



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

Memorandum

To: Board of Trustees
From: Tracy Barill, Director of Education
Date: March 22, 2021
Subject: **General Working By-Law Committee Meeting – February 23, 2021**

Recommendation

Moved by _____, seconded by _____

“THAT the Durham Catholic District School Board accept the report of the February 23, 2021 General Working By-Law Committee meeting.”

Rationale

As attached.

TB:eb
Attachment: Minutes



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

General Working By-Law Committee – Open Session Minutes

Durham Catholic District School Board

February 23, 2021 at 7:00 p.m.

Virtual Meeting

Committee Members Present

Trustee R. De Souza (Chair), Trustee J. McCafferty (Vice Chair), Trustee M. Ste. Marie

Staff Present

T. Barill, Director of Education

Guest Present

G. Tuck Kutarna, Miller Thomson LLP

1. Call to Order

Director Barill called the meeting to order at 7:05 p.m.

1.1. Acknowledgement of Traditional Territory

Director Barill acknowledged Traditional Lands and Territory.

1.2. Memorials and Prayer

Director Barill offered the opening prayer keeping in mind all special intentions.

1.3. Roll Call and Apologies

All committee members were present.

2. Approval of Agenda

2.1. Changes to Printed Agenda

None

2.2. Approval of Agenda

Motion:

WBL2021-02-23-01 - Approval of Agenda

"THAT the General Working By-Law Committee approve the Agenda for the February 23, 2021 Committee meeting."

Motion moved by J. McCafferty and motion seconded by M. Ste. Marie.

CARRIED

3. Announcements

None

4. Notice of Motions

None

5. Declarations of Interest

5.1. Declaration of Conflict of Interest

None

6. Actions to be Taken

6.1. Election of Chair of the General Working By-Law Committee

The Director opened the floor for nominations for the position of Chair of the General Working By-Law Committee.

Nominee: R. De Souza; Moved by M. Ste. Marie; Seconded by J. McCafferty;

Willing to Stand - Yes

The Director then called three times for further nominations. There being no further nominations for the position, nominations were closed.

Trustee De Souza was acclaimed as Chair of the General Working By-Law Committee.

Motion:

WBL2021-02-23-02 - Close Nominations

"THAT the Durham Catholic District School Board close nominations for the position of Chair of the General Working By-Law Committee for the period of February 23, 2021 to completion of revisions of the Durham Catholic District School Board General Working By-Law."

Motion moved by J. McCafferty and motion seconded by M. Ste. Marie.
CARRIED

6.2. Election of Vice Chair of the General Working By-Law Committee

Chair De Souza opened the floor for nominations for the position of Vice Chair of the General Working By-Law Committee.

Nominee: M. Ste. Marie; Moved by J. McCafferty; Seconded by R. De Souza;

Willing to Stand - No

Nominee: J. McCafferty; Moved by M. Ste. Marie; Seconded by R. De Souza;

Willing to Stand - Yes

There being no further nominations for the position, nominations were closed.

Trustee McCafferty was acclaimed as Vice Chair of the General Working By-Law Committee.

Motion:

WBL2021-02-23-03 - Close Nominations

"THAT the Durham Catholic District School Board close nominations for the position of Vice Chair of the General Working By-Law Committee for the period of February 23, 2021 to completion of revisions of the Durham Catholic District School Board General Working By-Law."

Motion moved by M. Ste. Marie and motion seconded by J. McCafferty.
CARRIED

7. Business

7.1. General Working By-Law Review - Gillian Tuck Kutarna, Miller Thomson LLP

- Director Barill introduced Gillian Tuck Kutarna of Miller Thomson LLP.
- Ms. Tuck Kutarna commented on the importance of having good By-Laws. She noted that there may be documents in the By-Laws that could be put into policies and procedures.
- Ms. Tuck Kutarna offered some recommendations on making the By-Laws more manageable and user friendly:
 - Shorten definitions.
 - Not all rules surrounding Committees need to be included in the By-Laws as Committees do not have the authority to bind the Board. Committees bring recommendations back to the Board for decision.

- Mission, Vision and Value statements - suggested these statements could be moved to the cover page.
 - Code of Conduct – suggested this could be a separate document.
 - Trustee communications – suggested this could be included in policy.
 - Replications from Education Act – decide which ones to include in By-Laws
- She provided an overview of what should be included in the By-Laws.
 - Ms. Tuck Kutarna had created a draft By-Law document in 2016 (see Appendix 1). She suggested this could be a good starting point for the Committee to look at.
 - Trustee McCafferty offered comment on the length of the current By-Law. He noted that the inclusion of the Mandates of the various committees of the Board as well as Board Governance Role descriptions were included in the By-Law so that all documents were in one place. Director Barill suggested that these resources could be located in our new software program OnBoard.
 - Trustee Ste. Marie asked what documents could be separate from the By-Laws. Ms. Tuck Kutarna suggested the code of conduct, communications, conflict of interest, committee structures, commissioning of catholic trustees, rite of renewal of trustees. She noted that these were only suggestions and that trustees have to have a By-Law that works for them.
 - It was agreed that after the By-Laws have been reviewed, the Committee would review the supplementary documents.
 - The Committee agreed that the next step is to compare the current By-Law to the 2016 version and bring comments back to the next By-Law Committee meeting.

8. Adjournment

Motion:

WBL2021-02-23-04 - Adjournment

"THAT the February 23, 2021 meeting of the General Working By-Law Committee be adjourned."

Motion moved by J. McCafferty and motion seconded by M. Ste. Marie. CARRIED

9. Closing Prayer

The meeting closed with a prayer

The meeting adjourned at 7:57 p.m.

Robert De Souza, Chair
Durham Catholic District School Board

Tracy Barill, Director of Education
Durham Catholic District School Board

Recording Secretary: L. Beckstead

DURHAM CATHOLIC DISTRICT SCHOOL BOARD
GENERAL WORKING BY-LAW NUMBER 2016 – 01

Effective _____, 2016

MISSION, VISION AND VALUES

Durham Catholic District School Board, as followers of Jesus, is a Catholic Learning Community, committed to educating students to contribute their God-given talents in the service of others.

The Board of Trustees shall govern in accordance with the Mission, Vision and Values of the Durham Catholic District School Board.

Our Mission

We are called to celebrate and nurture the God-given talents of each student as we serve with excellence in the light of Christ.

Our Vision

Each student in our Catholic learning community embodies excellence and equity by embracing the Ontario Catholic School Graduate Expectations - to be:

- a discerning believer;
- an effective communicator;
- a reflective, creative and holistic thinker;
- a self-directed, responsible lifelong learner;
- a collaborative contributor;
- a caring family member; and
- a responsible citizen.

Our Catholic Values

By living these values with an open mind and a faithful heart, we bear witness to these words:

“You are the hope of the Church and of the world. You are my hope.”

Saint John Paul II

As a Catholic Learning Community, we value:

Faith, evangelizing ourselves and others through scripture, sacrament, prayer and action in service with the home, school and parish.

Hope, giving witness to the belief that we can become who we are called to be.

Love, being present to others with care, compassion, solidarity, community and joy.

Peace, creating opportunities for contemplation, spirituality, reconciliation and forgiveness.

Wisdom, listening and responding to the Holy Spirit.

Inclusion, ensuring a sense of belonging by promoting the dignity and worth of each human life.

Excellence, building on God’s grace to achieve our earthly and eternal vocations.

Creativity, celebrating diverse and innovative expressions of God’s gifts.

Service, seeking out and responding to local and global needs with prudence, fortitude, humility and charity.

Stewardship, shepherding God’s creation and resources for the common good.

Responsibility, demonstrating accountability and fidelity in our thoughts, words and deeds.

Justice, acting and serving with integrity in communion with the Gospel and teachings of Jesus.

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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 committee of the Board, as further described in Article IV 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 Board sitting as a Committee, meeting *in camera*;
- (g) “**Director of Education**” means the Chief Education Officer, Chief Executive Office 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 Board or 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) “**Regular Meeting**” means a regularly scheduled meeting of the Board, held in accordance with Article 3.1 of this By-law;
- (l) “**Resolution**” means a motion for decision which has been approved by a majority of Trustees present and eligible to vote;
- (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;
- (n) “**Vice Chair**” means the Vice Chair of the Board, except where otherwise indicated as meaning Vice Chair of a Committee of the Board.

1.2 General

The Durham Catholic District School Board recognizes that the *Education Act*, R.S.O. c. E.2 and other statutes, the Regulations made thereunder, and Ministry of Education policies and guidelines are of 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 its Inaugural Meeting not later than seven days after December 1, 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 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 in December.

2.4 Service of Dedication of the Roman Catholic Trustee

The Celebration of the Sacrifice of the Mass shall precede the Inaugural Meeting, or where there has been 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 Board's Governance Policies.

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 Bishop, as Honourary Chair;
- (b) 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 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 a statutory holiday, 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 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;
- (d) 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, and 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 meeting, unless all Trustees who are eligible to vote on the matter are present and unanimously agree to amend the agenda.

3.3 Committee of the Whole Board Meeting *In Camera*

Meetings of the Board and Committees of the Board shall be open to the public, except that a Board or Committee meeting may be closed to the public 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.

The Committee of the Whole Board shall meet on days when the Board has a regularly scheduled Board meeting, either immediately before or after the Board meeting, as may be determined by the Chair.

Trustees meeting as a Committee of the Whole may vote to make recommendations to the Board on matters discussed *in camera*, and any such recommendations will be brought forward as a resolution for decision at a public meeting of the Board.

Audio and video recording devices are prohibited at meetings of the Committee of the Whole.

3.4 Notice of Meetings

Trustees shall be entitled to receive written or electronic notice of the date and time of Regular 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 forty-eight 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.

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.

3.5 Trustee Attendance

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

A Trustee shall be physically present for at least three (3) regular meetings of the Board in each twelve (12) month period beginning on December 1, but may otherwise attend Board and/or Committee meetings by electronic means, and shall be deemed to be present and eligible to vote.

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

Where a Trustee cannot be physically present for a meeting but intends to attend electronically, or cannot attend the meeting either in person or electronically, he or she shall notify the Secretary in advance.

3.6 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.

3.7 Recess

The Chair may call a temporary recess to a meeting, for a period of not more than ten (10) minutes, provided a motion is not on the floor.

3.8 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 Order Paper, if it appears that urgent business may not be considered by the Board within the time remaining.

3.9 Adjournment

The Chair shall call for a motion to adjourn the Board meeting at such time as the business of the order paper 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.

3.10 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.

3.11 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 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 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.

The number of Trustee members for each Special and Standing 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 number of Trustee members for each Statutory Committee shall be defined in that Committee's terms of reference, if not otherwise determined by regulation or statute.

The Board shall appoint Trustees as members of Committees for a term of one year, expiring on the date of the next Annual meeting, except as may otherwise be defined by law for Statutory Committees.

The Chair and Vice Chair may be appointed as *ex-officio* voting members of all Standing and Special Committees of the Board, and unless the appointment is declined, shall be counted in determining quorum.

4.2 Standing Committees

The following Standing Committees shall exist from year to year, to act within their respective terms of reference, until such time as the Board resolves otherwise:

- (a) the Finance Committee;
- (b) the Transportation Consortium Governance Committee;
- (c) the Student Senate Committee;
- (d) the Board Award of Merit Committee;
- (e) the Trustee Youth Award Committee;
- (f) the Outstanding Home/School Communication Award Committee; and
- (g) the General Working By-laws Committee.

4.3 Special Committees

The Board may by Resolution constitute a Special Committee from time to time to address a specific issue as defined by the Board, and report back to the Board with a recommendation, within the time limit prescribed by the Board.

A Special Committee shall be dissolved upon delivery of its final report to the Board, or otherwise by Resolution of the Board.

4.4 Terms of Reference

At its first meeting after the Inaugural or Annual meeting, as the case may be, each Standing Committee shall review its terms of reference, and shall make any recommendations for amendments thereto at the next Board meeting, which the Board shall consider for approval.

A Special Committee shall develop terms of reference at the first meeting, taking into consideration the purpose and direction established by the Board, and shall recommend the proposed terms of reference to the Board for approval at the next Board meeting.

The terms of reference for Statutory Committees shall be as prescribed by Statute or Regulation.

4.5 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.

4.6 Seating

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

4.7 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 the Wednesday before the 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.

4.8 Attendance at Committee Meetings

A Trustee who is not 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.

4.9 Quorum

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.

4.10 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.

4.11 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).

4.12 Committee Vacancy

The Board may by resolution revoke a Trustee's appointment to any Committee.

A vacancy on a Committee, whether caused by resignation or removal, 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

No person shall speak at a meeting of the Board, except as recognized by the Chair.

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. 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

The Board shall govern in accordance with the most recent edition of Roberts Rules of Order, unless otherwise specified in this By-Law.

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.

6.4 Conflict of Interest

Where a Trustee, either on his or her own behalf or while acting for, by, with or through another, has any pecuniary interest in any matter, whether direct or indirect, as defined by the *Municipal Conflict of Interest Act*, and the Trustee is present at a meeting of the Board or Committee at which the matter is the subject of consideration, the Trustee,

(a) shall, prior to any consideration of the matter at the meeting, disclose the interest and the general nature thereof;

(b) shall not take part in the discussion of, or vote on any question in respect of the matter; and

(c) shall not attempt in any way whether before, during or after the meeting to influence the voting on any such question.

Where the meeting is a meeting of the Committee of the Whole Board meeting *in camera*, the Trustee shall, in addition to complying with the requirements herein, forthwith leave the meeting or the part of the meeting during which the matter is under consideration.

Where the interest of a Trustee has not been disclosed as required by this By-law by reason of the Trustee's absence from the meeting, the Trustee shall disclose the interest and otherwise comply with this By-law at the next Board or Committee meeting, as the case may be, at which he or she is in attendance.

The pecuniary interest, direct or indirect, of a parent or the spouse or any child of the Trustee shall, if known to the Trustee, be deemed to be also the pecuniary interest of the Trustee, and must be so declared.

The Secretary shall record every declaration of interest in the minutes.

Where the number of Trustees who, by reason of the provisions of the Municipal Conflict of Interest Act, are disabled from participating in a meeting is such that at that meeting the remaining members are not of sufficient number to constitute a quorum, then, despite any other provision of this by-law, the remaining number of Trustees shall be deemed to constitute a quorum, provided such number is not less than two.

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 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.

Committees shall be similarly presided over by the Chair, or if the Chair is not present and the Committee has appointed a Vice Chair, then the Vice Chair shall preside, and if neither the 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 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.

8.2 Order Paper

- (a) As the first order of business at a meeting of the Board, a resolution to approve the Agenda as the Order Paper for the meeting shall be considered by the Board.
- (b) 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.
- (c) The Chair shall conduct the meeting in accordance with the Order Paper, once approved, subject to a resolution to amend the order of items in accordance with priority if an adjournment of the meeting is imminent.

8.3 Resolutions Approved for Implementation

The Board's Agenda shall include a summary of 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 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 the Board meeting following the meeting at which it first appeared on the agenda, but the matter may be referred by the Board to a Committee or to staff for further study.

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 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 or a Committee shall not be debated by the Board or that Committee during the same twelve (12) month period unless approved by Resolution.

ARTICLE 10 PROTOCOL FOR DEBATE

10.1 Protocol During in Debate

A Trustee may only speak to a matter on the Order Paper 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 in total 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:

- (a) 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 applied 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 Procedure When Time Limit Expires

In the event that a matter has not been disposed of at the expiration of the time limit, including any extensions of time approved by the Board, the Chair may call the question, or may alternatively call for a motion to refer the matter to Committee.

10.6 Interruption by A Trustee

A Trustee who does not have the floor shall not interrupt the Trustee who does have the floor except:

- (a) on a point of order;
- (b) on a question of privilege;
- (c) to request permission to withdraw a motion;
- (d) to appeal a ruling of the Chair;
- (e) on a motion to extend the time limit;

10.7 Point of Information

A Trustee may rise on a point of information, that is, a request for information relevant to the matter on the floor, only if the Trustee then speaking consents to the interruption, in which case the time consumed in responding to the point of information will be included as part of the speaker's allotted time.

10.8 Motion May Be Read

A Trustee may require a question under discussion to be read at any time in the debate, but not so as to interrupt another Trustee.

10.9 Rulings of the Chair

Whenever the Chair is called upon to decide a point of order or procedure, the Chair shall state the rule on which he or she relies in ruling, and the decision of the Chair shall, subject to the right of appeal, be final and binding.

A Trustee entitled to vote on the main motion on the floor may move a motion appealing a ruling of the Chair on a point of order or procedure. Such a motion must be seconded and may not be amended. The vote shall be taken without debate, and the result shall be final and binding.

10.10 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 when he or she 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 Voting Public

Every vote shall be conducted such that the Chair and all other persons present may observe how each person votes.

11.3 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.

11.4 Division of the Question

Upon the request of any one Trustee, a motion shall be divided and voted upon as if each part were a separate motion, provided that each individual part of the divided motion can be implemented independently of the other parts, whether or not such other parts are approved, and provided the request is made before the vote is called.

11.5 Required for Approval

Approval of a motion requires a majority of the votes cast. Any motion on which there is an equality of votes is lost.

11.6 Recorded Vote

The vote on a question may be recorded upon the request of any one Trustee, provided the request is made before the vote is called.

ARTICLE 12 OFFICERS

12.1 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;
- (d) the Superintendent of Business and Chief Financial Officer, who serves as the Treasurer; and
- (e) the Superintendents of Education, who are Supervisory Officers.

12.2 Chair as Spokesperson

The Chair shall act as the 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.

ARTICLE 13 EXECUTION OF DOCUMENTS

13.1 Board Seal

The Seal in the form affixed in the margin hereof shall be the Corporate Seal of the BOARD.

13.2 Affixing Board Seal

The Seal of the Board shall be in custody of the Secretary who shall be responsible for affixing it to documents as required.

13.3 Seal Register

The Secretary shall keep a record of the date and the particulars of each use of the seal.

13.4 Signing Authorities

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

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

together with one of:

- (c) the Secretary;
- (d) the Treasurer;

- (e) the Superintendent of Business.

13.5 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.

ARTICLE 14 AMENDMENTS TO BY-LAWS

14.1 Amendment with Notice

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

- (a) written notice of motion proposing the amendment shall have been given at a previous regular meeting;
- (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; and
- (c) the appropriate Committee shall have considered and shall have recommended the enacting of the proposed amendment, with or without variation.

14.2 Amendment without Notice

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

ARTICLE 15 REPEAL OF PRIOR BY-LAWS

15.1 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 16 EFFECTIVE DATE

16.1 Effective Date of By-law

This By-law shall come into force on the day of (month), 2016.

Board Chair

APPENDIX A
AGENDA FORMAT

Opening

Memorials and Prayer
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
Unfinished Business 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) 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
RESOLUTIONS APPROVED FOR IMPLEMENTATION

Resolution	Date of Approval	Referred To	Return Date to Board	Date of Completion