



**DURHAM CATHOLIC
DISTRICT SCHOOL BOARD**
Learning and Living in Faith

DURHAM CATHOLIC DISTRICT SCHOOL BOARD

GENERAL WORKING BY-LAW NUMBER 2021

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ARTICLE 1 INTERPRETATION

1.1 Meaning of Terms

In this By-law, terms have the following meaning:

- (a) “**Annual Meeting**” means the first Board meeting in December, and shall include the Inaugural Meeting of the Board;
- (b) “**Board**” means the Board of Trustees of the Durham Catholic District School Board;
- (c) “**Chair**” means the Chair of the Board, except where otherwise indicated as meaning Chair of a Committee of the Board;
- (d) “**Committee**” means a statutory, standing or special *ad hoc* committee of the Board, as further described in Article 4 of this By-law, but shall not include the Committee of the Whole Board;
- (e) “**Committee Member**” means a person appointed by the Board to be voting member of a Committee of the Board;
- (f) “**Committee of the Whole Board**” means the whole Board sitting as a Committee;
- (g) “**Director of Education**” means the Chief Education Officer, Chief Executive Officer and Secretary of the Durham Catholic District School Board;
- (h) “**Education Act**” means the *Education Act*, R.S.O.1990, chapter E.2, as amended from time to time, and includes, where the context requires, the Ontario Regulations enacted thereunder;
- (i) “**In Camera**” means a Committee of the Whole Board or other Committee meeting from which the public has been excluded in accordance with S.207(2) of the *Education Act*;
- (j) “**Inaugural Meeting**” means the first Board meeting following the municipal election of that year;
- (k) “**Motion**” is a proposal by a Trustee for approval by the Board;
- (l) “**Resolution**” means a main motion expressed in writing and approved by a majority of the Trustees present;
- (m) “**Trustee**” means a member of the Board, elected, acclaimed or appointed to the office pursuant to the provisions of the *Municipal Elections Act* or the *Education Act*, as the case may be, and does not include Student Trustees;
- (n) “**Vice Chair**” means the Vice Chair of the Board, except where otherwise indicated as meaning Vice Chair of a Committee of the Board;
- (o) “**Working Day**” means a day that is not a school holiday or Holy day.

1.2 General

The Durham Catholic District School Board recognizes that the *Education Act* and other statutes, the Regulations made thereunder, and Ministry of Education policies and guidelines have superior authority to this By-law.

For this By-law and all other By-laws of the Board unless the context otherwise requires, the singular includes the plural, and the masculine includes the feminine.

Each of the provisions of this By-law shall be independent and severable, and the invalidity or unenforceability in whole or in part of any one or more of such provisions shall not be deemed to impair or affect in any manner the validity, enforceability or affect the remainder of the By-law, and in such event all the other provisions of this By-law shall continue in full force and effect as if such invalid provision had never been included herein.

ARTICLE 2 INAUGURAL AND ANNUAL MEETINGS

2.1 Inaugural Meeting

In the years in which there is a municipal election, the Board shall hold an Inaugural Meeting not later than seven days after November 15, that being the day on which the Board's term of office commences.

2.2 Oath of Office

On or before the day fixed for the Inaugural Meeting, or on or before the day of the first meeting that the person attends, each person elected or appointed to the Board shall take the Oath and make the Declaration prescribed by the *Education Act*, before the Secretary of the Board, or before any person authorized to administer an oath or affirmation.

2.3 Annual Meeting

In each year that is not a municipal election year, an Annual Meeting shall be held at the first regularly scheduled Board meeting following November 15.

2.4 Service of Dedication of the Roman Catholic Trustee

The Celebration of the Sacrifice of the Mass shall precede the Inaugural Meeting, and any other meeting at which there is a newly elected or appointed Trustee.

At or immediately before the commencement of each Inaugural and Annual Meeting, Trustees shall participate in the Service of Dedication of the Roman Catholic Trustee, which at the Inaugural meeting shall include the "Commissioning of Catholic Trustees and at the Annual Meeting shall include the "Rite of Renewal of Trustees", more fully described in the supplemental documents to the By-law, which are available on the board website.

2.5 Election of the Chair and Vice Chair

At the Inaugural and Annual Meetings, the Director of Education or designate shall preside until such time as the Chair for the coming year has been elected.

The election of the Chair shall be conducted by the Presiding Officer, as follows:

- (a) nominations shall be requested, and if moved and seconded, and accepted by the person so nominated, shall stand;
- (b) where there is only one nominee, the Director of Education shall declare that person to be the Chair for the coming year;
- (c) where there are two or more nominations, an election shall be conducted by written ballot, with Trustees signing their name to the ballot they have cast;
- (d) two returning officers shall be appointed by the Presiding Officer to distribute and count the ballots, in the presence of the Presiding Officer;
- (e) the Presiding Officer shall publicly announce how each Trustee voted, and the results of the election;
- (f) a person must have received a majority of the votes cast to be elected to the office of the Chair.
- (g) if after the first ballot no nominee has received a majority of votes cast, a further ballot shall be taken, where the name of a nominee who received no votes, and the name of the nominee otherwise receiving the lowest number of votes, shall be dropped from the ballot.
- (h) at any time that there are three or more names remaining on a ballot and two or more nominees are tied with the least number of votes, a vote shall be taken to decide which of such tied nominees shall remain on the list of names to be voted upon in the next round of voting;
- (i) the balloting shall so continue until one nominee has received a majority of the votes cast, or where all of the votes are divided equally between the nominees, the nominees shall draw lots to fill the position.
- (j) Upon being elected, the Chair shall preside over the remaining portion of the meeting.
- (k) The election of the Vice Chair shall follow and proceed in the same manner as the election of the Chair.
- (l) In the event that the position of Chair or Vice Chair becomes vacant for any reason throughout the year, a new Chair or Vice Chair as the case may be shall be elected in the same manner as at an Annual Meeting, as soon after the position has been vacated as is reasonably possible.

2.6 Appointments

Following the election of the Chair and Vice Chair, the Board shall make the following appointments:

- (a) the Auditor.

2.7 Seating

At the first meeting following the Inaugural or Annual meeting of the Board, the Chair of the Board shall determine the seating arrangements for Trustees for the coming year.

ARTICLE 3 BOARD MEETINGS

3.1 Regular Meetings of the Board

Regular meetings of the Board shall be held at the business office of the Board commencing at 7:30 p.m. on the fourth (4th) Monday of each month, except where the fourth (4th) Monday is not a working day, in which case the Board will meet at the same hour on the day following the holiday.

Board meetings will not be scheduled during Holy Week, except in extra-ordinary circumstances.

3.2 Policy Meetings

In addition to its regular meetings, the Board shall hold four (4) policy meetings per year at which Trustees will consider new and revised policies for approval. No other matters may be included on the policy meeting agenda, but a special meeting to consider other matters may follow a policy meeting.

3.3 Special Meetings of the Board

A special meeting of the Board may be held:

- (a) at the call of the Chair; or
- (b) at the written request of four (4) Trustees, in which case the Chair shall set the date within five (5) days of receipt of the request for a Special Meeting; or
- (c) at any time as determined by resolution of the Board;

Notice of a Special Meeting shall be given in the same manner as prescribed for regular meetings of the Board, except where convened for a matter of urgency. The notice shall state the purpose of the meeting and include an agenda, and no other business other than items on the agenda shall be considered at the special meeting, unless all Trustees who are eligible to vote on the matter are present and unanimously agree to amend the agenda.

3.4 Public Meetings

Meetings of the Board, Committee of the Whole Board, and other Committees of the Board shall be open to the public, except that a meeting of the Committee of the Whole Board or other Committee of the Board, may be closed to the public and held *in camera* when the subject-matter under consideration involves:

- (a) the security of the property of the board;
- (b) the disclosure of intimate, personal or financial information in respect of a member of the board or committee, an employee or prospective employee of the board or a pupil or his or her parent or guardian;
- (c) the acquisition or disposal of a school site;
- (d) decisions in respect of negotiations with employees of the board; or
- (e) litigation affecting the board.

3.5 Committee of the Whole Board

The Committee of the Whole Board may meet *in camera* on days when the Board has a regular or special meeting, either immediately before or after such meeting, as may be determined by the Chair.

Trustees meeting *in camera* as a Committee of the Whole may not vote to approve motions.

3.6 Notice of Meetings

Trustees shall be entitled to receive written or electronic notice of the date and time of regular, policy and special Board meetings and Committee meetings by no later than the Wednesday prior to the meeting, except that a special meeting of the Board may be convened on twenty-four (24) hours' notice for a matter of urgency.

Notice of a meeting shall include an agenda, as well as sufficient background information for Trustees to participate meaningfully in the proceedings, and make an informed decision on matters before the Board.

An inadvertent error or omission in providing notice of a meeting shall not affect the validity of any action or thing thereafter undertaken by the Board.

Notice of Board meetings along with the agenda for the meeting will be made available to the public on the same day that Trustees receive notice.

3.7 Trustee Attendance

Trustees shall make all reasonable efforts to participate in Board meetings, and the meetings of Committees to which they have been appointed.

In accordance with Section 228(1)(b) of the *Education Act*, "A member of the Board vacates his or her seat if they absent themselves without being authorized by resolution entered into the minutes, from three consecutive regular meetings of the Board."

A Trustee may attend Board and committee meetings in-person or by electronic means, in accordance with the *Education Act* and regulations made under the Act, and the Board's Electronic Meeting Policy.

3.8 Quorum

The presence of a majority of Trustees shall constitute a quorum for meetings of the Board and the Committee of the Whole Board.

If a quorum is not present within thirty minutes after the time appointed for the start of a meeting, or if a quorum is lost after a meeting has been called to order, the Secretary or designate shall record the names of those present and the Chair shall declare the meeting adjourned.

3.9 Recess

The Chair may call a temporary recess to a meeting, for a period of not more than ten (10) minutes.

3.10 Length of Meetings

No meeting shall continue in session for more than three (3) hours, provided that the Board may resolve to extend the length of the meeting for up to one additional hour.

The Chair may seek the approval of the Board in re-ordering outstanding items on the agenda, if it appears that urgent business may not be considered by the Board within the time remaining.

3.11 Adjournment

The Chair shall call for a motion to adjourn the Board meeting at such time as the business of the agenda has been completed, or the time limit for the meeting has expired and has not been extended, which if approved by a majority shall close the meeting.

3.12 Cancellation

Where the amount of business is insufficient to warrant a regular meeting of the Board, or in the event of inclement weather or emergency, the Chair in consultation with the Vice Chair and the Director of Education or delegate, may cancel the meeting. If after reasonable efforts the Chair cannot be reached, the Vice Chair in consultation with the Director or delegate may cancel a meeting.

The Director of Education or delegate will notify Trustees of the cancellation, and post a public notice on the Board's website, as well as on social media, at the earliest possible opportunity.

3.13 Minutes

The Secretary to the Board shall be responsible for ensuring that minutes are taken for all Board and Committee meetings, in accordance with Section 198(1)(a) of the *Education Act* and following the format attached hereto as Appendix B.

Minutes of Board meetings shall be presented to the Board for approval at the following meeting.

ARTICLE 4 COMMITTEES

4.1 Committees of the Board

The *Education Act* recognizes the Board's duty to constitute certain prescribed statutory committees. The Board may also form non-statutory committees, and meet as a Committee of the Whole Board.

4.2 Statutory Committees

The Board shall have the following Statutory Committees, constituted in accordance with legislative requirements as referenced:

- (a) the Special Education Advisory Committee (O. Reg. 464/97);
- (b) the Supervised Alternative Learning Committee (O. Reg. 374/10);
- (c) the Suspension Appeal Committee: (*Education Act*, S. 309(12))
- (d) the Expulsion Hearing Committee (*Education Act*, S.311.3(9));
- (e) the Audit Committee (O. Reg. 361/10) ;
- (f) Catholic Parent Involvement Committee (O. Reg. 612/00); and
- (g) such other committee as may be prescribed by statute or regulation, from time to time.

The number of Trustee committee members, and the terms of reference for each of these committees, shall be as prescribed by the *Act* and applicable Regulation, and may be further described in a separate Board procedure or committee by-law.

4.3 Non-Statutory Committees

The *Education Act* states at Section 171(1) that the Board of Trustees may also establish committees:

- (a) comprised of Trustees, to make recommendations to the Board in respect of education, finance, personnel and property; and
- (b) to include persons who are not Trustees, in respect of matters other than education, finance, personnel and property.

Such Non-Statutory Committees may be either standing or *ad hoc* special committees.

Non-Statutory Committees may make recommendations to the Board of Trustees, but do not have the authority to make decisions which are binding on the Durham Catholic District School Board.

4.4 Standing Committees

The Board may from time to time approve by resolution the formation of one or more standing committees, to provide reports and/or recommendations in an area of Board responsibility.

A resolution to approve the formation of a standing committee shall state:

- a) the purpose of the committee;
- b) the maximum number of members;
- c) the Board's expectations regarding the content and frequency of committee reports and recommendations to the Board,

which shall collectively form the committee's terms of reference.

Unless otherwise stated by resolution of the Board, the term of a standing committee will expire annually on December 1, but may be renewed by the Board for another year, or other lesser fixed period, taking into account any recommendations of the committee.

A recommendation for the renewal of the term of a standing committee shall be accompanied by a rationale, goals and projected outcomes for the renewal period.

Notwithstanding the foregoing, the Board may resolve to dissolve a standing committee at any time.

At the request of the Board, the Director of Education may appoint staff to provide resource or administrative support, information and expertise to a standing committee.

4.5 Special *Ad Hoc* Committees

The Board may from time to time approve by resolution the formation of an *ad hoc* committee, to provide a recommendation to the Board on a specific matter.

A resolution to approve the formation of an *ad hoc* committee shall state:

- a) the purpose of the committee;
- b) the maximum number of members
- c) the date by which the committee will report to the Board;
- d) the date of dissolution.

which shall collectively form the committee's terms of reference.

Any recommendation for a deferral of the dissolution date shall be accompanied by a rationale, and projected date of completion of the committee's report or recommendation to the Board.

Notwithstanding the foregoing, the Board may resolve to dissolve an *ad hoc* committee at any time.

At the request of the Board, the Director of Education may appoint staff to provide resource or administrative support, information and expertise to an *ad hoc* committee.

4.6 Committee Appointments

Following the Annual or Inaugural Meeting, Trustees shall provide the Chair with a list of Committees to which they would like to be appointed, indicating their order of preference.

Taking into considered the preferences of Trustees, and with a view to an equitable distribution of opportunity and workload, the Chair shall prepare a draft Committee membership list, which shall be presented to the Board for approval at the first regular Board meeting following the Annual or Inaugural Meeting.

Trustees shall be appointed as members of statutory committees for the length of the Board's term, where required by regulation. All other appointments to statutory committees shall be for a term of one year.

Trustees shall be appointed as members of a non-statutory committee for a term of one year, expiring on the date of the next Annual meeting.

The number of Trustee members for each Standing and Ad Hoc Committee shall be defined in that Committee's terms of reference, provided that no such Committee shall have fewer than three (3) Trustees, in addition to the Chair and Vice Chair.

The Chair and Vice Chair may be appointed as *ex-officio* non-voting members of all Standing and Special Committees of the Board.

4.7 Election of Committee Chairs and Vice Chairs

At its first meeting following the Board meeting at which committee members have been appointed, Committees shall choose a chair and vice chair, following as closely as practicable the election process for the Chair and Vice Chair of the Board.

4.8 Seating

At the first meeting following the selection of the Committee chair and vice chair, the chair of each Committee shall determine the seating arrangements for the coming year.

4.9 Committee Meetings

Committee meetings may be convened at the call of the Committee chair or upon the written request of a majority of Committee members, and will be held at the business office of the Board, unless otherwise resolved in advance by the Committee.

Trustees shall receive written or electronic notice of a Committee meeting by no later than three working days prior to a meeting, which shall include an agenda, as well as sufficient background information for Trustees to participate meaningfully in the proceedings, and make an informed decision.

4.10 Attendance at Committee Meetings

A Trustee who is not a Committee member may nevertheless attend a Committee meeting which is open to the public, provided that the Trustee identifies him/herself as a non-member, and does not participate as a Committee member, in either discussion, debate or decision-making.

4.11 Quorum

Where the Terms of Reference do not otherwise stipulate, the presence of a majority of the Trustee members of a Board Committee, or three Trustees, whichever is the lesser, shall constitute a quorum for meetings of Standing and Special Committees.

4.12 Committee Reports

Standing and Special Committees shall ensure that minutes are taken for each meeting, using the format outlined in Appendix B, and that a copy of the minutes are provided to Trustees at the next Board meeting.

4.13 Trustee Appointments

The Board may from time to time receive requests for the appointment of Trustees on staff, community and provincial committees, which shall be filled according to the Board's Committee appointment procedure as outlined in Article 4.6 herein.

4.14 Resignation from Committee

A member may resign from any committee at any time by notice in writing to the Board.

4.15 Committee Vacancy

A vacancy on a Committee shall be filled by Board appointment, as soon as reasonably possible.

ARTICLE 5 FINANCIAL

5.1 Source of Funding to be Specified

The Board shall not authorize expenditures that have not been included in the approved budget unless the motion proposing the expenditure specifically identifies the source of funding.

5.2 When Debt Incurred

A Resolution to approve borrowing funds shall be by recorded vote.

ARTICLE 6 RULES OF ORDER

6.1 Decorum

Decorum at Board meetings will be strictly upheld. All persons attending meetings of the Board shall show respect for others in their language and conduct. No person shall speak at a meeting of the Board, except as recognized by the Chair. The Chair shall expel any person who interrupts or disrupts a meeting of the Board, in accordance with his or her authority to do so under S.207(3) of the *Education Act*.

6.2 Robert's Rules of Order

In all cases for which no specific alternate provision is made in these bylaws, the rules and practices set out in the latest edition of Robert's Rules of Order shall govern so far as applicable. The particular edition of Robert's Rules to be used may be fixed from time to time by a resolution of the Board.

6.3 Trustee Code of Conduct

Trustees shall promote gospel values and faith-based Catholic education in the best interests of students of the Durham Catholic District School Board. In so doing, Trustees shall conduct themselves in an ethical, transparent, professional and lawful manner, at all times preferring the interests of the students, parents, staff and ratepayers of the Durham Catholic District School Board to their own, as further described in the Trustee Code of Conduct.

ARTICLE 7 PRESIDING OFFICER

The Chair shall preside at meetings of the Board and in the absence of the Chair, the Vice Chair shall preside.

The Vice Chair shall preside over public and in camera meetings of the Committee of the Whole Board, and in the absence of the Vice Chair, the Chair shall preside.

If neither the Chair nor the Vice Chair are present, the Trustees present may elect one of themselves to chair the meeting.

Board Committees shall be similarly presided over by the Committee chair, or if the Committee chair is not present and the Committee has appointed a vice chair, then the vice chair shall preside, and if neither the committee chair nor the vice chair if applicable is present, then the Trustee members of the committee shall choose a person from amongst themselves to preside.

The person presiding may express an opinion on any main or subsidiary motion on the floor, but shall first leave the Chair until the disposition of the main motion, and call upon the Vice Chair to preside, provided that the Vice Chair is not the mover or seconder of the motion or subsidiary motion on the table, and has not yet spoken to the motion. If the Vice Chair is thus disqualified from presiding, the Chair shall call upon a Trustee who has not moved or seconded or yet spoken to the motion to preside.

ARTICLE 8 AGENDA AND ORDER PAPER

8.1 Meeting Agenda

The Agenda for Board and Committee of the Whole Board meetings shall be the responsibility of the Chair, in consultation with the Director of Education.

The Agenda for Board meetings shall follow the format of the sample agenda attached as Appendix A to this By-law.

As the first order of business at a meeting of the Board, a resolution to approve the Agenda as for the meeting shall be considered by the Board.

If in the opinion of the Chair or the Director of Education, a matter not on the agenda requires urgent attention, and provided no person or interest shall be prejudiced by the lack of prior notice, the Chair may call for a motion to amend the agenda to allow for the additions of any urgent business.

The Chair shall conduct the meeting in accordance with the agenda, once approved, subject to a resolution to amend the order of items in accordance with priority if an adjournment of the meeting is imminent.

8.2 Order Paper: Resolutions Approved for Implementation

The Board's agenda shall include an Order Paper, listing resolutions approved by the Board, the implementation of which is not yet complete, in the format as outlined in Appendix C to this By-law.

ARTICLE 9 TRUSTEE MOTIONS

9.1 Notice of Motion

A Trustee may give the Secretary written notice of a motion, along with explanatory rationale, regarding any matter with respect to which the Trustee has a right to vote, and the motion shall be included in the Board agenda, provided it is received by the Secretary by no later than 5:00 p.m. on the Tuesday before the meeting at which it will appear on the agenda.

A notice of motion so received may not be the subject of debate or resolution until a Board meeting following the meeting at which it first appears on the agenda.

Notwithstanding the above, a Trustee may bring a motion at a Board meeting without prior notice provided that a two-thirds majority of those present and eligible to vote waive the notice requirements.

Matters not requiring a decision by the Board, including minutes from Committee meetings, may be distributed to Trustees at any time, and where received by Trustees prior to the start of a Board meeting may be the subject of discussion but not resolution.

9.2 Reconsideration

Any matter which has been decided upon by the Board shall not be reconsidered by the Board during the subsequent twelve (12) month period unless approved for reconsideration by two thirds majority of those present and eligible to vote.

ARTICLE 10 PROTOCOL FOR DEBATE

10.1 Protocol During Debate

A Trustee may only speak to a matter on the agenda after the item has been introduced by the Chair, and where the matter is a motion before the Board, after the motion has been moved and seconded.

10.2 Debate of a Motion

The author of a motion may alter the wording, or withdraw the motion, up until such time as the motion is stated by the Chair. Once so stated, and thereby recorded in the minutes, the motion belongs to the floor and cannot be amended or withdrawn without a motion to do so, approved by a majority of the Board.

The Trustee moving a motion shall be given the opportunity to speak first.

A Trustee wishing to speak shall raise a hand and await recognition by the Chair.

A Trustee shall at all times during debate:

- (a) maintain a courteous tone;
- (b) avoid referring to personality or personal traits;
- (c) avoid allusion to motives of other Trustees;
- (d) address all debate, remarks, and questions to the Chair; and
- (e) confine all remarks, questions and the like to the motion which is the subject of debate.

10.3 Time Limit on Speakers

No Trustee shall speak more than once nor longer than five (5) minutes on the same motion without the leave of the Board, except that the mover of the main motion may have an additional three (3) minutes to reply, and a Trustee's time limit shall not include staff responses and/or procedural discussions.

10.4 Time Limit on Debate

Except in the case of a special meeting, no main motion, including subsidiary motions (if any) that apply to it, and points of information and answers related to any such main or subsidiary motions (if any), shall be debated for longer than thirty (30) minutes after it has been moved and seconded, unless such time limit is extended by resolution for an extension of time not longer than fifteen (15) minutes.

- (a) The Board may resolve to allow more than one fifteen (15) minute extension of time for any one motion.
- (b) Upon the expiration of the time approved by the Board, the Chair shall have the authority to interrupt a speaker for the purpose of enforcing the time limit.

10.5 Student Trustees

A Student Trustee is not a member of the Board but may participate in discussion and debate of matters before the Board or a Committee of the Board, if a member of the Committee. A Student Trustee is not entitled to exercise a binding vote on any matter, and may not be present for any *in camera* meetings.

ARTICLE 11 VOTING

11.1 Call for a Vote

The Chair shall put a motion to a vote at the earlier of:

- a) the expiration of the time limit and any extensions thereof described in Article 10; or
- b) when the Chair is satisfied that all Trustees who would like to speak to the motion have had the opportunity to do so.

After the Chair has put a question to vote, there shall be no further debate.

11.2 Methods of voting

Each Trustee present, including the Chair, but excluding those that have declared an interest as required by the *Municipal Conflict of Interest Act*, are entitled to vote.

Every matter considered by the Board shall be disposed of by a show of hands of those in favour followed by those opposed, except that at the request of at least three Trustees, the Chair shall conduct a recorded vote, calling on each Trustee in alphabetical order, except the Chair who shall vote last, to state for the minutes whether they are in favour or opposed to the motion.

ARTICLE 12 OFFICERS

12.1 Chair as Spokesperson

The Chair shall act as the public spokesperson for the Board, and may issue statements to the media and communicate with outside agencies on behalf of the Board, provided that where the Chair has any doubt as to the policy of the Board, the Chair shall not speak publicly on an issue without first seeking direction from the Board.

- (a) When communicating with parents, students or ratepayers of another Trustee's constituents, the Chair shall consult with that Trustee before issuing a public statement.
- (b) Individual Trustees or groups of Trustees shall not undertake any action, communication or negotiation that may be construed as acting on behalf of the Board, except by explicit direction of the Board. A Trustee may nevertheless act individually as an elected official, providing that they do not indicate in any way that they are acting or speaking on behalf of the Board.

12.2 Officers

The officers of the Board shall be:

- (a) the Chair;
- (b) the Vice-Chair;
- (c) the Director of Education, who serves as the Secretary-Treasurer;
- (d) the Superintendent of Business and Chief Financial Officer; and
- (e) the Superintendents of Education, who are Supervisory Officers.

12.3 Signing Authorities

All deeds, conveyances, mortgages, bonds, debentures, agreements, documents, contracts approved by the Board shall be signed by one of:

- (a) the Chair of the Board;
- (b) the Vice-Chair of the Board;

together with one of:

- (c) the Secretary-Treasurer;
- (d) the Superintendent of Business.

12.4 Minutes

Minutes of Board and Committee meetings which have been approved by a majority of the members present shall be signed by the presiding officer of the meeting to which the minutes pertain.

ARTICLE 13 AMENDMENTS TO BY-LAWS

13.1 Amendment with Notice

By-laws of the Board may be amended from time to time by Resolution of the Board, provided that

- (a) a written notice of motion proposing the amendment shall have been given at a previous regular meeting; and
- (b) the text and a brief statement of intended purpose of the amendment shall have been included in the notice of motion forming part of the agenda for the meeting at which the amendment is considered by the Board.

13.2 Amendment without Notice

At any time, the By-laws may be amended without notice upon the unanimous vote of all Trustees.

ARTICLE 14 REPEAL OF PRIOR BY-LAWS

14.1 Repeal of Prior By-laws

All prior versions of the General Working By-law are hereby repealed.

The repeal of prior by-laws, resolutions and other enactments shall not impair in any way the validity of any act or thing done pursuant to any such repealed by-law, resolution or other enactment.

**ARTICLE 15
EFFECTIVE DATE**

15.1 Effective Date of By-law

This By-law shall come into force on the day of (month), 2021

Secretary to the Board

Board Chair

APPENDIX A
AGENDA FORMAT

Opening

Memorials and Prayer
Land acknowledgement
Canadian Anthem
Roll Call and Apologies
Call to Order
Approval of the Agenda as Order Paper
Approval and signing of the minutes of the previous meeting
Declarations of Interest

Items for Information

Notices of Motions
Presentations
Delegations

Items for Decision

Consideration of Motions for which previous notice has been given
Business arising from previous meetings
Presentation of minutes and/or reports from Committee meetings
Staff Reports

Other Business

Board Communications
Director's Report
Chair's Report
Trustee Questions
Questions Arising from Matters Pending
Motion to Adjourn

APPENDIX B
BOARD MINUTES

The minutes of Board meeting shall include the following:

- (a) time, date and location of the meeting;
- (b) Whether a regular or special meeting;
- (c) Whether in public or *in camera*;
- (d) Trustees who attended in person and by electronic means, Trustees who sent their regrets, and any absences without notice, and the time of arrival and departure of Trustees not in attendance for the entire duration of the meeting;
- (e) declarations of conflicts of interest;
- (f) Confirmation of Quorum;
- (g) Staff in attendance;
- (h) Invited guests of the Board in attendance, if any;
- (i) For meetings of the Board, Resolutions moved and seconded, noting disposition of same as either carried, defeated, referred to a Committee, or deferred to a later date;
- (j) For meetings of Committees, recommendations for consideration by the Board, and disposition of same;
- (k) Reports and recommendations brought forward by staff and/or committees;
- (l) Report of the Director;
- (m) Report of the Chair;
- (n) Time of adjournment;
- (o) signature of the Chair and the Secretary of the Board indicating Board approval of minutes.

APPENDIX C

ORDER PAPER: RESOLUTIONS APPROVED FOR IMPLEMENTATION

Resolution	Date of Ap- proval	Referred To	Return Date to Board	Date of Com- pletion