

NOTE:

The provisions of the *Education Act* take precedence over any By-Laws formulated by motion of Rainbow District School Board.

1. Governance By-Law 1: General

- 1.1. All words in these By-Laws in the singular and masculine shall, when the context requires, include the plural and the feminine.
- 1.2. In all cases not provided for by these By-Laws, the rules and practice of Bourinot's Rules of Order shall govern as far as applicable.
- 1.3. The Officers of the Board shall be the Chairperson, the Vice-Chairperson, the Director of Education and the Superintendent of Business.
- 1.4. For the purpose of these By-Laws:
 - 1.4.1. "Board" means Rainbow District School Board.
 - 1.4.2. "Annual Organizational Meeting" means the first meeting of the new Board in an election year or the regular December meeting of the Board in a non-election year.
 - 1.4.3. "Director" means the Director of Education of Rainbow District School Board.
 - 1.4.4. "Secretary" means the Director of Education.
 - 1.4.5. "Committees" means all Committees of the Board.

2. **Governance By-Law 2: Role of Trustee**

2.1. **Role of Board of Trustees**

The Board of Trustees shall exercise their power to govern only as trustees of the corporate body, not as individuals.

2.1.1. **The Board of Trustees shall:**

- promote student achievement and well-being;
- ensure effective stewardship of the Board's resources;
- develop a multi-year plan (3 to 5 years) aimed at achieving the goals referred to above and communicate the results of this effort with its supporters and employees;
- annually review the multi-year plan with the Board's Director of Education or designate;
- deliver effective and appropriate education programs to its students;
- develop and maintain policies and organizational structures to support student achievement and well-being;
- monitor and evaluate the effectiveness of policies developed by the Board;
- monitor and evaluate the performance of the Board's Director of Education or designate.

2.2. **Role of Individual Trustee**

Individual members of the Board shall be referred to as trustee.

2.2.1. **Individual trustees shall:**

- carry out his/her responsibilities in a manner that assists the Board in fulfilling its duties under the Education Act;
- focus on student achievement and well-being;
- entrust the day to day management of the Board to its staff through the Director of Education;
- uphold the implementation of any Board resolution after it is passed by the Board;
- attend and participate in Board meetings including committee meetings of which he/she is a member;
- consult with stakeholders on the multi-year plan;
- bring concerns of stakeholders to the attention of the Board;
- comply with the Board's Code of Conduct;
- promote and support Board initiatives with community stakeholders.

3. Governance By-Law 3: Organizational Meeting

- 3.1. The annual organizational meeting of the Board in a municipal election year will be held as per the Municipal Elections Act, 1996 and the Education Act.
 - 3.1.1. In each following year, the Board shall hold its organizational meeting at the first meeting on or after the anniversary of the date of the term of office the board began.
- 3.2. At such meetings at the appointed time, the Secretary shall call the meeting to order.
- 3.3. At the annual organizational meeting of the Board in a municipal election year, the Secretary will call the meeting to order and read the election returns as certified by the Clerks of the Municipalities. These Clerks act as Returning Officers for the election of Trustees of Rainbow District School Board.
 - 3.3.1. The Secretary shall certify that the members have met all procedural requirements and are eligible to take office.
- 3.4. The First Nations' representative shall be appointed as a member of the Board by recorded motion.
- 3.5. Prior to taking office, members will make a declaration as referred to in the *Education Act* and take an Oath of Allegiance as referred to in the *Education Act*.
- 3.6. With the Secretary presiding, or in his/her absence, a temporary Chairperson chosen by open vote of the Board, the Board shall proceed to elect a Chairperson by secret ballot for the ensuing year.
 - 3.6.1. The Secretary or temporary Chairperson shall name the scrutineers.
 - 3.6.2. The Secretary or temporary Chairperson shall call for nominations and seconders for the position of Chairperson.
 - 3.6.3. Of those nominated and agreeing to allow their names to stand for election, the member receiving a clear majority of the votes cast by all members present shall be declared elected. The count shall not be declared. If no member receives a clear majority of the votes cast on the first ballot, the scrutineers will announce the result. The name receiving the fewest votes will be dropped and balloting will continue until a majority of

votes are in favour of one person. If the final two candidates receive an equal number of votes, the drawing of lots will fill the position.

- 3.6.4. The person declared Chairperson shall take the Chair at once and preside over the meeting.
- 3.7. The Board shall elect a Vice-Chairperson and the procedure will be as for the election of the Chairperson.
- 3.8. Membership on the various Board Standing Committees shall be determined immediately following the election of the Chairperson and Vice-Chairperson. If required, members shall be chosen by secret ballot.
 - 3.8.1. Board Standing Committees shall consist of the Accessibility Planning Committee, Audit Committee, Environmental Committee, Equity and Inclusive Education Committee, First Nation Advisory Committee, Labour Relations Committee, Parental Involvement Committee, School Year Structure Committee, Special Education Advisory Committee, Strategic Planning Committee, Student Senate, Supervised Alternative Learning Committee.
 - 3.8.2. Board Standing Committees shall be defined as per Appendix A.
- 3.9. The Board shall elect its representative(s) to the Ontario Public School Boards' Association (OPSBA).
- 3.10. The Chairperson shall direct the scrutineers to destroy any and all ballots used during the elections by recorded motion.

4. Governance By-Law 4: Regular and Special Meetings of the Board

- 4.1. There will be one Regular meeting of the Board per month during the school year and one Regular meeting of the Board in August.
- 4.2. The Chairperson and the Director will be responsible for developing an annual schedule of Board meeting dates for the following school year. Meeting dates shall be presented to the Board at or before the June meeting each year.
- 4.3. The Secretary will ensure that notice of all meetings of the Board will be sent to each member by courier, by mail, or by electronic means at least seventy-two (72) hours before the time of the meeting.
 - 4.3.1. Until a member of the Board shall notify the Secretary in writing of his/her official address, all notices or communications delivered or mailed to the member at his/her address, as set out in his/her nomination paper, shall be deemed to have been received by the member.
- 4.4. Whenever possible, copies of reports to be presented at any meeting of the Board shall be included with the notice of such meeting.
- 4.5. Copies of reports to be presented at any meeting of the Board, which are sent subsequent to the sending of the notice of such meeting, may be deferred until a future meeting of the Board by recorded motion.
- 4.6. At all meetings of the Board, a QUORUM consisting of a majority of all the elected members shall be necessary in order for any business to be legally transacted.
 - 4.6.1. Should there be no quorum present within thirty (30) minutes after the time appointed for the meeting, the Secretary shall record the names of those members present and the Board shall forthwith stand adjourned until the next regular or special meeting.
 - 4.6.2. Should a quorum no longer exist during a meeting of the Board, no business can be legally transacted. It shall then be the responsibility of the presiding Chairperson and the Secretary to note the lack of a quorum and have the fact recorded in the minutes.

- 4.6.3. Where any member declares a conflict of interest pursuant to the *Municipal Conflict of Interest Act*, the presence of the majority of those entitled to vote shall then constitute a quorum.
- 4.7. Any meeting of the Board shall not remain in session later than 11:00 P.M. unless so determined by a vote of two-thirds of the members present.
- 4.8. Meetings of the Board shall be open to the public, and no person shall be excluded from a meeting that is open to the public except for improper conduct.
- 4.9. A meeting of a committee of the Board, including a Committee of the Whole Board may be closed to the public when the subject matter under consideration involves:
- a) the security of the Board's property;
 - 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/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.
- 4.10. SPECIAL MEETINGS of the Board may be held at the call of the Chairperson, or on the written request of five members of the Board, made to the Chairperson, or in his/her absence, the Vice-Chairperson, or, in his/her absence, the Secretary or in his/her absence the Treasurer.
- 4.10.1. The notice of SPECIAL MEETINGS shall be sent at least 48 hours before the time of the meeting.
- 4.10.2. The agenda of every SPECIAL MEETING of the Board shall state all business to be transacted or considered. No other business shall be considered unless all the members of the Board are present and agree unanimously by recorded motion.

- 4.10.3. The requirement for 48 hours' notice may be dispensed with if the Special Board meeting is scheduled at a Board meeting and within a period of time less than 48 hours, subject to approval of two-thirds of the trustees present.
- 4.11. Attendance of members at Board meetings shall be recorded.
- 4.12. To meet the provisions of *The Education Act* when applying for leave of absence, members shall make such request directly to the Board convened in regular session and such approval must be by recorded motion (exception - Trustee Pregnancy and Parental Leave).
- 4.13. Only the media or persons that have the express consent of the Director may film/videotape the proceedings of the Board and/or committee meetings.

5. Governance By-Law 5: Delegations to the Board

- 5.1. Any persons or delegations wishing to appear before or present a brief to the Board or a Committee shall apply in writing to the Secretary of the Board at least sixteen (16) calendar days prior to the meeting at which the presentation is to be made.
- 5.1.1. The application shall state:
- a) the matter on which the submission is to be made;
 - b) the name of the individual(s)(maximum 2) or the organization or interested parties to be represented;
 - c) the authority of the spokesperson.
- 5.1.2. A copy of the brief must be provided to the Secretary of the Board no later than 1:00 pm at least twelve (12) calendar days prior to the meeting. This rule may be suspended by a vote of two-thirds of the members present at the meeting at which the person or delegation wishes to be heard.
- 5.1.3. An individual/delegation may only speak twice per topic regardless of the number of delegations they represent.
- 5.1.4. Any person or delegation may be denied the right to appear before the Board by a two-thirds vote of the members of the Board present at a duly constituted meeting.
- 5.1.5. The presenter(s) shall be reminded by the Chairperson that the written brief has been included as back-up material in the agenda for the meeting and therefore, members will have had the opportunity to read the brief. The presenter(s) of the brief may speak for approximately 10 minutes in order to summarize the pertinent points in the brief and to outline the solution/action which is requested. Presenter(s) should then be prepared to receive questions from the members of the Board. Members of the Board should not present opinions at this time.
- 5.1.6. At no time will trustees or staff engage in discussion with the spokesperson or any member of the delegation except to clarify, through the chairperson, a point made in the presentation.
- 5.1.7. The Board's response, when requested, will be made through the Secretary in writing at a later date, after the trustees have had the opportunity to discuss the matter and arrive at a decision.

6. Governance By-Law 6: Duties of Chairperson And Vice Chairperson

- 6.1. The Chairperson of the Board is the official spokesperson for the Board, on matters which reflect the will of the Board through resolution.
- 6.2. The Chairperson of the Board, or in his/her absence, the Vice-Chairperson, shall preside at all meetings of the Board. He/she will call the meeting to order at the hour appointed and shall preserve order and decorum and decide upon all questions of order. He/she shall cause the Recording Secretary to record the names of all members present and absent.
- 6.3. In the event of the position of Chairperson or Vice-Chairperson becoming permanently vacant, a new Chairperson or Vice-Chairperson shall be elected at the next Regular Board meeting in the same manner as before provided. (See By-Law 3)
- 6.4. In case of the absence of both the Chairperson and Vice-Chairperson for ten minutes after the hour of the commencement of any meeting, as soon as a quorum shall be present, the Board under the direction of the Secretary, shall choose a temporary Chairperson.
- 6.5. The temporary Chairperson shall preside only until the Chairperson or Vice-Chairperson arrives and the immediate business at hand is completed.
- 6.6. The Chairperson shall declare the result of each vote.
- 6.7. The Chairperson shall be an ex-officio member of all Board committees with the exception of the audit committee. He/she has the same voting rights as other committee members, is not counted in calculating the number necessary for a quorum, but does count at a committee meeting to provide that quorum.
- 6.8. The Chairperson shall not take part in any discussion regarding a motion unless he/she first leaves the Chair and appoints someone to take his/her place until the motion is decided.
- 6.9. The Chairperson shall vote with other members of the Board.
- 6.10. The Chairperson shall sign all minutes approved by the Board.
- 6.11. The Chairperson shall decide when a question is to be put to a vote.

7. Governance By-Law 7: Agenda

- 7.1. The Officers of the Board shall be responsible for reviewing an agenda for each meeting of the Board.
- 7.2. Items which have been referred by the Board to a committee, may only be placed on the Board agenda after consultation with the committee.
- 7.3. The Order of Business will, as far as possible, deal with items requiring action in the first part of the agenda and information items in the latter part of the agenda, as follows:
- a) Approval of Agenda
 - b) Declaration of Pecuniary Interest
 - c) Delegations or Educational presentations
 - d) Report from *In-Camera* Meeting
 - e) Old Business
 - Previous minutes
 - Tenders and/or Requests for Proposals
 - Committee Reports
 - Other items
 - f) New Business
 - Requests for leave of absence by Board members
 - Trustees' Remarks/Questions
 - Chairperson's Remarks
 - Director's Remarks
 - Other Items (i.e. OPSBA Delegate, Request to Attend Conferences)
 - g) Information and Proposals
 - Reports from Officials and Staff
 - Non-Staff Communications
 - h) Future meetings
 - i) Adjournment
- 7.4. The order of business may be changed by any member of the Board by recorded motion.
- 7.5. There shall only be an addendum when an item(s) arise(s) after the closing of deadlines for preparations of agendas, which items the secretary believes are of an urgent nature and require the immediate consideration of the Board.
- 7.6. A request by a Board member for a report must be in writing by recorded motion.

8. Governance By-Law 8: Order of Procedure

- 8.1. The *in-camera* Committee of the Whole meeting of the Board, upon conclusion of business, shall on motion duly passed, rise and report to the Board.
- 8.2. Following a short recess, the length of which is to be determined by the Chairperson, the Board shall first provide an opportunity for members to identify for the record, conflict of pecuniary interest on any items at that meeting.
- 8.3. When the Chairperson is called upon to decide a point of order or practice he/she shall, before deciding, state the rule applicable to the case and may give reasons for the decision.
- 8.4. The ruling of the Chairperson shall be final, subject only to an appeal to the Board by a member. The question whether the Chairperson shall be sustained shall then be put by the Secretary, and decided without debate. To overrule a decision by the Chairperson, it shall be necessary that two-thirds of the members present vote in favour thereof.
- 8.5. Any member desiring to speak shall indicate by upraised hand and upon recognition by the Chairperson, the member may then address the Chair.
- 8.6. When two or more members attempt to speak at the same time, the Chairperson shall name the member who is to speak.
- 8.7. A member submitting a motion may modify or withdraw it at any time prior to the Chairperson stating it to the meeting.
 - 8.7.1. After every motion has been read and seconded, it shall be deemed to be in possession of the Board and may only be withdrawn by the mover and seconder with the unanimous consent of members present.
- 8.8. Any member may request the motion under discussion to be read for information at any time in the course of the debate, provided that the request is made so as to not interrupt a member speaking to the question.
- 8.9. A member may read a motion and after it is seconded, speak to it.
- 8.10. No motion or amendment shall be debated or put to a vote unless the same is in writing and seconded. (except as in 8.11)

- 8.11. Formal motions to adopt reports, to refer, to postpone, to put the previous question, to receive, to go into an *in-camera* meeting of the Committee of the Whole Board, to rise and report, to adjourn, or such motions as the Chairperson shall allow, may be made verbally.
- 8.12. No member shall speak longer than five minutes on the same question without permission of the Chairperson.
- 8.13. No members shall, without permission of the Chairperson, speak more than twice upon any question or motion, except the mover of the motion who shall be permitted to summarize.
- 8.14. When the question under consideration contains two or more distinct propositions, any particular proposition, upon the request of any member, may be voted upon separately.
- 8.15. In all cases where a vote is taken on any question, and there is, with the Chairperson's vote, a tie, the motion or amendment shall be declared lost.
- 8.16. All ordinary votes at open meetings shall be taken by a show of hands, and the Chairperson shall declare the result, but if the declaration is questioned prior to any new business being discussed, the members shall clearly indicate by poll vote, how they voted.
- 8.17. When a RECORDED vote is requested prior to the calling of the vote, the number of members voting in favour of the motion shall be recorded and the number of members opposed shall be recorded in the minutes of the meeting.
- 8.18. When a POLL VOTE is requested prior to the calling of the vote, the Secretary shall call the members individually by name in alphabetical order and each member shall indicate whether in favour of, or against the motion, and such record of individual votes shall be recorded in the minutes of the meeting.
- 8.19. In an *in-camera* Committee of the Whole meeting of the Board there shall be no recorded or poll votes taken.
- 8.20. No member of the Board (including the Chairperson) shall have more than one vote at a Board meeting, *in-camera* meeting or at any Committee meeting.
- 8.21. A motion directly concerning the privilege of the Board and thereby affecting the rights and immunities of the Board collectively, or the position and conduct of members in

their respective capacities, shall take precedence over all other business and may be moved without notice.

8.22. When a motion is under debate, the only motion in order shall be:

- 1) to adjourn
- 2) to table
- 3) to put the previous question
- 4) to defer
- 5) to refer
- 6) to amend

The motion shall have precedence in the order above named, and the first, second, and third shall be decided without debate.

8.23. A motion to adjourn shall be in order, except when a member is speaking, or a vote is being taken, or when the previous question has been called. A motion to adjourn shall not be open to amendment or debate; but a motion to adjourn to a certain time may be amended and debated.

8.24. If a motion to adjourn has failed, no second motion to adjourn shall be made until some business has been transacted.

8.25. A motion to table is not debatable; but a motion to table with any other condition is subject to debate and amendment.

8.26. When a question has been tabled, it shall not be taken up again at the same meeting, except by a vote in favour thereof by two-thirds of the members present.

8.27. The motion for the previous question shall preclude all further amendment or debate, and shall be submitted by the Chairperson in this form: "SHALL THE MAIN QUESTION IN DEBATE BE NOW PUT?" If adopted, the Chairperson shall at once proceed to put the main question, first putting any amendments pending to the vote of the Board.

8.28. A question having been deferred indefinitely shall not be taken up again at the same meeting.

8.29. After a motion is made and seconded, a motion to amend may be made, and a motion to amend the amendment; but no further motion to amend shall be made until one or both amendments have been decided.

- 8.30. An amendment modifying the subject of a motion shall be in order but an amendment that is not relevant to the main motion shall not be in order.
- 8.31. All amendments shall be put in the reverse order in which they are moved.
- 8.32. Every amendment shall be in writing (except as in 8.11), beginning with the phrase “that the motion be amended by
- 8.33. Every motion to amend shall be decided upon or shall be withdrawn before the main question is put to a vote.
- 8.34. If a vote on an amendment(s) is decided in the affirmative, the main question, as amended, shall be put to a vote.
- 8.35. The decision of the Chairperson as to whether the question has been finally put, shall be conclusive.
- 8.36. A motion to RECONSIDER a failed motion requires a notice of motion in writing at a previous meeting and the consent of two-thirds of the members present.
- 8.36.1. Once a motion to RECONSIDER is defeated, it shall not again be entertained during the current year or within a period of four months, whichever is the lesser, unless approved by all members of the Board present.
- 8.36.2. When a member has moved a motion to RECONSIDER any question, no discussion of the main question shall be allowed until the motion to RECONSIDER has been decided.
- 8.37. A motion to RESCIND a carried motion requires a notice of motion in writing at a previous meeting and the consent of two-thirds of the members present.
- 8.37.1. Once a motion to RESCIND is defeated it shall not again be entertained during the current school year or within a period of four months, whichever is the lesser, unless approved by all members of the Board present.
- 8.37.2. When a member has moved to rescind any question which has been decided, no discussion on the main question shall be allowed until the motion to rescind has been decided.
- 8.38. Petitions and communications on any subject within the purview of a committee may be referred by the Chairperson to the proper Committee without motion.

- 8.39. The Board may, if two-thirds of the members present vote in favour thereof, enter upon the immediate consideration and disposition of a committee item. No discussion of the main question shall be allowed until the motion for immediate consideration has been decided in the affirmative.
- 8.40. Any change in policy must be preceded by notice of motion presented at a Board meeting not less than two weeks prior to the time at which such change is to be considered by the Board. Such notice shall outline the change that is proposed. An amendment to the proposed wording may be made without further notice providing the major intent is not changed.
- 8.41. For the purposes of this Section, a “special motion” is interpreted as a motion duly moved, seconded, and adopted by a two-thirds majority of the entire members present.
- 8.42. For types of motions and requirements, see Appendix B.

9. Governance By-Law 9: Conduct of Members at Meetings

- 9.1. After the Chairperson has put a question to a vote, there shall be no further debate and no member shall walk across or out of the room or make any noises or disturbances.
- 9.2. No member shall use offensive or discourteous words against the Board or any member thereof.
- 9.3. In the course of a meeting no member shall reflect upon any vote of the Board except for the purpose of moving that such vote be rescinded or reconsidered.
- 9.4. In the course of a meeting, any member who resists the rules of the Board, disobeys the decision of the Chairperson or of the Board on points of order or makes any disorderly noise or disturbance unless he/she makes an apology, may be ordered by the Chairperson to leave the meeting room for the remainder of the meeting.
 - 9.4.1. In case of his/her refusal to leave he/she may, on the order of the Chairperson, be removed from the meeting room by a police officer. Such member shall not be allowed to attend future meetings of the Board unless he/she apologizes at the public section of a regular Board meeting.
- 9.5. Every member shall confine himself/herself to the question in debate.
- 9.6. No member shall be interrupted while speaking except to be called to order by another member or by the Chairperson for transgression of the rules of the Board. The interrupted member shall remain silent until the point of order has been decided by the Chairperson. A member so interrupting shall speak to the point of order or in explanation only.
- 9.7. When a member is speaking no other member shall pass between him/her and the Chair.
- 9.8. Every member present at a meeting of the Board or a committee when a question is put, (including the Chairperson) shall vote thereon unless prevented by statute or excused by the Board.
- 9.9. Any abstention shall be considered as a vote in the negative and counted as such.

10. Governance By-Law 10: *In-Camera* (Closed) Meetings

- 10.1. A meeting of a committee of the Board, including a Committee of the Whole Board meeting may be closed to the public (*in-camera*) when the subject matter under consideration involves:
- a) the security of the Board's property;
 - 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/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.
- 10.2. With the exception of the Executive Secretary or designate, any and all recording and/or notetaking of *in-camera* meetings is expressly prohibited.
- 10.3. All rules of the Board shall be observed in all *in-camera* meetings so far as applicable except that:
- a) no motion for the previous question or for adjournment shall be allowed (excepting under the rule establishing a time limit for meetings);
 - b) the yeas and nays shall not be recorded; and
 - c) the number of times of speaking on any question shall not be limited.
- 10.4. In an *in-camera* meeting, a member may move that the Committee rise and report progress to a meeting of the Board, and this question shall be decided without debate.

11. Governance By-Law 11: Committees

- 11.1. Members of the Board may be asked to serve on any committee.
- 11.2. A committee appointed to report upon any subject will report to the Board a statement of facts, and also its opinion thereon, in writing, and the Chairperson of the committee or designate will present the report.
- 11.3. A meeting of a committee of the Board including a Committee of the Whole meeting, may be closed to the public when the subject matter under consideration involves:
 - a) the security of the Board's property;
 - 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/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.
- 11.4. A minority of any committee may have a Minority Report presented by the Chairperson of the committee in the same manner as the Majority Report is presented.
- 11.5. No verbal report from any committee shall be received or discussed except with the consent of the Board by recorded motion.
- 11.6. The rules of the Board shall be observed in all meetings of committees, so far as applicable, subject to the exceptions allowed for in the *in-camera* meeting.
- 11.7. Meetings of any committee shall be called by the Chairperson thereof whenever he/she shall consider it necessary to do so; or whenever a request is made in writing to do so by a majority of the members thereof, or by the Chairperson of the Board.
- 11.8. Board members shall be notified of committee meetings at least 24 hours prior to the meeting.

- 11.8.1. A meeting of any committee may also be held upon any notice given by the Chairperson thereof publicly at any meeting of the Board.
- 11.8.2. The exception to the above is that whenever all the members of any committee shall be present at any one time and place, they may by agreement, without any notice, constitute themselves a meeting of the committee.
- 11.9. A majority of the members of the committee will constitute a quorum.
- 11.10. The Chairperson of a committee shall preside at every meeting thereof, and shall vote on all questions submitted, but shall have no second casting vote and in the case of an equal division, the question shall be decided in the negative.
- 11.11. All referrals to committees must be processed in writing through the Board, or the Officers of the Board.
- 11.12. All referrals sponsored by an individual trustee through this process require the attendance of the trustee to speak to the matter at the designated committee meeting.
- 11.13. Board Standing Committees shall consist of the Accessibility Planning Committee, Audit Committee, Environmental Committee, Equity and Inclusive Education Committee, First Nations Advisory Committee, Labour Relations Committee, Parental Involvement Committee, School Year Structure Committee, Special Education Advisory Committee, Strategic Planning Committee, Student Senate, Supervised Alternative Learning Committee.
- 11.13.1. Board Standing Committees shall be defined as per Appendix A.

12. Governance By-Law 12: By-Laws

- 12.1. Every By-Law of the Board, except Governance By-Laws, shall receive three readings.
- 12.2. Every By-Law of the Board, except Governance By-Laws, upon approval, shall be signed by the Chairperson and countersigned by the Secretary, and the seal of the Board then attached thereto.
- 12.3. Amendments, alterations, or additions to the Governance By-Laws may be made with due notice thereof in writing, setting forth the proposed amendments, alterations, or additions, providing due notice is given at a previous meeting and is confirmed by the majority of all members of the Board.

13. **Governance By-Law 13: Conflict Of Interest**

- 13.1. a) All clauses related to By-Law 13 are subject to the provisions of *The Municipal Conflict of Interest Act*, and any amendments thereto.
- b) The Act applies to all members of local councils, committees, and boards, including school boards, either elected or appointed and to members of advisory committees and other committees established under the Education Act.
- c) Student trustees are subject to the 2007 Ministry of Education Guideline respecting conflict of interest.
- 13.2 Conflict-of-interest legislation is concerned only with pecuniary, or financial interests.
- 13.3 When a situation of conflict of interest exists, the Board member when present at any meeting, including committee, *in-camera* or any other meeting of the Board must:
- a) publicly declare the conflict of interest before any discussion of the matter begins, state the general nature of the interest, and have the declaration recorded in the minutes;
- b) file a written statement of the member's interest and its general nature, with the secretary of the committee or board;
- c) not take part in the consideration or discussion of the contract, proposed contract or other matter;
- d) not vote on any question with respect to the contract, proposed contract or other matter; and
- e) not attempt in any way, whether before, during or after, to influence the voting on any such question.
- 13.4 When a committee of the board, including a committee of the whole board, is in closed session, the Board member must leave the room for as long as the matter is under consideration and have the fact that he or she left the room recorded in the minutes. At the next meeting that is open to the public, the declaration of interest shall be recorded in the minutes but not the general nature* of that interest.

13.5 Where the interest of the member of the Board has not been disclosed by reason of his/her absence from the meeting at which the matter was considered or voted upon:

a) he/she must disclose his/her interest at the first meeting of the Board attended by him/her after the meeting at which the matter was considered; and otherwise refrain from discussing, influencing, or voting on the matter. If there are any doubts about a possible conflict of interest, trustees should seek legal advice.

13.6 Gifts and Favours:

a) No member of the Board or officer or employee, whether paid or unpaid, shall accept any gift of value, whether in the form of service, loan, thing or promise, or any other form of gift of value from any person, firm or corporation which, to his/her knowledge is interested indirectly or directly, in any manner whatsoever, in business dealings with the Board and its schools.

b) No member of the Board or officer or employee shall accept any gift, favour or thing of value that may tend to influence him/her in the performance of his/her duties, or grant any improper favour, service or thing of value in the discharge of his/her duties.

* *General nature* would include stating what kind of pecuniary interest is involved (direct, indirect or deemed) and the type of relationship (parent, child, or spouse) connected to the trustee

14. Governance By-Law 14: Electronic Meetings

- 14.1 The Board may provide for the use of electronic means for the holding of meetings of the Board and/or meetings of committees of the Board, including in-Camera meetings.
- 14.2 At every electronic meeting of the Board and/or meetings of committees of the Board, the following persons must be physically present in the meeting room:
- a) the Chair of the Board and/or designate and/or the chair of committees of the Board and/or designate;
 - b) at least one additional member of the Board and/or committees of the Board; and
 - c) the Director of Education or designate.
- 14.3 At the request of any Board member or student representative, the Board may provide the member or representative with electronic means of participating in one or more meetings of the Board and/or of a committee of the Board, including *in-camera* meetings, except where to do so would not comply with section 14.2.
- 14.3.1 The electronic means shall permit the Board member or student representative to hear and be heard by all other participants in the meeting.
- 14.4 A member of the Board or student representative of the Board who participates in a meeting through electronic means shall be deemed to be present at the meeting.
- 14.5 The rules governing conflict of interest of members shall apply to electronic meetings.
- 14.6 The Board may provide, at one or more locations within its jurisdiction, electronic means to permit participating in meetings by members of the public excluding in-camera meetings.
- 14.7 For the purpose of complete disclosure, at every electronic meeting of the Board, members participating through electronic means shall be made aware of the Board members physically present in the room, the Board members participating electronically and whether or not the public and/or media are present.

Board members who participate in *in-camera* meetings by electronic means, must participate from a room which is closed to any other person so that no other person can hear that member or other members of the Board. Speaker phones, cell phones or portable phones may not be used. Board members must maintain rules of confidentiality and are subject to Board Policy No. GOV-05 Code of Conduct: Board Members.