions*

DATE ISSUED: April 1/2022

NUMBER: BD-170

REVIEWED:

REVISED:

NEXT REVIEW: April/2025

Definition of *in-camera*: Private, closed meetings open to Board members and explicitly invited guests. It involves a confidential meeting.

POLICY:

The purpose of this policy is to clarify the appropriate approach for *in camera* sessions of the Board and Committees of Community Care Northumberland.

The Board may move *in-camera* or hold special meetings that are not open where it determines it is in the best interest of the Board to do so. The Chair may order that a meeting move *in-camera*, or any Director may request a matter be dealt with *in-camera*. The Board may conduct an *in-camera* session when one or more of the following matters need to be discussed:

- Human resource issues and employment matters;
- Matters involving property;
- Contract matters including negotiations or disputes;
- Commercially sensitive business matters, including matters subject to confidentiality agreements with third parties.
- Personal health information related to an individual;
- Donor specific issues;
- Matters that are or may be the subject of litigation;
- Matters relating to an individual Board member or a prospective Board member;
- Board and Committee self-evaluation;
- Deliberations that may be necessary to decide whether the matter warrants being dealt with in an *in-camera* session of the Board;

PROCEDURE:

1. *In-camera* meetings are usually held at the beginning or the end of the open segment of a Board meeting. Only those persons authorized by the Board to remain at the *in-camera* meeting will be permitted to remain. Other persons will be excused from the *in-camera* meeting.



2. A motion is required to move into and rise from an *in-camera* session of the Board and to approve any actions of the Board.
3. Any material circulated to Board members for *in-camera* session items must be clearly identified as CONFIDENTIAL and handled and secured in a manner which respects the nature of the material.
4. Minutes during in-camera session will only be taken at the discretion of the board. Formal Board/Committee decisions will not be made during an *in-camera* sessions, but rather once the regular meeting reconvenes immediately following the conclusion of the *in-camera* session. These decisions will be recorded in the minutes of the regular meeting.
5. All persons attending an *in-camera* session will treat matters and discussion with the utmost confidentiality unless they are brought forward by the Board Chair as an agenda item at a future meeting.