



Board By-Laws

June, 2022



Vision

Creating a culture of faith, hope and love to ensure equity and well-being.

Mission

To accompany students as we strive for excellence in Catholic Education.

We educate student in faith-filled, loving, safe, inclusive schools to develop the God-given abilities of each person.

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Board By-laws

A By-law relating generally to the powers and responsibilities of the Peterborough Victoria Northumberland and Clarington Catholic District School Board (the "**School Board**"), its trustees, officers, and committees.

PART I-INTERPRETATION

1.1. Interpretation.

In this By-law and all other by-laws of the Board, unless the context otherwise specifies or requires:

"Act" means the *Education Act* (Ontario), as, from time to time, amended and every statute that may be substituted therefore and, in the case of such substitution, any reference in the By-laws to provisions of the *Act* shall be read as references to the substituted provisions therefore in the new statute or statutes;

"Board" means Board of Trustees which governs the School Board;

"By-laws" means this by-law and all other by-laws of the Board from time to time in force and effect;

"Chair" means the chairperson of the Board, elected by Trustees in accordance with the provisions herein;

"Chief Executive Officer" means an individual who is also the Director of Education and the Chief Education Officer of the Board;

"Committee" means a committee created by the Trustees;

"Director" means the Director of Education and Secretary/Treasurer of the Board;

"Minister" means the Minister of Education;

"Ministry" means the Ministry of Education;

"Officer" means an Officer of the Board;

"Regulations" means the Regulations made under the *Act* as, from time to time, amended and every regulation that may be substituted therefore and, in the case of such substitution, any references in the By-laws to provisions of the Regulations shall be read as references to the substituted provisions therefore in the new regulations;

"School Board" means the corporation that has authority over the schools in a defined district, comprised of a Board of Trustees;

"Secretary" means the Secretary to the Board;

"Treasurer" means the Treasurer to the Board;

"Trustee" means a person elected, acclaimed, or appointed to the office of trustee of the School Board pursuant to the provisions of the Act and the *Municipal Elections Act, 1996* (Ontario) and a member of the Board of Trustees;

save as aforesaid, words and expressions defined in the Act or the Regulations have the same meanings when used herein;

words indicating number include the singular and plural; words indicating gender include the masculine, feminine, and neutral genders, and words indicating persons include individuals, corporations, partnerships, trusts, and unincorporated organizations; and the headings used in the By-laws are inserted for reference purposes only and are not to be considered or taken into account in construing the terms and provisions thereof or to be deemed in any way to clarify, modify, or explain the effect of any such terms or provisions.

1.2. Calculation of Majorities.

Whenever, in the By-laws, there is a provision for the majority of Trustees or Committee members present or a majority of all Trustees or Committee members, such majorities shall be calculated as the simple majority, unless otherwise specified.

1.3. Application to Committees.

A reference in the By-laws to a Committee refers equally to a statutory Committee, a standing Committee, and an ad-hoc Committee, as well as any sub-committee established by a Committee or the Board, unless otherwise stated.

PART II- TRANSACTION OF THE AFFAIRS OF THE BOARD

2.1. Head Office.

The head office of the Board shall be in Peterborough, in the Province of Ontario, and at such place as the Board may, from time to time, by motion fix.

(Section 170(1.5) Education Act)

2.2. Fiscal Year.

The fiscal year of the Board shall be the year from September 1 to August 31.

(Section 230.20 Education Act)

2.3. Auditor.

- (a) The Board shall appoint one or more auditors for a term not exceeding five years who shall be a person licensed under the *Public Accounting Act, 2004*.

(Section 253(1) Education Act)

- (b) No person shall be appointed as an auditor of the Board who is or during the preceding year was a trustee or who has or during the preceding year had any direct or indirect interest in any contract or any employment with the Board other than for services within the person's professional capacity, and every auditor, on appointment, shall make and subscribe a declaration to that effect.

(Section 253(3) Education Act)

- (c) An auditor of the Board has the right of access at all reasonable hours to all records of the Board and is entitled to require from the trustees and officers any information and explanation that in the auditor's opinion may be necessary to enable the auditor to carry out his or her duties. **(Section 253(5) Education Act)**

- (d) Every trustee and every officer who:

- (i) refuses or neglects to provide access to the records of the Board to which the auditor is entitled under Section 2.3(c); or
 - (ii) refuses or neglects to provide information or an explanation required by the auditor under Section 2.3(c),

is guilty of an offence and, on conviction, is liable to a fine of not more than \$200, but no person is liable if the person proves that he or she has made reasonable efforts to provide the access or the information or explanation.

(Section 253(6) Education Act)

- (e) An auditor of the Board is entitled to attend any meeting of the Board or of a committee and to receive all notices relating to that meeting that a trustee or committee member, as the case may be, is entitled to receive and to be heard at the meeting that the auditor attends on any part of the business of the meeting that concerns him or her as auditor. **(Section 253(8) Education Act)**

PART III- TRUSTEES

3.1. Number of Trustees, Powers and Duties.

- (a) The affairs of the Board shall be managed by Trustees who may exercise all such powers and do all such acts and things as may be exercised or done by the Trustees that are not by the By-Laws or any special motion of the Board or by statute expressly directed or required to be done in some other manner.
- (b) No later than March 31 in each election year, the Board shall determine the number

of trustees to be elected to the Board in accordance with the Regulations.

(Section 3(1) Education Act Reg. 412/00)

- (c) On completion of the determination and distribution of trustees, the Board shall prepare a report in accordance with the Regulations and send a copy of the report to:

- (i) the Minister;
- (ii) the school board election clerks for all the municipalities within the area of jurisdiction of the Board; and
- (iii) the Secretary of every other board, the area of jurisdiction of which is wholly or partially within the area of jurisdiction of the Board,

no later than April 3 in each election year. **(Section 9(1)-(2) Education Act Reg.412/00)**

- (d) The Board will not cease to exist by reason only of the lack of Trustees. **(Section 220(2) Education Act)**

- (e) The Board shall:

- (i) inspired by the Gospel, promote and protect publicly funded Catholic education and serve with faith, commitment and compassion;
- (ii) promote student achievement and well-being;
- (iii) promote a positive school climate that is inclusive and accepting of all pupils, including pupils of any race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, marital status, family status or disability;
- (iv) deliver effective and appropriate education programs to its pupils;
- (v) develop and maintain policies and organizational structures that,
 - a. promote the goals referred to above, and
 - b. encourage pupils to pursue their educational goals;
- (vi) promote the prevention of bullying;
- (vii) ensure effective stewardship of the Board's resources;
- (viii) monitor and evaluate the effectiveness of policies developed by the Board in achieving the Board's goals and the efficiency of the implementation of those policies;

- (ix) develop a multi-year plan aimed at achieving the goals referred to above;
- (x) annually review the multi-year plan with the Director or the supervisory officer acting as the Director;
- (xi) monitor and evaluate the performance of the Director, or the supervisory officer acting as the Director, in meeting,
 - a. his or her duties under this Act or any policy, guideline or regulation made under this Act, including duties under the plan referred to above, and
 - b. any other duties assigned by the Board;
 - c. anything the Board is required to do under any other provision of the Act or any other Act. **(Section 169(1)-Section 170(1) Education Act)**

3.2. Duties of Board Members.

A member of the Board shall:

- (a) Carry out his or her responsibilities in a manner that assists the Board in fulfilling its duties under the Act, the regulations and the guidelines issued under the Act;
- (b) Attend and participate in meetings of the Board, including meetings of Board committees of which he or she is a member;
- (c) Consult with parents, students and supporters of the Board on the Board's multi-year plans;
- (d) Bring concerns of parents, students, and supporters of the Board to the attention of the Board;
- (e) Uphold the implementation of any Board motion after it is passed by the Board;
- (f) Entrust the day-to-day management of the Board to its staff through the Board's Director and/or designate;
- (g) Maintain focus on student achievement and well-being; and
- (h) Comply with the Trustee code of conduct. **(Education Act, Section 218.1)**

3.3. Resignation of a Trustee.

- (a) A Trustee, with the consent of a majority of the Trustees present at a meeting, entered on the minutes of it, may resign as a Trustee, but he or she shall not vote on a motion as to his or her own resignation and may not resign as a Trustee if the resignation will reduce the number of Trustees in total to less than a quorum.

(Section 220(3) Education Act)

- (b) Despite subsection (a) above, where it is necessary for a Trustee to resign to become a candidate for some other office, the Trustee may resign by filing his or her resignation with the Director, including a statement that the resignation is for the purpose of becoming a candidate for some other office, and the resignation shall become effective on the November 14 after it is filed or on the day preceding the day on which the term of the other office commences, whichever is the earlier.

(Section 220(4) Education Act)

3.4. Vacation of Office.

- (a) Trustees shall remain in office until their successors are elected and the new Board is organized. **(Section 220(1) Education Act)**
- (b) A Trustee vacates his or her seat if he or she:
 - (i) resigns pursuant to the By-laws;
 - (ii) is convicted of an indictable offence;
 - (iii) absents himself or herself without being authorized by resolution entered in the minutes, from three consecutive regular meetings of the Board;
 - (iv) ceases to hold the qualifications required to act as a Trustee;
 - (v) becomes disqualified under Section 219 (4) of the Act; or
 - (vi) fails to be physically present as required by the regulations made under Section 208.1 (1) (b) of the Act. **(Section 228(1) Education Act)**
- (c) If the office of a Trustee becomes vacant before the end of the Trustee's term:
 - (i) the remaining elected Trustees shall appoint a qualified person to fill the vacancy within 90 days after the office becomes vacant, if the majority of the elected Trustees remain in office; or
 - (ii) a by-election shall be held to fill the vacancy, in the same manner as an election of the Trustees, if a majority of the elected Trustees do not remain in office. **(Section 221(1) Education Act)**
- (d) Despite Section 3.4(b) (ii), where a Trustee is convicted of an indictable offence, the vacancy shall not be filled until the time for taking any appeal that may be taken from the conviction has elapsed, or until the final determination of any appeal so taken, and in the event of the quashing of the conviction the seat shall be deemed not to have been vacated. **(Section 228(2) Education Act)**

- (e) Despite Section 3.4(c) (i), if Trustees are elected under the *Municipal Elections Act, 1996*, the remaining elected Trustees may by motion require that an election be held in accordance with the *Municipal Elections Act, 1996* to fill the vacancy if the vacancy occurs:
 - (i) in a year in which no regular election is held under the *Municipal Elections Act, 1996*;
 - (ii) before April 1 in the year of a regular election; or
 - (iii) after the new board of trustees is organized in the year of a regular election. **(Section 221(2) Education Act)**
- (f) The Director shall promptly send to the clerk of the appropriate municipality a certified copy of the resolution under Section 3.4(e). **(Section 221(3) Education Act)**
- (g) If two or more candidates receive an equal number of votes at a meeting held under Section 3.4(b) (i) to appoint a person to fill a vacancy or at a meeting to elect a person to fill a vacancy, the Chair shall provide for the drawing of lots to determine which of the candidates shall be appointed or elected. **(Section 227 Education Act)**
- (h) Despite Section 3.4(b), where a vacancy of a trustee position occurs:
 - (i) within one month before the next election, it shall not be filled; or
 - (ii) after the election, but before the new Board is organized, it shall be filled immediately after the new Board is organized in the same manner as for a vacancy that occurs after the Board is organized. **(Section 224 Education Act)**
- (i) The Director, or an authorized person for administering oaths, shall administer to each new trustee the declaration and oath as prescribed by Sections 209(1), (2), and (3) of the Act on or before the day fixed for holding the first meeting of the Trustees after his or her election or appointment or on or before the day of the first Trustee meeting that the person attends. Any Trustee who refuses to take the oath shall be deemed to have resigned from the position of Trustee. Any elected Trustee absent from the swearing-in ceremony shall be sworn in prior to assuming trustee duties. **(Section 209(1), (2), and (3) Education Act)**
- (j) A Trustee appointed or elected to fill a vacancy shall hold office for the remainder of the term of the Trustee who vacated the office. **(Section 221(5) Education Act)**

3.5. Honoraria for Trustees.

- (a) The honorarium for a trustee, in respect of any year of his or her term of office, shall consist of such of the following components as the Board determines:
 - (i) The base amount for the year;
 - (ii) The enrolment amount for the year;
 - (iii) The attendance amounts payable to the trustee for the year; and
 - (iv) The distance amounts payable to the trustee for the year. **(Section 2(1) Education Act Reg. 357/06)**
- (b) The Board shall establish a policy regarding honorarium components on or before October 15 of the calendar year in which a trustee's term of office begins. **(Section 4(1) Education Act Reg. 357/06)**

3.6. Remuneration of Trustees.

- (a) The Board may, at its discretion:
 - (i) pay the travelling expenses and membership fees of any Trustee incurred in attending meetings of an educational association and may make grants and pay membership fees to any such organization; **(Section 171(1)(17) Education Act)**
 - (ii) pay the costs, or any part thereof, incurred by any trustee in successfully defending any legal proceeding brought against him or her:
 - (A) for libel or slander in respect of any statements relating to the employment, suspension or dismissal of any person by the Board published at a meeting of the Board or of a committee; or
 - (B) for assault in respect of disciplinary action taken in the course of duty; **(Section 171(1)(18) Education Act)**
 - (iii) reimburse a Trustee or a Committee member for his or her out-of-pocket expenses reasonably incurred when travelling to and from his or her residence to attend a meeting of the Board, or of a Committee, as the case may be, that is held within the area of jurisdiction of the Board, or such lesser amount as may be determined by the Board; or pay the Trustee or Committee member an allowance at a rate per kilometre determined by the Board; **(Section 191.2(1) Education Act)**
 - (iv) establish a policy under which a Trustee or Committee member may be reimbursed for all or part of his or her out-of-pocket expenses reasonably incurred in connection with carrying out the responsibilities of a Trustee or a

Committee member, as the case may be; and **(Section 191.2(3) Education Act)**

- (v) provide for a deduction of a reasonable amount from the allowance of a Trustee or a Committee member because of absence from meetings of the Board or meetings of the Committee, as the case may be. **(Section 191.2(5) Education Act)**
- (b) Where an elected Trustee is, under a by-law or resolution of the Board, paid a salary, indemnity, allowance, or other remuneration, one-third of such amount shall be deemed to be for expenses incident to the discharge of his or her duties as a Trustee. **(Section 191.3 Education Act)**

3.7. Statutory Committees.

(a) Audit Committee:

The Audit Committee shall be established as prescribed by the Act and Ontario Regulation 361/10. The composition and terms of reference for the Audit Committee shall be as prescribed by the Act and Ontario Regulation 361/10, s. 3(1).

The Audit Committee shall be composed of

- two Trustees, appointed for a four year term,
- two external members, who are not Trustees, for a three year term,

External members, who are not Trustees, are eligible to be appointed to the Audit Committee only if he or she,

- has accounting, financial management or other relevant business experience that would enable him or her to understand the accounting and auditing standards applicable to the Board;
- is not an employee or officer of the Board or of any other board at the time of his or her appointment;
- does not have a conflict of interest at the time of his or her appointment; and
- was identified by the Selection Committee as a potential candidate for appointment to the Audit Committee.

This Committee will be supported by the following persons:

- The Director or designate;
- The external auditors;

- The regional internal audit team; and
- An administrative assistant

Selection Committee.

The Board shall establish a Selection Committee to identify persons who are not Trustees as potential candidates for appointment to the Audit Committee and perform all other duties and do all things required by the Act or Ontario Regulation 361/10 s.5(1).

The Selection Committee shall be composed of:

- the Director,
- a senior business official of the Board,
- the Chair of the Board or another Trustee designated by the Chair of the Board.

Chair of the Audit Committee

At the first meeting of the Audit Committee in each fiscal year, the members of the Committee shall elect the chair of the Committee for the fiscal year of the Board from among the members appointed to the Committee. If at any meeting of the Audit Committee the chair is not present, the members present may elect a chair for that meeting.

Term of Appointment

The term of office of a member of the Audit Committee who is a Trustee shall be determined by the Board but shall not exceed four years. The term of office of a member of the Audit Committee who is not a Trustee shall be determined by the Board but shall not exceed three years.

A member of the Audit Committee may be reappointed. An individual who is not a Trustee may not be appointed to the audit committee more than twice unless,

- the Board advertised the position for at least 30 days; and
- after the 30 days, the Selection Committee did not identify any potential candidates.

When the term of a member of the Audit Committee expires, he or she continues to be a member until a successor is appointed or the member is reappointed.

(b) Special Education Advisory Committee (SEAC):

The Board shall establish the Special Education Advisory Committee (SEAC) which shall make recommendations to the Board in respect of any matters affecting the establishment, development and delivery of special education programs and services for exceptional pupils of the Board. O.Reg. 374/10.

1. The committee is established as follows: Membership, (4 year term) as set out in Regulation 464/97:
 - (a) Subject to subsections 2 and 3 hereafter, one representative from each of the local associations that operates locally within the area of jurisdiction of the Board, as nominated by the local association and appointed by the Board;
 - (b) one alternate for each representative appointed under clause (a), as nominated by the local association and appointed by the Board;
 - (c) such number of members from among the Board's own members as is determined under subsection 4 hereafter, as appointed by the Board;
 - (d) where the number of members appointed under clause (c) is less than three, one alternate, as appointed by the Board from among its own members, for each member appointed under clause (c);
 - (e) one or two persons to represent the interests of First Nations, Metis, and Inuit pupils;
 - (f) one or more additional members appointed under subsection 5 hereafter.
2. The Board shall not appoint more than 12 representatives under the aforementioned subsection 1;
3. Where there are more than 12 local associations within the area of (cont'd.) jurisdiction of the Board, the Board shall select the 12 local associations that shall be represented.
4. The number to be appointed by the Board under subsection 1(c) shall be the lesser of:
 - (a) three; and
 - (b) 25 per cent of the total number of members of the Board, rounded down to the nearest whole number (1 trustees, Chairperson of the Board ex-officio).
5. For the purposes of subsection 1(f), the Board may appoint one or more additional members who are neither representatives of a local association nor members of the Board or another Committee of the Board.
6. A person is not qualified to be nominated or appointed to a special education

advisory committee of a Board unless the person is qualified to vote for members of that Board and is resident in its area of jurisdiction.

7. A person is not qualified to be nominated or appointed if the person is employed by the Board.
8. A member of a special education advisory committee vacates his or her seat if he or she,
 - (a) is convicted of an indictable offence;
 - (b) absents himself or herself without being authorized by resolution entered in the minutes from three consecutive regular meetings of the committee; or
 - (c) ceases to hold the qualifications to be appointed to the committee

This Committee will be supported by the following persons:

- The Superintendent of Special Education;
- The Principal of Education Community Partnership Program (ECCP); and
- An administrative assistant

(c) Supervised Alternative Learning Committee:

The Board shall establish at least one Supervised Alternative Learning Committee in accordance with Ontario Regulation 374/10 as a Committee of the Board to make decisions at meetings regarding supervised alternative learning by pupils of the Board.

Each Supervised Alternative Learning Committee shall be comprised of:

- one Trustee, and one Trustee to serve as an alternate, for one year,
- the Superintendent of Schools responsible for Student Success, and
- one appointed community member

This committee will be supported by the following persons:

- Principals, as required; and
- An administrative assistant

(d) Catholic Parent Engagement Committee:

The Board shall establish the Catholic Parent Engagement Committee annually, but prior to November 15th of the school year and before the first meeting of the Committee in the school year, in accordance with the Act and Ontario Regulation 612/00.

The Catholic Parent Engagement Committee shall be comprised of:

- Twelve (12) parents (two representing each of the family of schools that feeds into each of the secondary schools);
- The Director;
- One Trustee;
- One principal;
- The Board Chaplain;
- Two community representatives, who shall not be Trustees or employees of the Board; and
- The director representative for the Ontario Association of Parents for Catholic Education, if available [NTD: only if not a Trustee or employee of the Board].

The purpose of the Catholic Parent Engagement Committee is to support, encourage and enhance parent engagement at the Board level in order to improve student achievement and well-being. The Catholic Parent Engagement Committee provides information and advice on parent engagement to the Board and undertakes activities to help parents of pupils of the Board support their children's learning at home and at school.

The Catholic Parent Engagement Committee shall meet at least four (4) times in each school year and shall be governed in accordance with s. 40 of O. Reg 612/00.

This committee will be supported by the following person:

- The Director or designate.
- An administrative assistant or executive assistant

3.8. Standing and Advisory Committees.

- (a) The Trustees may, from time to time, appoint such Committee or Committees as it deems necessary or appropriate for such purposes and with such powers as it shall see fit.
- (b) Committees that make recommendations to the Trustees in respect of education, finance, personnel, and property must be composed of Trustees. Any other Committee need not be composed of only Trustees. **(Sections 171(1)1 and 2 Education Act)**
- (c) Any Committee may formulate its own rules of procedure, subject to such regulations or directions as the Trustees may, from time to time, make. The Board may remove any member of any Committee.

- (d) Unless stated otherwise herein, the chair of each Committee shall be chosen by the Trustees during the inaugural/annual meeting of the Board in the same manner as the election of the Chair set out in Section 5.1 herein. The chairs of the Committees shall be Trustees. While a Trustee may be the chair of more than one Committee, to the extent possible, the chairs of the Committees should be represented by a number of Trustees.

(e) Chairperson's Committee.

The Board shall establish a Chairperson's Committee which shall be composed of:

- The Chairperson,
- Vice-chairperson,
- one Trustee-at-large elected by the Board, for one year.

This Committee will be supported by the following person:

- The Director

(f) Committee-of-the-Whole.

The Board shall establish a Committee-of-the-Whole which shall be composed of:

- The seven elected Trustees and
- The student trustee(s)

This Committee will be supported by the following persons:

- The Director;
- The Superintendents of the Board; and
- An administrative assistant

(g) Policy Development Committee.

The Board shall establish a Policy Development Committee which shall be composed of:

- The seven elected Trustees; and
- The Student Trustee(s)

This Committee will be supported by the following persons:

- The Director;
- The Superintendents of the Board; and
- An administrative assistant

(h) Faith and Equity Committee.

The Board shall establish a Faith and Equity Committee which shall be composed of:

- Two Trustees, one of whom will assume the role of chair for this Committee, for two years;
- A Student Trustee;
- The Board Mental Health Lead;
- A Chaplaincy Leader;
- An Elementary Principal/Vice-Principal;
- A Secondary Principal/Vice-Principal;
- The Community Outreach Coordinator;
- Two Learning Support Services Representatives (including Religious Education Consultant);
- A teacher of English as a Second Language;
- Two representatives from the Canadian Union of Public Employees, local 1453;
- Two representatives from the Ontario English Catholic Teachers Association, PVNC Unit;
- A parent representative from the Catholic Parent Engagement Committee;
- A representative of the Bishop (Board Chaplain/Faith Animator);
- A representative of the clergy;
- The First Nation, Métis, and Inuit Education (Indigenous Education) Consultant;
- A Special Education Consultant;
- A representative of the Catholic Women's League;
- A representative from Development and Peace;
- A representative from the Knights of Columbus;
- A representative from the New Canadian Centre; and
- A representative from the Community and Race Relations Committee of Peterborough

This Committee will be supported by the following persons:

- The Superintendent of Schools with the responsibility for Religious Education and Equity Education; and
- An administrative assistant

(i) First Nations, Metis, and Inuit Advisory Committee:

The Board shall establish the First Nations, Metis, and Inuit Advisory Committee

as an advisory Committee to provide advice on the implementation of the Ontario First Nation, Metis, and Inuit Education Policy Framework document which addresses the objectives of improved Aboriginal student achievement, and the engagement of all students in increased understanding of Aboriginal histories, cultures, and perspectives.

The First Nations, Metis, and Inuit Advisory Committee shall be comprised of:

- One Trustee;
- Two principals, elementary and secondary;
- An elementary school teacher;
- A secondary school teacher;
- Between two and five parent representatives;
- A secondary student;
- Two representatives of the Ontario English Catholic Teachers Association, PVNC Unit;
- A representative of the Canadian Union of Public Employees, local 1453;
- Between two and five First Nation, Metis and Inuit Community Members;
- The Manager of Communications,
- The First Nations, Metis, and Inuit Education (Indigenous Education) Consultant,
- The Superintendent of Schools with responsibility for Indigenous Education

This Committee will be supported by the following person:

- An administrative assistant

(j) French as a Second Language Committee:

The Board shall establish a French as a Second Language Committee which shall be composed of:

- One Trustee;
- Principals/Vice-principals - Elementary and Secondary;
- Teachers - Elementary and Secondary;
- Parents;
- Secondary Student;
- Two O.E.C.T.A. Representatives;
- C.U.P.E. Representative; and

- Consultant - Learning Support Services

This Committee will be supported by the following persons:

- Superintendent of Schools responsible for French as a Second Language;
- French as a Second Language Consultant; and
- An administrative assistant

(k) Accessibility for All Committee

The Board shall establish an Accessibility for All Committee which shall be composed of:

- Trustee (1);
- Manager of Communications and Freedom of Information/Protection of Privacy;
- Manager of Human Resource Services, or representative;
- Manager of Plant;
- Student Transportation Services of Central Ontario (STSCO) representative (1);
- Manager of Information Technology, or representative;
- Principal (1);
- Special Education Advisory Committee (SEAC) member (1);
- Community Agency representative (1); and
- Others as deemed necessary by the Committee

This Committee will be supported by the following persons:

- The Superintendent of Special Education Services;
- The Principal of Education and Community Partnership Program (ECCP); and
- An administrative assistant or secretary

3.9. Ad-hoc Committees.

The Board may, from time to time, establish such ad-hoc Committees as it deems necessary and shall determine their memberships, functions, scopes, and terms of reference.

(a) Suspension Appeal Committee.

The Board shall establish a Suspension Appeal Committee as required, and according to Policy 801 and Administrative Procedure AP-S-801, Safe Schools -

Suspension, Expulsion, and Appeal, to be comprised of three Trustees.

The Appeal Committee may confirm the suspension and the duration of the suspension; confirm the suspension, but shorten its duration, even if the suspension that is under appeal has already been served, and order that the record of the suspension be amended accordingly; or quash the suspension and order that the record of the suspension be expunged, even if the suspension that is under appeal has already been served. A Trustee will disqualify himself/herself and will not take part in the hearing, the deliberation, the decisions, or the reasons if he/she has any direct involvement in a matter prior to the commencement of the hearing, Education Act S. 309 & 311.

(b) Expulsion Hearing Committee.

The Board shall establish an Expulsion Hearing Committee as required, and according to Policy 801 and Administrative Procedure AP-S-801, Safe Schools - Suspension, Expulsion, and Appeal, to be comprised of five Trustees.

The Expulsion Hearing Committee may:

- (i) not expel the student, confirm the twenty day suspension, shorten its duration, or withdraw it, and provide information about the right to appeal the suspension at this point;
- (ii) expel the student from his/her school and assign the student to another school;
- or
- (iii) expel the student from all schools of the Board and assign the student to a program for expelled pupils.

A Trustee will disqualify himself/herself and will not take part in the hearing, the deliberation, the decisions, or the reasons if he/she has any direct involvement in a matter prior to the commencement of the hearing, Education Act s. 309 & 311.

The Suspension Appeal Committee and the Expulsion Hearing Committee will be supported by the following persons:

- Superintendent of Safe Schools;
- Principals, as required; and
- An administrative assistant

3.10. Removal or Resignation from Committees.

- (a) A Committee member may be removed at any time by the Trustees upon an affirmative vote of a majority of all Trustees.
- (b) A Committee member may resign from any Committee at any time by notice in writing to the chair of the Committee.
- (c) A vacancy, however caused, on a Committee, including the position of chair, shall be filled by election by the Trustees at the earliest practicable time but, in any event, not later than the second meeting after the vacancy occurs.

3.11. Dissolution of Committees.

A Committee may be dissolved by Board motion upon the delivery of its final report to the Board.

3.12. Special Meetings of Committees.

Special meetings of Committees may be called by the chair of the Committee on his/her own responsibility at any time. The chair shall also convene a special meeting upon a written request signed by two Committee members, specifying the object of the meeting, and presented to the Committee chair.

3.13. Notice of Special Meetings.

The Director shall give notice of all special meetings of a Committee to each of the Committee members by sending a notice by e-mail, cell phone, or a phone call to his or her residence, along with the agenda for the upcoming meeting, at least two business days prior to the date of the meeting.

3.14. Accidental Omission.

The accidental omission to give notice of any meeting of a Committee to, or the non-receipt of any notice by any person, shall not invalidate any motion passed or any proceeding taken at such meeting.

3.15. Cancellation of Special Meetings of a Committee.

A special meeting of a Committee may be cancelled:

- (a) in the case of a special meeting called by the Chair, if the Chair, in his or her sole discretion, deems that the need for such special meeting no longer exists; and
- (b) in the case of a special meeting called by the Chair or Director upon a written request signed by two Committee members, if the same two Committee members give a further written request that such special meeting be cancelled.

3.16. Committee Chair.

The Chair of a Committee shall preside at each meeting of the Committee and shall vote on all questions. In the absence of the chair, if a quorum is present, an acting chair shall be selected by the members of the Committee present for the meeting only, or until the chair arrives, at which time the acting chair will relinquish the role back to the chair.

3.17. Committee Meetings - Place, Time, and Agenda.

- (a) Committee meetings will be held on a regular basis on the day and at the time decided by the members of the Committee.
- (b) All Committee meeting dates and locations will be arranged through the Director's office.
- (c) The Director will act as or appoint a resource official for each Committee.
- (d) The composition of the agenda for each Committee meeting shall be at the discretion of the Committee chair, in consultation with the resource official.
- (e) The resource official shall be responsible for compiling the agenda and mailing it to the members of the Committee at least two business days prior to the meeting. The resource official shall make available to the chair of the Committee all documents, or copies thereof, pertinent to any upcoming meeting of the Committee.
- (f) The time of calling meetings to order shall be decided by the Committee members at the first meeting of the Committee.

3.18. Committee Meetings - Procedure and Motions.

- (a) Robert's Rules of Order (Newly Revised, 11th Edition) shall be referenced when committee procedures require further clarification.
- (b) During meetings, Committee members shall discuss items referred to them by the Board and bring back recommendations to the Board. Committees will not take action on an item outside their scope without first bringing it back to the Board.
- (c) Any Trustees, if interested, may attend, move motions, and participate in debates at any meeting of any Committee, but may vote only at meetings of the Committees of which they are members.

3.19. Committee Meetings - Open to the Public.

Meetings of Committees, except in-camera sessions, shall be open to the public and news media and no person shall be excluded except for improper conduct. The Committees retain the right to hold in-camera sessions when dealing with the security of the property of the Board; the disclosure of intimate, personal, or financial information

in respect of a Trustee or a member of a Committee, an employee or prospective employee of the Board, or a pupil or his or her parent or guardian; the acquisition or disposal of a school site; decisions in respect of negotiations with employees of the Board; or litigation affecting the Board. **(Section 207(1) and (2) Education Act)**

Committee meetings shall be closed to the public when the subject-matter under consideration involves an ongoing investigation under the *Ombudsman Act* respecting the Board. **(Section 207(2.1) Education Act)**

3.20. Committee Meetings - Quorum.

- (a) A majority of the members of a Committee shall constitute a quorum.
- (b) Unless a quorum is present within thirty minutes following the time of calling to order, for all meetings of Committees, the meeting shall stand adjourned. The secretary of the meeting shall record the names of all Committee members present at the time of adjournment.
- (c) Despite Section 4.15 but subject to Section 3.20(d), a Committee member must be in attendance either physically or by electronic means at the meeting of the committee for at least three regular meetings of the Committee in each 12-month period beginning November 15.
- (d) Despite Section 4.15, for the period beginning when a Committee member is elected or appointed to fill a vacancy and ending on the following November 14, the Committee member must be in attendance either physically or by electronic means at the meeting of the Committee for at least one regular meeting of the Committee for each period of four full calendar months that occurs during the period beginning with the election or appointment of such Committee member and ending on the following November 14.
- (e) Quorum is determined by the number of Committee members present at a Committee meeting who are not in a conflict of interest. Where a conflict of interest is declared, then section 9.1(f) shall be followed.

3.21. Committee Meeting Curfew.

- (a) A 9:30 p.m. curfew shall prevail at all meetings of the committees.
- (b) When the item being dealt with at 9:30 p.m. has been disposed of, before further business is undertaken, a motion may be passed to extend the curfew.
- (c) The period between the passing of the motion referred to in Section 3.21(b) and 10:00 p.m. shall, if necessary, be devoted only to urgent matters.
- (d) When the item being dealt with at 10:00 p.m. is disposed of, no further business

shall be transacted during the meeting unless two-thirds of the members of the Committee present give their consent.

3.22. Committee Reports.

- (a) If a Committee report is oral, contains only statements of facts and opinions, and is only for the information of the Trustees, it shall be presented to the Trustees by the chair of the relevant Committee.
- (b) The minutes of a Committee meeting as distributed shall, in most cases, constitute the Committee report. Trustees should seek background information regarding the Committee report through questioning the members of the Committee.
- (c) If a Committee report is presented in an oral, written, or typed form, and requires action by the Trustees for its disposal, a Committee member or the Committee chair shall make a motion to receive the report. This motion will require a seconder before the Trustees shall take the responsibility for its disposal.
- (d) Every Trustee who knowingly signs a false report is guilty of an offence and on conviction is liable to a fine of not more than \$200. **(Section 213(2) Education Act)**

PART IV- MEETINGS OF THE BOARD

4.1. Inaugural Board Meeting.

- (a) The first meeting of the Trustees shall be held not later than seven days after the day on which the term of office of the Trustees commences following an election, on such date and at such time and place as the Board determines, and failing such determination, at 8:00 p.m. at the head office of the Board on the first Wednesday following the commencement of the term of office. **(Section 208(2) Education Act)**
- (b) The Chief Executive Officer of the Board shall preside until a Chair is elected as per the procedure set out in Section 5.1, or if there is no Chief Executive Officer or in his or her absence, the Trustees present shall designate who shall preside at the election of the Chair and if a Trustee is so designated, he or she may vote at the election of the Chair. **(Section 208(4) Education Act)**
- (c) At the appointed time, the Chief Executive Officer shall call the meeting to order and, in the case of newly-elected Trustees, shall proceed to read the returns of the election to the Trustees, as certified to him or her by the municipal clerks, whereupon the elected Trustees shall take their places.
- (d) The Director, or an authorized person for administering oaths, shall administer to all new Trustees the declaration and oath as prescribed by Sections 209(1), (2), and

(3) of the Act on or before the day fixed for holding the first meeting of the Trustees after his or her election or appointment or on or before the day of the first meeting that the person attends. Any Trustee who refuses to take the oath shall be deemed to have resigned from the position of Trustee. Any elected Trustee absent from the swearing-in ceremony shall be sworn in prior to assuming Trustee duties. **(Section 209(1), (2), and (3) Education Act)**

- (e) A motion, or motions, shall be passed naming the standing committee(s) that the Trustees desire to retain from the previous year.

4.2. Annual Board Meetings.

At the first meeting on or after November 15 of each year, other than immediately preceding an election, an annual meeting of the Board shall be held at which time,

- (a) the Chief Executive Officer shall preside until the election of the Chair or, if there is no Chief Executive Officer, or in his or her absence, the Trustees present shall designate who shall preside at the election of the Chair and if a Trustee is so designated, he or she may vote at the election of the Chair; **(Section 208(4) Education Act)**
- (b) a motion, or motions, shall be passed naming the standing Committees and ad-hoc Committees that the Trustees desire to retain from the previous year; and
- (c) a motion, or motions, shall be passed regarding the continuation or dissolution of the School Board Advisory Committee, if such Committee has been established, and, if the Committee is to continue, naming the members of such Committee.

Any Committee not retained shall be deemed to be dissolved except those required by the Act, the Regulations, or the By-laws.

4.3. Date, Hour, and Location of Regular Board Meetings.

Unless otherwise determined by special motion, a regular meeting of the Board shall be held on the fourth Tuesday of each month, (unless otherwise approved by the board and duly published at least one month in advance) commencing at 6:30 p.m., at the head office of the Board, and if any such Tuesday falls on a statutory or civic holiday, such meeting shall be held commencing at the same hour on the following Tuesday.

4.4. Agenda.

A copy of the agenda for regular meetings of the Board shall be transmitted or mailed by the Director to the address of each Trustee at least two business days prior to the date of the meeting.

4.5. Special Meetings of the Board.

Special meetings of the Board may be called by the Chair on his/her own responsibility at any time, and in such other manner as the Board may determine. **(Section 208(13) Education Act)** The Chair or, in his/her absence, the Director shall convene a special meeting upon a written request signed by two Trustees, specifying the object of the meeting, and presented to the Director.

4.6. Notice of Special Meetings.

The Director shall give notice of all special meetings of the Board to each of the Trustees by sending a written notice by e-mail or school courier, and a phone call to his or her residence, along with the agenda for the upcoming meeting, at least two business days prior to the date of the meeting.

4.7. Accidental Omission.

The accidental omission to give notice of any meeting of the Board to, or the non-receipt of any notice by any person, shall not invalidate any motion passed or any proceeding taken at such meeting.

4.8. Cancellation of Special Meetings.

A special meeting of the Board may be cancelled:

- (a) in the case of a special meeting called by the Chair, if the Chair, in his or her sole discretion deems that the need for such special meeting no longer exists; and
- (b) in the case of a special meeting called by the Chair or Director upon a written request signed by two Trustees, if the same two Trustees give a further written request that such special meeting be cancelled.

4.9. Publicity of Board Meetings.

Meetings of the Board, except in-camera sessions, shall be open to the public and news media and no person shall be excluded except for improper conduct. The Board retains the right to hold in-camera sessions when dealing with the security of the property of the Board; the disclosure of intimate, personal, or financial information in respect of a Trustee or a committee member, an employee or prospective employee of the Board, or a pupil or his or her parent or guardian; the acquisition or disposal of a school site; decisions in respect of negotiations with employees of the Board; or litigation affecting the Board. **(Section 207(1) and (2) Education Act)**

Board meetings shall be closed to the public when the subject-matter under consideration involves an ongoing investigation under the *Ombudsman Act* respecting the Board. **(Section 207(2.1) Education Act)**

4.10. Robert's Rules of Order (Newly Revised, 11th Edition).

Robert's Rules of Order shall apply to meetings of the Board for any situation not covered herein. Any procedure set out herein shall have priority over any Robert's Rules of Order.

4.11. Absence of Chair.

Upon the absence of the Chair, the Vice-chair shall preside until the Chair arrives. Upon the absence of both the Chair and Vice-chair, if a quorum is present, the Trustees present shall select a chair from among themselves to preside for that meeting. **(Section 208(7) and (9) Education Act)** Should the Chair or Vice-chair arrive late, the acting chair shall at such time relinquish the role back to the Chair or Vice-chair as the case may be. The Chair may also participate electronically, as per section 4.15 below.

4.12. Absence of Director.

Upon the absence of the Director from any meeting, the Chair or the other Trustees presiding may appoint any Trustee or other person to act as Secretary for that meeting. **(Section 208(10) Education Act)**

4.13. Expulsion from Board and/or Committee Meetings.

- (a) The Chair, or the chair of a Committee, as the case may be, may expel or exclude from any meeting, any person who has been guilty of improper conduct at the meeting. **(Section 207(3) Education Act)**
- (b) Every person who, with intent to prevent the discussion of any matter or the passing of any motion at a meeting of the Trustees, or of a Committee, disrupts or endeavours to disturb or interrupt the meeting after having been expelled or excluded from the meeting is guilty of an offence under the Act and on conviction is liable to a fine of not more than \$200. **(Section 212(2) Education Act)**
- (c) Every Trustee who sits or votes at any meeting of the Board after becoming disqualified from sitting, is guilty of an offence and on conviction is liable to a fine of not more than \$200 for every meeting at which he or she so sits or votes. **(Section 213(1) Education Act)**

4.14. Quorum for Board Meetings.

- (a) The presence of a majority of all Trustees is necessary to form a quorum. **(Section 208(11) Education Act)**
- (b) Unless a quorum is present within thirty minutes following the time of calling to order, for all meetings of the Board, the meeting shall stand adjourned. The Secretary shall record the names of all Trustees present at the time of adjournment.

- (c) A majority vote of a quorum is necessary in order to bind the Board.
- (d) Despite Section 4.15 but subject to Section 4.14(e), a Trustee shall be physically present in the meeting room of the Board meetings for at least three regular meetings of the Board in each 12-month period beginning November 15. **(Section 229(1) Education Act; Section 1 Education Act, Reg. 463/97)**
- (e) Despite Section 4.15, for the period beginning when a Trustee is elected or appointed to fill a vacancy and ending on the following November 14, the Trustee shall be physically present in the meeting room of the Board meetings for at least one regular meeting of the Board for each period of four full calendar months that occurs during the period beginning with the election or appointment and ending on the following November 14. **(Section 229(2) Education Act)**
- (f) Quorum is determined by the number of Trustees present at a Board meeting who are not in a conflict of interest. Where a conflict of interest is declared, then section 9.1(f) shall be followed.

4.15. Electronic Board and/or Committee Meetings.

- (a) Subject to the Act, the Regulations and this By-law, a Trustee or Committee member who participates in a meeting through electronic means shall be deemed to be present at the meeting. **(Section 1, Education Act, O. Reg. 463/97)**
- (b) At the request of any Trustee or Committee member or student trustee, if any, the Board shall provide the Trustee, Committee member, or student trustee, as the case may be, with electronic means for participating in one or more meetings of the Board or of a Committee. **(Section 3(1)1 Education Act, O. Reg. 463/97)**
- (c) The electronic means required by Section 4.15(b) shall permit the Trustee or Committee member or student trustee, as applicable, to hear and be heard by all other participants in the meeting. **(Section 3(1)2 Education Act, O. Reg. 463/97)**
- (d) The electronic means shall be provided in such a way that the rules governing conflict of interest of members are complied with. **(Section 3(1)3 Education Act, O. Reg. 463/97)**
- (e) The Board or Committee chairs may preside over meetings electronically if any of the following applies:
 - the distance from the chair's or designate's current residence to the meeting location is 200km or greater; or
 - Weather conditions do not allow the chair or designate to travel to the meeting location safely; or

- The chair or designate cannot be physically present at a meeting due to health-related issues. (O. Reg. 463/97)
- (f) No more than half of Board or Committee meetings in a 12-month period can be chaired electronically.
 - (g) The Board will establish a process to ensure the security and confidentiality of proceedings held during closed meetings, in particular where there is electronic participation.
 - (h) No student trustee who is participating through electronic means may participate in any proceedings that are closed to the public. **(Section 3(2) Education Act, Reg. 463/97)**
 - (i) The Board shall be permitted to refuse to provide a Trustee or a Committee member with electronic means of participation in a meeting of the Board or a meeting of a Committee where to do so is necessary to ensure compliance with the Act and the Regulations. **(Section 5(3) Education Act, Reg. 463/97)**
 - (j) The Board shall determine whether electronic means should be provided to permit participation by members of the public in meetings or classes of meetings, the extent and manner of participation by members of the public; and how to ensure that members of the public do not participate in any proceedings that are closed to the public. **(Section 4(2)-(3) Education Act, Reg. 463/97)**

In order for a member of the public to participate in a Board or Committee meeting electronically a request must be made to the office of the Director at least six hours prior to the meeting commencement. Access will be given through an online web-based platform that allows for identification of participants and control over the participation from the moderator. Instructions for access will be shared at the time the request is made.

- (k) At every meeting of the Board or of a Committee of the Whole Board, the following persons must be physically present in the meeting room of the Board:
 - (i) The Chair of the Board or his or her designate, subject to subsection (e) above;
 - (ii) At least one additional Trustee;
 - (iii) The Director or his or her designate. **(Section 5(1) Education Act, Reg. 463/97)**
- (l) At every meeting of a Committee, except a Committee of the Whole Board, the following persons must be physically present in the meeting room of the Committee:

- (i) The chair of the Committee or his or her designate, subject to subsection (e) above;
 - (ii) If the chair of the Committee or his or her designate participates in a meeting by electronic means pursuant to subsection (e) above, at least one additional member of the Committee; and
 - (iii) The Director or his or her designate. (Section 5(2) **Education Act, Reg. 463/97**)
- (m) Unless a meeting is closed to the public, the meeting room of the Board or of a Committee shall be open to permit physical attendance by members of the public at every meeting of the Board or the Committee, as the case may be. **(Section 6(1)-(3) Education Act, Reg. 463/97)**

4.16. Motions and Debates at Board and/or Committee Meetings.

- (a) Except where the Board or a Committee is sitting in-camera, no debate shall occur until a motion is made, seconded, and stated by the Chair or chair of the Committee, as the case may be.
- (b) Any Trustee or Committee member, prior to speaking, shall address the Chair or Committee chair and be recognized. Subject matter of the remarks of Trustees or Committee members shall be confined to the question under debate.
- (c) The Trustee or Committee member who moves a motion shall be accorded the privilege of opening debate. Each Trustee or Committee member shall be allowed an opportunity to speak to the motion, for a time limit not to exceed three minutes, at which time the Chair or Committee chair may indicate the expiration of the time limit. Upon request, a Trustee or Committee member may be granted an extension to the time limit at the discretion of the Trustees present or the Committee members present. When all Trustees or Committee members who appear desirous of speaking to the motion have spoken, the Chair or Committee chair shall ask if any Trustee or Committee member who has not spoken wishes to speak. Following completion of debate by other Trustees or Committee members, the Chair or Committee chair shall ask the Trustee or Committee member who moved the motion to close debate, by summing up, if he or she wishes to do so. The question shall then be put to a vote. During debate, any Trustee or Committee member may ask a question for clarification or to have the motion read.
- (d) Exceptions where a Trustee or Committee member may be recognized by the Chair or Committee chair, to move a motion pertinent to the question under debate, prior to or after such Trustee or Committee member has spoken to the motion, shall be:
 - (i) to adjourn;

- (ii) question of privilege;
- (iii) point of order;
- (iv) to withdraw the motion;
- (v) objection to consideration;
- (vi) to table;
- (vii) to postpone;
- (viii) to refer; and
- (ix) to amend.

The above-mentioned motions are in order as to precedence.

- (e) A Trustee or Committee member, while speaking, shall not be interrupted by another Trustee or Committee member, other than the Chair or Committee chair, except on a point of order.
- (f) If the Chair or Committee chair vacates the chair for the purpose of participating in debate, he/she shall request the Vice-chair or Committee vice-chair or, in his/her absence, another Trustee or Committee member to take the chair. The appointed Trustee or Committee member shall preside until the motion under debate has been voted on.
- (g) Should the chair of a Committee be absent from a meeting of the Board at which any matter is referred to his/her Committee for consideration, the Director shall notify the chair of the Committee in question.
- (h) If a motion is made introducing any new matter, of which no notice has been given at any previous meeting, any Trustee or Committee member may demand that notice be given. In this case, the motion will stand as a "notice of motion" for the next meeting.
- (i) The Chairperson of the Committee, in consultation with the Committee members, has the discretion to allow some deviation from strict adherence to the rules of order to facilitate the smooth flow of business.

4.17. Voting at Board and/or Committee Meetings.

- (a) Each Trustee and Committee member may vote once on any motion and a vote may not be changed after being counted. The Chair or Committee chair, as the case may be, shall ensure that a clear indication of each Trustee's or Committee member's vote is obtained.

- (b) When a question under consideration contains several propositions, each proposition shall be voted on separately if requested by a Trustee or Committee member.
- (c) On any motion before the Board or a Committee, the Chair or Committee chair shall, upon request, call the vote, announce the number for the motion, the number against, the number abstained, the number absent, and shall declare the motion carried or defeated.
- (d) Any Trustee or Committee member may call for a recorded vote on a motion, in which case a motion is to be brought forward by that trustee and seconded, and then a vote taken on whether the item in question will have a recorded vote. If the motion for a recorded vote passes, then a record shall be entered into the minutes of the names of those Trustees voting in the affirmative, those voting in the negative, and those abstaining on the motion in question
- (e) Any Trustee or Committee member may call for a ballot or standing vote on any motion.
- (f) Any motion on which there is an equality of votes is lost. **(Section 208(12) Education Act)**

4.18. Curfew.

- (a) A 9:30 p.m. curfew shall prevail at all meetings of the Trustees.
- (b) When the item being dealt with at 9:30 p.m. has been disposed of, before further business is undertaken, a motion shall be passed to extend the curfew.
- (c) The period between the passing of the motion referred to in Section 4.19(b) and 10:00 p.m. shall, if necessary, be devoted only to urgent matters.
- (d) When the item being dealt with at 10:00 p.m. is disposed of, no further business shall be transacted during the meeting unless two-thirds of the Trustees present give their consent.

4.19. Delegations at Board and/or Committee Meetings.

- (a) Any delegation may request to address or ask questions of the Board or a Committee at a Board meeting or Committee meeting, as the case may be, that is open to the public.
- (b) The delegation must provide the request in writing to the Director or to the Chair or the Chairperson of the Committee, as the case may be, at least two weeks prior to the next regular meeting of the Board or at least one week prior to the Committee at which the delegation may be heard.

- (c) The request shall contain the topic to be discussed and/or the questions to be asked and the identity of the delegation.
- (d) Copies of the request shall be provided to the Board or Committee, as the case may be, at the same time as the agenda is distributed.
- (e) The presentation by the delegation will be limited to fifteen minutes with a five-minute question period following. Amendments as to the length of time are at the discretion of the Chair or the chair of the Committee, as applicable.
- (f) Following the presentation by the delegation, questions of clarification only will be allowed by the Chair or the chair of the Committee, as applicable.
- (g) In-camera procedure shall apply to meetings involving delegations of an in-camera nature.
- (h) The delegation shall be notified by the Director of the date, time, and location of the meeting at which the presentation may be made.
- (i) A delegation may make only one oral presentation before the Board, on any specific topic, during any six month period.
- (j) A delegation that changes its spokesperson or representatives and requests permission to make a subsequent oral presentation relative to a matter that has been previously presented to the Board shall be considered as the original delegation.
- (k) The Trustees retain discretion to decide all matters concerning delegations.
- (l) A written response shall be sent to the delegation spokesperson as soon as possible after the Board has reached a decision on the matter in question.

4.20. Order of Business at Board Meetings.

The order of business at a Board meeting shall be as follows:

A. Call to Order of the Open Meeting:

1. Examen and Opening Prayer
2. Acknowledgement of Traditional Lands and Singing of the National Anthem
3. Approval of Agenda
4. Declarations of Conflicts of Interest
5. Approval of the Minutes of the previous Regular Meeting
6. Business Arising Out of the Minutes

- B. Reports from the Director, Students Trustee(s), and Manager of Communications
- C. Presentations
- D. Programs and Services
- E. Business, Finance and Governance
- F. Human Resources
- G. Policy Development
- H. Old Business
- I. New Business
- J. Bring Forward
- K. Information Items:
 - 1. Chairperson's Report
 - 2. Trustees' Committee Reports
 - 3. Highlights of System Achievements
- L. Future Meetings
- M. Conclusion:
 - 1. Report from the In-camera Meeting
 - 2. Closing Prayer
 - 3. Adjournment

PART V- CHAIR AND VICE-CHAIR

5.1. Chair.

The Chair of the Board meetings (the "Chair") shall be elected at each Inaugural/Annual Meeting of the Board as follows:

- (a) The Board shall appoint two individuals, who shall not be Trustees, as tellers to distribute, collect, and count the ballots. The tellers shall also report the results of votes on a blackboard/whiteboard, as set out below.
- (b) Ballots shall be distributed and each Trustee shall be asked to nominate one Trustee as a candidate for the position of Chair.
- (c) After collecting the ballots, one teller shall list, alphabetically, on a blackboard/whiteboard, the names of the candidates nominated.
- (d) The Acting Chair shall read the names of the candidates nominated, beginning at the top and reading down. Then, beginning at the bottom and reading up,

each candidate, as his or her name is called, shall announce his or her intention to stand or decline, with the names of the candidates who decline being erased from the blackboard/whiteboard.

- (e) If only one candidate announces the intention to stand, the Acting Chair shall announce that person as the Chair for the current year.
- (f) If more than one candidate announces the intention to stand for the office of Chair, an election shall be conducted.
- (g) The tellers shall distribute ballots, one to each Trustee. Each Trustee may vote for one candidate only.
- (h) The following ballots shall be declared spoiled: (i) ballots listing the names of more than one candidate; (ii) ballots containing no name; (iii) ballots containing an illegible name; and (iv) two ballots folded together and each containing a name.
- (i) The Acting Chair shall ask if all Trustees have had an opportunity to vote. If a positive reply is received, the Acting Chair shall ask the tellers to collect, count, and report the vote. When a candidate receives an overall majority on any vote of the votes cast, the candidate shall be declared elected. On any vote where no candidate receives an overall majority of votes cast, the teller shall remove from the blackboard / whiteboard the name of the candidate with the least number of votes.
- (j) Voting shall proceed pursuant to the procedures set out in Sections 5.1(g), (h), and until such time as a single name remains.
- (k) In the case of an equality of votes, the candidates shall draw lots to fill the position of Chair. **(Section 208(8) Education Act)**
- (l) The Acting Chair shall announce the candidate elected as Chair for the current year and ask such person to assume the role of Chair.

5.2. Vice-chair.

The Chair shall conduct the election of a Vice-chair (the "Vice-chair") in the manner set out in Section 5.1 for the election of the Chair.

5.3. Trustee Membership on Committees

The Chair shall conduct the election of all Trustee members to Committees (and Committee chairs where applicable) in the manner set out in Section 5.1 for the election of the Chair.

5.4. Term.

The term of the Chair and Vice-chair shall be one year. **(Section 208(5) Education Act)**

5.5. Signing Authority.

Following an election for a Chair and/or Vice-chair, where there has been a change in the Chair and/or Vice-chair, a motion shall be held providing the newly- elected Chair and/or Vice-chair, as the case may be, with signing authority for and on behalf of the School Board.

5.6. Role of Chair and Vice-chair on Committees.

The Chair shall be, ex officio, a member of all Committees, except where otherwise required by the Act, the Regulations or the By-laws. As such member of the Committees, the Chair will have the right to vote, move motions, and participate in debates, but will not count for quorum. In the absence of the Chair, the Vice-chair shall be an ex officio member at meetings of Committees where the Vice-chair is not a member of that particular Committee.

5.7. Voting Right of the Chair.

The Chair, or the presiding Trustee at a meeting of the Board, except where he or she is the Chief Executive Officer and is not a Trustee, may vote with the other Trustees upon all motions. **(Section 208(12) Education Act)**

5.8. Duties of the Board Chair.

In addition to any other duties under the Act, the Chair of the Board shall:

- (a) Preside over meetings of the Board;
- (b) Conduct the meetings in accordance with the Board's procedures and practices for the conduct of Board meetings;
- (c) Establish agendas for Board meetings, in consultation with the Board's Director or the supervisory officer acting as the Director;
- (d) Ensure that members of the Board have the information needed for informed discussion of the agenda items;
- (e) Act as spokesperson to the public on behalf of the Board, unless otherwise determined by the Board;
- (f) Convey the views and decisions of the Board to the Director or the supervisory officer acting as the Director;
- (g) Provide leadership to the Board in maintaining the Board's focus on the multi-year plans;
- (h) Provide leadership to the Board in maintaining the Board's focus on the Board's

mission and vision;

- (i) Assume such other responsibilities as may be specified by the Board; **Education Act, Section 218.4** and
- (j) Collaborate with the Vice-chair in conducting Director Performance Appraisal.

5.9. Duties of the Vice-chair.

The Vice-chair shall, in addition to those duties assigned under provincial legislation:

- (a) in the absence of the Chair or in the event of the inability of the Chair to act, assume any or all of the duties of the Chair, except those which are precluded by law, the By- laws, or regulation;
- (b) perform such other duties as may be prescribed by the Board from time to time;
- (c) Collaborate with chair in conducting Director Performance Appraisal; and
- (d) To act as the board liaison with the Student Council Liaison Committee.

5.10. Vacancy.

At the first meeting after a vacancy occurs in the office of Chair or Vice-chair, the Trustees shall elect one of themselves as Chair or Vice-chair, as the case may be, in the manner set out in Section 5.1, and such newly-elected Chair or Vice-chair shall preside in such role until the next Inaugural/Annual Meeting of the Board. **(Section 208(5) Education Act)**

PART VI- INSURANCE

6.1. Insurance.

Subject to applicable law, the Board may purchase and maintain such insurance for the benefit of its Trustees and officers as the Board may, from time to time, determine. **(Section 171(1)46 Education Act)**

PART VII- OFFICERS

7.1. Election and Appointment.

The Board shall, at each Inaugural/Annual Meeting of the Board, and more often as may be required elect the Chair and Vice-chair, as per Part V herein; **(Section 208(5) and (7) Education Act)**

The Secretary and the Treasurer shall be the Director.

7.2. Remuneration and Removal.

Except as set out in Sections 3.5 and 3.6, the officers who also serve as Trustees shall serve as Trustees and officers without remuneration. The remuneration of all officers elected or appointed by the Board who do not also serve as Trustees shall be determined from time to time by motion of the Board. All officers, in the absence of agreement to the contrary, shall be subject to removal by motion of the Board at any time, with or without cause. **(Section 171(1)3 Education Act)**

7.3. Powers and Duties.

All officers shall sign such contracts, documents, or instruments in writing as require their respective signatures and shall respectively have and perform all powers and duties incident to their respective office and such other powers and duties respectively as may, from time to time, be assigned to them by the Board.

Every officer appointed by a Board is responsible to the Board through its Chief Executive Officer for the performance of the duties assigned to him or her by the board

7.4. Duties May be Delegated.

In case of the absence or inability to act of any officer or for any other reason that the Board may deem sufficient, the Board may delegate all or any of the powers of any such officer to any other officer or to any Trustee for the time being.

7.5. Secretary.

The Secretary shall be responsible for:

- (a) keeping a full and correct record of the proceedings of every meeting of the Board and Committees in the minute book provided for that purpose by the Board and ensuring that the minutes when confirmed are signed by the Chair or Committee chair or presiding Trustee or Committee member;
- (b) transmitting to the Ministry copies of reports requested by the Ministry;
- (c) giving notice of all meetings of the Board to each of the Trustees by sending an e-mail and/or written notice to his or her residence, along with the agenda for the upcoming meeting;
- (d) calling a special meeting of the Board on the request in writing of the majority of the trustees; and
- (e) performing such other duties as may be required by the Act, the Regulations, or the Board. **(Section 198(1) Education Act)**

7.6. Treasurer.

- (a) The Treasurer shall be responsible for:
 - (i) receiving and accounting for all money of the Board;
 - (ii) opening an account or accounts in the name of the Board in such place of deposit as may be approved by the Board;
 - (iii) depositing all money received by the Treasurer on account of the Board, and no other money, to the credit of such account or accounts;
 - (iv) disbursing all money as directed by the Board;
 - (v) producing, when required by the Board or by auditors or other competent authority, all papers and money in the Treasurer's possession, power, or control belonging to the Board; and **(Section 198(5) Education Act)**
- (b) The Treasurer shall give to the Board a bond of an insurer licensed under the *Insurance Act* (Ontario) to write surety and fidelity insurance for the faithful performance of the Treasurer's duties as the Trustees in their discretion may require. If the Trustees refuse or neglect to take proper security from the Treasurer or other person to whom they entrust money of the Board and any of the money is forfeited or lost in consequence of the refusal or neglect, every Trustee shall be personally liable for such money, but no Trustee is liable if the Trustee proves that he or she made reasonable efforts to procure the taking of the security. **(Section 198(2),(3), and (4) Education Act)**
- (c) Every year, the Treasurer shall prepare the financial statements of the Board by the date prescribed under the Act and, on receiving the auditor's report on the financial statements, shall promptly give the Ministry two copies of the financial statements and the auditor's report. **(Section 252(1) Education Act)**
- (d) Within one month after receiving the auditor's report on the Board's financial statements, the Treasurer shall:
 - (i) publish the financial statements and the auditor's report, in the form the Minister may prescribe, on the Board's website
 - (ii) mail or deliver a copy of the financial statements and auditor's report, in the form the Minister may prescribe, to each of the Board's supporters; or
 - (iii) otherwise make the information in the financial statements and auditor's report available to the public, to the extent and in the manner directed by the Minister. **(Section 252(2) Education Act)**
- (e) The Board shall give the necessary orders on the Treasurer for payment of all money expended for school purposes and of such other expenses for promoting the

interests of the schools under the jurisdiction of the Board as may be authorized by this Act or the regulations and by the Board. **(Section 170(1) Education Act)**

7.7. Chief Executive Officer.

In accordance with the Act, the Director shall hold the offices of chief education officer and Chief Executive Officer and, when exercising such office, shall be known as the Chief Executive Officer. The Chief Executive Officer, in addition to those duties assigned under the Act, the Regulations and this By-law shall:

- (a) within policies established by the Board, develop and maintain an effective organization and the programs required to implement such policies; and
- (b) at the first Inaugural Meeting, the Chief Executive Officer of the Board shall submit to the Board a report in a format approved by the Minister on the action he or she has taken during the preceding 12 months under subsection (1) above and a copy of such report shall be submitted to the Minister on or before the 31st day of January next following.

In addition to his or her other duties under the Act, the Director shall:

- (a) annually review with the Board the multi-year plan;
- (b) ensure that the multi-year plan establishes the Board's priorities and identifies specific measures and resources that will be applied in achieving those priorities and in carrying out its duties under the Act, in particular, its responsibility for student achievement;
- (c) implement and monitor the implementation of the multi-year plan;
- (d) report periodically to the Board on the implementation of the multi-year plan; and
- (e) immediately upon discovery bring to the attention of the Board any act or omission by the Board that in the opinion of the Director may result in or has resulted in a contravention of the Act or any policy, guideline or regulation made under the Act.

7.8. Vacancies.

If the office of any officer shall be or becomes vacant by reason of death, resignation, disqualification, or otherwise, the Trustees shall, in the case of the Chair, elect from

among themselves a person to fill such vacancy and, in the case of any other office, appoint a person to fill such vacancy.

PART VIII- EXECUTION OF DOCUMENTS

8.1. Signing Authorities.

All deeds, conveyances, mortgages, bonds, debentures, agreements, and other documents approved by the Board shall be sealed with the seal of the Board and signed by two of:

- (a) the Chair or Vice-chair, as appropriate;
- (b) the Director or the Superintendent of Business and Finance, as appropriate

In addition, the Board may, from time to time, direct the manner in which, and the person or persons by whom, any particular instrument or class of instruments may or shall be signed.

8.2. Seal.

The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the Board.

8.3. Affixing Corporate Seal.

The seal of the Board shall be in custody of the Superintendent of Business and Finance and any signing officer may affix the corporate seal to any instrument.

8.4. Seal Register.

A log book will be kept, recording the name of the person who used the seal, the date, and the type of document.

8.5. Minutes.

The Chair or other presiding trustee and the Director shall sign the minutes of all Board meetings.

8.6. By-laws.

Every by-law of the Board, upon adoption, shall be signed by the Chair or the chair of the meeting at which it is adopted, and by the Director.

8.7. Certification of Documents.

Any signing officer may certify a copy of any instrument, motion, by-law, or other document of the Board to be a true copy thereof.

8.8. Execution Not Under Seal.

Documents covering matters not required to be executed under the seal of the Board may be signed by the Director.

8.9. Cheques, Drafts, Notes, etc.

- (a) All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by such officer or officers, or by such person or persons, whether or not officers, and in such manner, as the Board may, from time to time, designate.
- (b) The signature of the Director and of any other person authorized to sign cheques issued by the Director may be written or engraved, lithographed, printed, or otherwise mechanically reproduced on cheques. **(Section 171(1.16) Education Act)**

8.10. Inspection of Books and Accounts.

Any person may, at all reasonable hours, at the head office of the Board, inspect the minute book, the audited annual financial report, and the current accounts of the Board, and, upon the written request of any person and upon the payment to the Board at the rate of 25 cents for every 100 words or at such lower rate as the Board may fix, the Director shall furnish copies of them or extracts there from certified under the Director hand. **(Section 207(4) Education Act)**

PART IX- CONFLICT OF INTEREST GUIDELINES

9.1. Indirect Pecuniary Interest.

- (a) Where a Trustee or Committee member, either on his or her own behalf or while acting for, by, with, or through another, has any pecuniary interest, direct or indirect, in any matter and is present at a Board meeting or Committee meeting at which the matter is the subject of consideration, the Trustee or Committee member;
 - (i) shall, prior to any consideration of the matter at the meeting, disclose the interest and the general nature thereof;
 - (ii) shall not take part in the discussion of, or vote on any question in respect of the matter; and
 - (iii) shall not attempt in any way, whether before, during, or after the meeting, to influence the voting on any such question.

(Section 5(1) Municipal Conflict of Interest Act)

- (b) Where the meeting referred to in Section 9.1 (a) is not open to the public, in addition to complying with the requirements of that Section, the Trustee or Committee member shall forthwith leave the meeting or the part of the meeting during which the matter is under consideration. **(Section 5(2) Municipal Conflict of Interest Act)**
- (c) Where the interest of a Trustee or Committee member has not been disclosed as required by Section 9.1(a) by reason of the Trustee's or Committee member's absence from the meeting referred to therein, the Trustee or Committee member shall disclose the interest and otherwise comply with Section 9.1 (a) at the first meeting of the Board or Committee attended by the Trustee or Committee member after the meeting referred to in Section 9.1 (a). **(Section 5(3) Municipal Conflict of Interest Act)**
- (d) Every declaration of interest and the general nature thereof shall, where the meeting is open to the public, be recorded in the minutes of the meeting by the Secretary or the Secretary of the Committee meeting, as the case may be. **(Section 6(1) Municipal Conflict of Interest Act)**
- (e) Every declaration of interest, but not the general nature of that interest, shall, where the meeting is not open to the public, be recorded in the minutes of the next meeting that is open to the public. **(Section 6(2) Municipal Conflict of Interest Act)**
- (f) Where the number of Trustees or Committee members who, by reason of the provisions of the *Municipal Conflict of Interest Act* (Ontario), are disabled from participating in a meeting is such that, at that meeting the remaining Trustees or Committee members are not of sufficient number to constitute a quorum, then, despite any other law, the remaining number of Trustees or Committee members shall be deemed to constitute a quorum, provided such number is not less than two. If the number is less than two, the relevant provisions under the *Municipal Conflict of Interest Act* (Ontario) shall be followed. **(Section 7(1) Municipal Conflict of Interest Act)**
- (g) Subject to the exceptions set out in the *Municipal Conflict of Interest Act* (Ontario), a Trustee or Committee member has an indirect pecuniary interest in any matter in which the Trustees are concerned if,
 - (i) the Trustee or Committee member or his or her nominee,
 - (A) is a shareholder in, or a director or senior officer of, a corporation that does not offer its securities to the public,
 - (B) has a controlling interest in or is a director or senior officer of, a corporation that offers its securities to the public; or

- (C) is a member of a body, that has a pecuniary interest in the matter; or
- (ii) the Trustee or Committee member is a partner of a person or is in the employment of a person or body that has a pecuniary interest in the matter. **(Section 2 Municipal Conflict of Interest Act)**
- (iii) For greater certainty, the direct or indirect pecuniary interest of the parent, spouse, same-sex partner, or child of a Trustee is deemed under the Municipal Conflict of Interest Act (Ontario) to be a pecuniary interest of the Trustee. **(Section 3 Municipal Conflict of Interest Act)**

PART X- FINANCE: BORROWING AND EXPENDITURES

Notwithstanding the board's obligation to abide by all sections of the Act and Regulations pertaining to finance, the following obligations are highlighted in these By-laws:

10.1. Debts.

The Board shall not incur a debt, financial obligation, or liability that would cause the Board to exceed a limit prescribed by the Minister under the Regulations unless it first obtains the approval of the Minister. **(Section 242(2) Education Act)**

10.2. Current Borrowing.

Despite the provisions of any legislation, the Board may by motion authorize the Director and the Chair or Vice-chair to borrow, from time to time, the sums that the Board considers necessary to meet the current expenditures of the Board until the current revenue has been received. **(Section 243(1) Education Act)**

10.3. Debt Charges.

The Board may borrow the sums that the Trustees consider necessary to meet debt charges payable by the Board in any fiscal year until the current revenue has been received. **(Section 243(2) Education Act)**

10.4. Limit.

The amounts the Board may borrow at any one time for the purposes mentioned in Sections 10.2 and 10.3, together with the total of any similar borrowings that have not been repaid and any accrued interest on those borrowings, shall not exceed the unreceived balance of the estimated revenues of the Board, as set out in the estimates adopted for the fiscal year. **(Section 243(3) Education Act)**

PART XI- BY-LAW AMENDMENT

11.1. By-law Amendment.

These By-laws may be amended at any regular meeting or special meeting of the Board by a two-thirds (2/3) vote of the Trustees present at such meeting and entitled to vote, provided that such amendment has been presented as a notice of motion at the previous regular meeting of the Board.

PART XII- EDUCATION ACT REVISIONS

12.1. Education Act Revisions.

Where wording in the Act is revised, the revised legislation will be relied upon in place of the Board By-laws.

PART XIII- EFFECTIVE DATE

13.1. Effective Date.

These By-laws shall come into force without further formality upon their enactment.

13.2. Repeal.

The previous By-laws of the Board regarding Committee Procedures, Board Meetings, Organization of Board, and Committee Reports, 15th day of December, 2011 and revisions dated the 27th day of March 2017, and November 27, 2018 are repealed. Such repeal shall not affect the previous operation of any by-law or affect the validity of any act done or right or privilege, obligation or liability acquired or incurred under, or the validity of any contract or agreement made pursuant to, or the validity of any letters patent, articles of incorporation or predecessor charter documents of the Board obtained pursuant to any such by-law prior to its repeal. All officers and persons acting under any by-law so repealed shall continue to act as if appointed under the provisions of these By-laws and all motions of the Board with continuing effect passed under any repealed by-law shall continue good and valid except to the extent inconsistent with these By-laws and until amended or repealed.

WITNESS the corporate seal of the Board.

ENACTED by the Board this 28th day of June, 2022

Braden Leal
Board Chairperson

Joan Carragher
Director of Education, Secretary-Treasurer