

## **POLICY # 205**

### **In Camera Sessions of the Board**

**PURPOSE:** When the Board must discuss matters of a confidential nature, such as personnel or property issues, it may do so in a private session called “in camera” (from the Latin legal term meaning “in chambers”).

**SCOPE:** All members of the YMS Board and committees and all employees.

**PROCEDURE:** The procedure for convening an executive session is as follows:

1. A board member moves that the board go in camera. If the motion is adopted by a majority of members, all present who are not members, or essential to the matter to be considered, may be excluded from the meeting. This includes staff representatives to the Board, any committee members who are not also elected Directors, any guests attending, and any Director who would have a conflict of interest by being part of the in camera session.
2. The secretary records in the minutes that the motion was carried. If there is some compelling reason to do so, for e.g., if there may be legal implications of decisions made in camera, the secretary may include the time and the names of the members present.
3. The board conducts its confidential business. Anyone not a board member must be invited by the board to attend. In order to invite a non-Board member to attend, a Director must make a motion to include that person. This motion must be seconded and passed by a simple majority.
4. Minutes of the in camera session are confidential. The secretary takes minutes but keeps them separate from the public minutes. The confidential minutes be kept in a password-protected folder. No one outside of those who attended the in camera session may have access to these minutes.

Approved by Board on: November 12, 2024

Date for next review: November 2026

5. The board reviews and approves the confidential minutes the next time it goes into an in camera session. If copies are distributed, the secretary collects them before the end of the in camera session and destroys them immediately. If there is only one copy, the secretary reads the minutes aloud and the chair asks for corrections and/or approval.
6. Then the in camera session is adjourned, the "public" minutes should record that the in camera session has concluded.
7. If, while in camera session, you have decided that secrecy should be lifted from a decision, the secretary records the decision in the "public" minutes. Otherwise, **all directors are bound to respect the confidentiality of the session.**
8. If the in camera session is in respect to actions of either the president or secretary, and thus they are not part of the in camera session, another chair and/or secretary shall be appointed for the in camera session.

**CROSS REFERENCE:** Policy #204, Confidentiality