
GOVERNANCE BY-LAWS

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1. **Governance By-Law 1: General**

The Bylaw shall be subject to the provisions of the Education Act, Statutes and Regulations of The Province of Ontario and in the event of any conflict, the statutory provisions shall prevail.

The name of the Board shall be: Rainbow District School Board

The Head Office of Rainbow District School Board shall be at the premises designated as Municipal Number 408 Wembley Drive in Sudbury, Ontario P3E 1P2.

- 1.1. In all cases not provided for by these By-Laws, the rules and practice of Robert's Rules of Order Newly Revised shall govern as far as applicable.
- 1.2. The Officers of the Board shall be the Chair, the Vice-Chair, the Director of Education and the Superintendent of Business.

1.3. **Definitions:**

- 1.3.1. "Act" means the Education Act RSO 1990
- 1.3.2. "Board" means Rainbow District School Board.
- 1.3.3. "Chair" means Chair of the Board unless delineated as Committee Chair
- 1.3.4. "Vice-Chair" Means Vice-Chair of the Board unless delineated as Vice-Chair of a Committee.
- 1.3.5. "Trustee" means an elected member of the Rainbow District School Board.
- 1.3.6. "First Nations Trustee" is an appointed member of the Board who has been chosen by First Nations to represent First Nations within the region of Rainbow District School Board.
- 1.3.7. "Student Trustee" means a Trustee who is selected to represent the students of the Rainbow District School Board.
- 1.3.8. "Director/Secretary" means the Director of Education and Secretary of Rainbow District School Board.
- 1.3.9. "Inaugural/Annual Organizational Meeting" means the first meeting of the new Board in an election year or the regular November meeting of the Board in a non-election year.
- 1.3.10. "Committee" means all Committees of the Board:

Standing Committees- A Standing Committee shall be a committee of Trustees that is appointed by the Board to consider, on a regular basis, a specific, fixed area of the Board's operation.

- 1.3.11. Statutory Committees- Such committees are established under the Act or Regulations and have mandates and terms of reference as required by the regulations.
- 1.3.12. Advisory Committees- Advisory Committees are created by the Board based upon recognized needs and priorities.
- 1.3.13. Ad Hoc Committees- Ad Hoc Committees are created on an as needed basis through Board motion outlining the scope and timelines for the work to be completed by the Committee.

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:

- a) promote student achievement and well-being;
- b) promote and support the Board's Truth and Reconciliation Plan;
- c) promote a positive school climate that is inclusive and accepting of all pupils, including pupils of any race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, marital status, family status or disability;
- d) promote the prevention of bullying;
- e) ensure effective stewardship of the board's resources;
- f) deliver effective and appropriate education programs to its pupils;
- g) develop and maintain policies and organizational structures that, promote the goals referred to in clauses (a) to (c);
- h) encourage pupils to pursue their educational goals;
- i) monitor and evaluate the effectiveness of policies developed by the board in achieving the board's goals and the efficiency of the implementation of those policies;
- j) develop a multi-year plan aimed at achieving the goals;
- k) annually review the plan with the board's director of education or the supervisory officer acting as the board's director of education;
- l) monitor and evaluate the performance of the board's director of education, or the supervisory officer acting as the board's director of education, in meeting.

2.2. Role of Individual Trustee

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

2.2.1. Individual trustees shall:

- a) carry out his or her responsibilities in a manner that assists the board in fulfilling its duties under this Act, the regulations and the guidelines issued under this Act;
- b) attend and participate in meetings of the board, including meetings of board committees of which he or she is a member;
- c) consult with parents, students and supporters of the board on the board's multi-year plan;
- d) bring concerns of parents, students and supporters of the board to the attention of the board;
- e) uphold the implementation of any board resolution after it is passed by the board;
- f) entrust the day-to-day management of the board to its staff through the board's director of education;
- g) maintain focus on student achievement and well-being;
- h) comply with the board's code of conduct; and
- i) promote and support Board initiatives with community stakeholders.

3. Governance By-Law 3: Inaugural and Annual Organizational Meetings and Representation at Ontario Public School Board Association (OPSBA)

3.1. Inaugural Meeting

- 3.1.1. The Inaugural Meeting of a newly elected Board shall be held as per the Municipal Elections Act, 1996 and the Education Act.
- 3.1.2. The meeting location shall be the Head Office of the Board.
- 3.1.3. At such meeting at the appointed time the Director/Secretary shall call the meeting to order.
- 3.1.4. The Director/Secretary shall proceed to read the returns of the election to the Board as certified to the Secretary by the Municipal clerks. These Clerks act as Returning Officers for the election of Trustees of Rainbow District School Board.
- 3.1.5. The Director/Secretary shall certify that the Trustees have met all procedural requirements and are eligible to take office.
- 3.1.6. Prior to taking office, members will make a declaration as referred to in the Education Act and make an Affirmation of Allegiance as referred to in the Education Act.
- 3.2. The First Nations' representative shall be appointed as a member of the Board by recorded motion and make a Declaration and Affirmation of Allegiance as referred to in the Education Act.

3.3. The Annual Organizational Meeting

- 3.3.1. The Annual Organizational Meetings of the Board for the second, third and fourth years of a Board's term of office shall be held at the first meeting on or after the anniversary of the date of the Inaugural Meeting of the Board. The meeting(s) shall be held at the Board office.

3.4. Election of Chair:

- 3.4.1. With the Director/Secretary presiding, or if absent, a temporary Chair chosen by open vote of the Board, the Board shall proceed to elect a Chair by secret ballot for the ensuing year.
- 3.4.2. The Director/Secretary or temporary Chair shall name the scrutineers.
- 3.4.3. The Director/Secretary or temporary Chair shall call for nominations and seconders for the position of Chair.

3.4.4. 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.

3.4.5. The person declared Chair shall take the Chair at once and preside over the meeting.

3.5. The Board shall elect a Vice-Chair and the procedure will be as for the election of the Chair.

3.6. **Committee Selection**

3.6.1. Prior to the Inaugural/Annual Organizational Meeting, trustees will be asked to identify their committee assignment preferences.

3.6.2. Membership on the various Board Committees shall be determined immediately following the election of the Chair and Vice-Chair. If required, members shall be chosen by secret ballot.

3.6.3. Board Committees shall be defined as per Appendix A.

3.7. **Representation: Ontario Public School Board Association (OPSBA)**

The Board shall elect each April, at its Regular Board Meeting, one trustee to serve as its representative (Director) on the OPSBA Board of Directors, and will provide that person's name to OPSBA one month prior to the association's Annual Meeting.

The OPSBA Director's one year term of office will commence immediately following the OPSBA Annual Meeting. The OPSBA Director is expected to attend all scheduled Board of Directors meetings either in person or by electronic means.

In the event that the Director vacates the position prior to the end of the term, the Board of Trustees will elect a new Director to assume the position prior to the election of a new Director in April.

The Board of Trustees may choose to send a trustee as a non-voting observer to Board of Director meetings, however the trustee must leave the meeting during in camera discussions.

OPSBA Board of Directors meetings are not open to the public except by invitation.

Each April, at its Regular Board Meeting, the Board of Trustees will elect one trustee as its Delegate to vote on its behalf at regional OPSBA meetings and at the OPSBA Annual Meeting. The board's Director and Delegate may be the same person.

The Board of Trustees will also elect one trustee to act as Alternate Delegate to vote on its behalf at regional OPSBA meetings and/or the Annual Meeting in the absence of the Delegate.

- 3.8. The Chair 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 Chair and the Director/Secretary 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 Director/Secretary will ensure that notice of all meetings of the Board will be sent to each member 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 Director/Secretary of their official address, all notices or communications delivered or mailed to the member at their address, as set out in their 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 Director/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 Chair and the Director/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 8:00 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 subject to the Act and Regulations.
- 4.10. SPECIAL MEETINGS of the Board may be held at the call of the Chair, or on the written request of five members of the Board, made to the Chair, or when absent, the Vice-Chair, or, when absent, the Director/Secretary or when absent 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 by a majority of the members of the Board.
- 4.11. Attendance of members at Board meetings shall be recorded. Trustees who are absent from individual meetings of the Board should have their "regrets" recorded.
- 4.12. To meet the provisions of *The Education Act* when applying for leave of absence for three or more consecutive regular meetings of the Board, 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. A member of a Board shall be physically present in the meeting room of the Board for at least three regular meetings of the Board in each 12-month period following an Organizational Meeting.

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 Director/Secretary at least ten (10) 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 Director/Secretary no later than 1:00 pm at least eight (8) 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 if the Chair deems the content to be out of order.
 - 5.1.5. The presenter(s) shall be reminded by the Chair 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 up to a maximum of 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.
 - 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 Chair, a point made in the presentation.
 - 5.1.7. The Board's response, when requested, will be made through the Director/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 Chair and Vice-Chair

- 6.1. The Chair of the Board is the official spokesperson for the Board, on matters which reflect the will of the Board through resolution.
- 6.2. The Chair of the Board, or when absent, the Vice-Chair, shall preside at all meetings of the Board. The Chair will call the meeting to order at the hour appointed and shall preserve order and decorum and decide upon all questions of order. The Chair shall cause the names of all members present and absent to be recorded.
- 6.3. In the event of the position of Chair or Vice-Chair becoming permanently vacant, a new Chair or Vice-Chair 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 Chair and Vice-Chair 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 Director/Secretary, shall choose a temporary Chair.
- 6.5. The temporary Chair shall preside only until the Chair or Vice-Chair arrives and the immediate business at hand is completed.
- 6.6. The Chair shall declare the result of each vote.
- 6.7. The Chair shall be ex-officio of all Board committees. An ex-officio member is not a regular member but has the same rights and privileges as any other members of the committee, except those committees where membership is established by legislation, regulation or collective agreement.
- 6.8. The Chair shall not take part in any discussion regarding a motion unless they first vacate the Chair and appoint the Vice-Chair (or alternate) to preside until the motion is decided. Once the motion has been decided, the Chair shall assume the chair and proceed with the subsequent business of the Board.
- 6.9. The Chair shall vote with other members of the Board.
- 6.10. The Chair shall sign all minutes approved by the Board.
- 6.11. The Chair 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) Land Acknowledgement
 - b) Approval of Agenda
 - c) Declaration of Pecuniary Interest
 - d) Delegations or Educational presentations
 - e) Report from Closed Meeting
 - f) Old Business
 - Previous minutes
 - Committee Reports
 - Other items
 - g) New Business
 - Requests for leave of absence by Board members
 - Trustees' Remarks/Questions
 - Chair's Remarks
 - Director's Remarks
 - Other Items (i.e. OPSBA Delegate, Student Trustees, Request to Attend Conferences)
 - h) Information and Proposals
 - Reports from Officials and Staff
 - Tenders and Requests for Proposal Information
 - Non-Staff Communications
 - i) Future meetings
 - j) 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 Director/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. General Order of Procedure

The Closed Committee of the Whole meeting of the Board, upon conclusion of business, shall on motion duly passed, rise and report to the Board.

Following a short recess, the length of which is to be determined by the Chair, the Board shall first provide an opportunity for members to identify for the record, conflict of pecuniary interest on any items at that meeting.

Any member desiring to speak shall indicate by upraised hand and upon recognition by the Chair, the member may then address the Chair.

When two or more members attempt to speak at the same time, the Chair shall name the member who is to speak.

No member shall speak longer than five minutes on the same question without permission of the Chair.

No members shall, without permission of the Chair, speak more than twice upon any question or motion, except the mover of the motion who shall be permitted to summarize.

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.

8.2. Motions

Motions are read by the Chair.

After being recognized by the Chair of the Board, any member can introduce a motion. A motion requires a seconder to be considered.

A member submitting a motion may modify or withdraw it at any time prior to the Chair stating it to the meeting.

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.

Any member may request the motion under discussion to be re-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.

A member may read a motion and after it is seconded, speak to it.

No motion or amendment shall be debated or put to a vote unless the same is in writing and seconded excepting the following:

Formal motions to adopt reports, to refer, to postpone, to put the previous question, to receive, to go into a Closed Meeting of the Committee of the Whole Board, to rise and report, to adjourn, or such motions as the Chair shall allow, may be made verbally.

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.

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.

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.

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

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

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.

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 Chair shall at once proceed to put the main question, first putting any amendments pending to the vote of the Board.

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

8.3. Notice of Motion

8.3.1 Notice of Motion (Public Notification):

Notices of Motion for Governance are brought to the Governance Policy and By-Law Review Committee for discussion and possible recommendation for inclusion on the Board meeting agenda.

The Board may issue a Notice of Motion related to revisions to Board By-Laws and Policies as outlined in By-Law 12 (By-Laws) and By-Law 8.1 (Order of Procedure).

Amendments, alterations, or additions to the Governance By-Laws/Policies 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.

8.3.2 Individual Trustee Notification of Motion for Board consideration

A Trustee may give the Chair written notification of a motion, along with explanatory rationale, regarding any matter with respect to which the Trustee has a right to vote. The notification of a motion shall be distributed by the Chair or designate to all Trustees. Where possible, Trustees are asked to provide the notification to the Chair two days prior to the meeting.

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.

8.4. Voting

In all cases where a vote is taken on any question, and there is, with the Chair's vote, a tie, the motion or amendment shall be declared lost.

Any abstention shall be considered as a vote in the negative and counted as such.

All ordinary votes at open meetings shall be taken by a show of hands, and the Chair 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.

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.

When a POLL VOTE is requested prior to the calling of the vote, the Director 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.

In a Closed Committee of the Whole meeting of the Board there shall be no recorded or poll votes taken.

No member of the Board (including the Chair) shall have more than one vote at a Board meeting, Closed meeting or at any Committee meeting.

Student Trustees may participate in debate and non-binding vote. A Student Trustees' vote may be recorded in the Board minutes and designated as non-binding.

8.5. **Amendments to Motions**

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.

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.

All amendments shall be put in the reverse order in which they are moved.

Every amendment shall be in writing (except as in 8.2), beginning with the phrase "that the motion be amended by"

Every motion to amend shall be decided upon or shall be withdrawn before the main question is put to a vote.

If a vote on an amendment(s) is decided in the affirmative, the main question, as amended, shall be put to a vote.

8.6. The decision of the Chair as to whether the question has been finally put, shall be conclusive.

8.7. **Motion to Reconsider**

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.

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.

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.

8.8. **Motion to Rescind**

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.

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.

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.

8.9. Challenge to the Chair's Ruling

When the Chair is called upon to decide a point of order or practice, before deciding, the Chair will state the rule applicable to the case and may give reasons for the decision.

If a Trustee appeals the Chair's ruling, the question "Shall the challenge be sustained" shall be put by the Director/Secretary and decided without debate.

The Trustee who appeals the Chair's ruling shall be given five (5) minutes to outline the rationale for the challenge. The Chair shall be given five (5) minutes to state the rationale to support the ruling of the Chair.

To over-rule a decision by the Chair, it shall be necessary that two-thirds of the Trustees present vote in favour of the challenge.

- 8.10. Petitions and communications on any subject within the purview of a committee may be referred by the Chair to the proper Committee without motion.
- 8.11. 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.
- 8.12. 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.
- 8.13. 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.
- 8.14. For types of motions and requirements, see Appendix B.

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

- 9.1. After the Chair 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. Every member shall confine himself/herself to the question in debate.
- 9.5. No member shall be interrupted while speaking except to be called to order by another member or by the Chair for transgression of the rules of the Board. The interrupted member shall remain silent until the point of order has been decided by the Chair. A member so interrupting shall speak to the point of order or in explanation only.
- 9.6. When a member is speaking no other member shall pass between him/her and the Chair.
- 9.7. Every member present at a meeting of the Board or a committee when a question is put, (including the Chair) shall vote thereon unless prevented by statute or excused by the Board.

10. Governance By-Law 10: 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:
- the security of the property of the board;
 - 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;
 - the acquisition or disposal of a school site;
 - decisions in respect of negotiations with employees of the board;
 - litigation affecting the board;
 - subject-matter under consideration involving an ongoing investigation under the Ombudsman Act respecting the board.
- 10.2. With the exception of the Recording Secretary or designate, any and all recording and/or notetaking of Closed meetings is expressly prohibited.
- 10.3. All rules of the Board shall be observed in all Closed meetings so far as reasonable 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 a Closed 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 Chair of the committee or designate will present the report.
- 11.3. A meeting of certain committees of the Board including a Committee of the Whole meeting, may be closed to the public as referenced in By-Law 10, when the subject matter under consideration involves:
- the security of the property of the board;
 - 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;
 - the acquisition or disposal of a school site;
 - decisions in respect of negotiations with employees of the board;
 - litigation affecting the board;
 - subject-matter under consideration involving an ongoing investigation under the Ombudsman Act respecting the board.
- 11.4. A minority of any committee may have a Minority Report presented by the Chair of the committee in the same manner as the Majority Report is presented.
- 11.5. While verbal updates from any committee are allowed, 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 reasonable, subject to:
- a) the exceptions allowed for in the Closed meeting;
 - b) the ayes and nays shall not be recorded unless a poll vote is requested; and
 - c) the number of times speaking shall not be limited.
- 11.7. Meetings of any committee shall be called by the Chair 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 Chair 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 Chair thereof publicly at any meeting of the Board.
- 11.9. A majority of the members of the committee will constitute a quorum.
- 11.10. The Chair 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 Committees shall be structured as per Appendix A.

12. Governance By-Law 12: By-Laws

12.1 Development Process

- 12.1.1 By-laws are rules and directives that the Board of Trustees follow with respect to conducting the business of the Board of Trustees. The need for a new by-law is identified by the Board or necessitated by a financial covenant.
- 12.1.2 A draft by-law shall be written by Trustees or Executive Council to address the identified need.
- 12.1.3 The Board may direct that the draft by-law be circulated to all stakeholders for input.
- 12.1.4 The draft by-law shall be modified and approved by the Board with consideration to stakeholder input, if sought and received.

12.2 Review and Revision Cycle

- 12.2.1 All by-laws of the Board shall be reviewed on a four year schedule. By-laws will include a template to insert the dates that they were last reviewed and next scheduled review.
- 12.2.2 The Board may direct that any proposed revisions to current by-laws may be circulated to all stakeholders for input.
- 12.2.3 The by-law shall be modified and approved with consideration to the stakeholder input, if sought and received.
- 12.2.4 Once approved by the Board, the revised by-law shall be included on the Board's website.
- 12.2.5 By-laws will include a list of legal references and cross-references to any applicable Board documents.

12.3 Approval by the Board

- 12.3.1 Every by-law of the Board, except Governance by-laws, shall be deemed to have been read three times.
- 12.3.2 Every by-law of the Board, except Governance by-laws, upon approval, shall be signed by the Chair and countersigned by the Chief Executive Officer, and the seal of the Board then attached thereto.
- 12.3.3 The extensiveness of amendments to the by-laws will determine the method of handling them. Isolated 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. By-law changes that are so extensive and general that they are scattered throughout the by-laws should be effected as a Revision.

References

Robert's Rules of Order Newly Revised, Section 57.1, 57.5

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, *closed* 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 their absence from the meeting at which the matter was considered or voted upon:
- a) They must disclose their interest at the first meeting of the Board attended by them 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 their 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 them in the performance of their duties, or grant any improper favour, service or thing of value in the discharge of their 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 closed meetings.
- 14.2 All board members must be physically present at regular board and committee of the whole meeting.

A member of the board may participate in regular board and committee of the whole meetings by electronic means, if the member receives written approval before the meeting for valid reasons.

Requests must be made in writing to the board chair (or vice-chair if the chair is making the request).

A board member may be approved for electronic participation if:

1. Their home is 125+ km from the meeting location.
2. Bad weather prevents safe travel.
3. Health issues prevent attendance.
4. They have a disability that makes in-person attendance difficult.
5. They have family responsibilities.

NOTE: If the trustee making the request is the Chair of the Board, the Chair shall submit the request and reasons to the Vice-Chair of the Board for their approval.

- 14.3 Approval will not be granted if it would leave only the board chair (or their designate) physically present at a regular Board Meeting or a regular Committee of the Whole Meeting.
- 14.4 A student trustee may be provided with electronic means of participating in one or more meetings of the Board without requiring approval to do so. Student trustees who are participating through electronic means are not permitted in any proceedings that are closed to the public under clause 207 (2) (b) of the Education Act.
- 14.5 The electronic means provided shall permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously.
- 14.6 The rules governing conflict of interest of members shall apply to electronic meetings.

- 14.7 The participating board member shall implement appropriate processes to ensure the security and confidentiality of proceedings that are closed to the public.
- 14.8 Board members who participate in a meeting through electronic means are deemed to be present at the meeting.
- 14.9 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.
- 14.10 The Director of Education or their designate must be physically present in the meeting room for each meeting of the board and each meeting of a committee of the board, including a committee of the whole board.
- 14.11 The chair of a committee of the board or their designate is expected to be physically present in the meeting room at every regular meeting of the committee of the board (except a committee of the whole board) however they may participate in the meeting by electronic means.
- 14.12 Unless a meeting is closed to the public in accordance with legislation, regular meetings of the board and meetings of the whole board are open to permit physical attendance by the public. The board will endeavour to provide live streaming of regular board meetings.
- 14.13 In special circumstances, at the sole discretion of the Board, 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 closed meetings.
- 14.14 If all schools in the board are closed due to a government or health order, physical attendance rules do not apply. This exception lasts until 60 days after the closure order ends.

REFERENCE DOCUMENTS

Legal:

Education Act, Regulation 313/24

Education Act, Regulation 463/97

Board:

Board Policy No. GOV-05 Code of Conduct: Board Members

Appendix A - Committee Structure

Standing Committees-

- Governance Policy and By-Law Review Committee
- Labour Relations Committee
- Student Discipline Committee

Statutory Committees-

- Audit Committee
- First Nations Advisory Committee
- Parental Involvement Committee
- Special Education Advisory Committee
- Supervised Alternative Learning Committee
- Accessibility Planning Committee

Advisory Committees-

- Equity and Inclusive Education Committee
- Environmental Education Committee
- School Year Structure Committee
- Student Senate

Ad Hoc Committees-

Committee Information

NAME OF COMMITTEE: **Accessibility Planning Committee**

MEMBERSHIP:

1 Trustee (SEAC representative), Director of Education or designate, Manager of Human Resources, Manager of Information Services, Manager of Facilities, Principal of Special Education, 1 Parent Involvement Committee member, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The Accessibility Planning Committee will consider matters and make recommendations to the Board pertaining to the annual review and preparation of the accessibility plan in compliance with the “Ontarians with Disabilities Act”. The Accessibility Planning Committee must ensure that consultation with people with disabilities is undertaken, that the initiatives in the previous year’s plan are reviewed and that new initiatives are identified for the upcoming school year in compliance with legislated requirements.

HOW OFTEN MEETINGS TAKE PLACE:

A minimum of once per year at the call of the Director of Education or designate.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **Audit Committee**
(Ontario Regulation 361/10)

MEMBERSHIP: (4-year term)

3 Trustees, 2 non-trustee members (appointed by selection committee), Director of Education or designate, Superintendent of Business, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The Audit Committee shall assist the Board in fulfilling its duties related to governance and oversight including: the financial reporting process, the internal control framework, risk management practices, performance and function of the Board's internal and external auditors and the Board's compliance with its obligation under legislation. The Audit Committee shall review and report on all items as listed in "Ontario Regulation 361/10 – Audit Committees".

WHEN COMMITTEE MEETS:

A minimum of three times per year at the call of the Superintendent of Business.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **Environmental Education Committee**

MEMBERSHIP:

1 Trustee, 2 Student Trustees, Director of Education or designate, 1 principal or vice-principal, 1 elementary teacher representative, 1 secondary teacher representative, 1 Canadian Union of Public Employees (CUPE) representative, 1 Facilities Department representative, 1 Finance Department representative, 1 Information Services Department representative, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The Environmental Education Committee will support the Board's Environmental Education strategic plan to cultivate environmentally literate citizenship in students of Rainbow Schools.

WHEN COMMITTEE MEETS:

At the call of the Director of Education or designate.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **Equity and Inclusive Education Committee**

MEMBERSHIP:

3 Trustees, Director of Education or designate, 1 Human Resources representative, interested principals or vice-principals, teachers, other staff members and community members, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The Equity and Inclusive Committee will support the implementation of the Ministry document: "Equity and Inclusive Education in Ontario Schools: Guidelines for Policy Development and Implementation".

WHEN COMMITTEE MEETS:

Four meetings in the school year at the call of the Director of Education or designate.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **First Nations Advisory Committee (FNAC)**
(per Education Service Agreements)

MEMBERSHIP:

3 trustees (including First Nations Trustee), Director of Education or designate, the Principal, Indigenous Education, 1 representative from each of the First Nations with whom an Education Service Agreement has been established, 1 representative from the urban First Nations, 1 representative from a First Nation education institute, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The First Nations Advisory Committee shall consider matters, report and make recommendations to the Board in respect of matters affecting the establishment, development and delivery of programs and services for First Nations students of the Board.

WHEN COMMITTEE MEETS:

September, November, February and May and at the call of the Director of Education or designate.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Twice per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **Governance Policy & By-Law Review Committee**

MEMBERSHIP:

6 Trustees and Director of Education

MANDATE OF THE COMMITTEE:

The Governance Policy & By-Law Review Committee shall regularly review and recommend revisions to Governance Policies and By-Laws to maintain relevant, efficient and effective implementation and to ensure policies comply with the Education Act, Regulations, and other relevant legislation.

WHEN COMMITTEE MEETS:

At the call of the Chair. Minimum number of meetings - Four (4)

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

As needed.

Committee Information

NAME OF COMMITTEE: **Labour Relations Committee**

MEMBERSHIP:

Five Trustees (including Trustee Rep for OPSBA), Director of Education or designate, Superintendent of Business, Manager of Human Resources, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The Labour Relations Committee will consider matters and make recommendations to the Board pertaining to Collective Agreements and Terms and Conditions of Employment. The Labour Relations Committee will elect members to the: Elementary Joint and District 3 Management Liaison. Approval of the Labour Relations Committee will be required when considering a severance for a staff member employed as a superintendent, principal, manager or vice-principal and where the severance package developed exceeds the legal requirements. The Labour Relations Committee will consider any other matters referred to the Committee by the Board.

WHEN COMMITTEE MEETS:

As required at the call of the Chair of the Labour Relations Committee.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

As needed.

Committee Information

NAME OF COMMITTEE: **Parent Involvement Committee (PIC)**
(Ontario Regulation 612/00)

MEMBERSHIP:

One Trustee, Director of Education or designate, 1 elementary principal representative, 1 secondary principal representative, 1 elementary teacher representative, 1 secondary teacher representative, School Council representatives as per Parent Involvement Committee (PIC) Terms of Reference, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The Parent Involvement Committee will advise the Board as required by the Ministry or Board, enhance parent engagement and consider matters referred to the Committee by the Board.

WHEN COMMITTEE MEETS:

As indicated in PIC Terms of Reference.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **Supervised Alternative Learning (SAL)**
(Ontario Regulation 374/10)

MEMBERSHIP:

Each Supervised Alternative Learning (SAL) meeting shall consist of 1 trustee (who shall act as the chair of the committee), Director of Education or designate, Principal of Student Success, 1 SAL teacher, and 1 community representative.

MANDATE OF THE COMMITTEE:

The Supervised Alternative Learning (SAL) Committee will consider matters pertaining to: Regulation 374/10 “Supervised Alternative Learning and Other Excusals from Attendance at School” addressing the needs of students most at risk of disengaging from school.

WHEN COMMITTEE MEETS:

At the call of the Director of Education or designate.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **School Year Structure Committee**
(Ontario Regulation 304)

MEMBERSHIP:

2 Trustees, 2 Student Trustees, Director of Education or designate, Chair of Parent Involvement Committee, 1 Canadian Union of Public Employees (CUPE) representative, 1 Elementary Teachers' Federation of Ontario (ETFO) representative, 1 ETFO Occasional representative, 1 Ontario Secondary School Teachers' Federation (OSSTF) representative, 1 OSSTF Occasional representative, 1 Ontario Public Service Employees Union (OPSEU) representative, 1 elementary Rainbow District Principals' Council (RDPC) representative, and 1 secondary RDPC representative, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The School Year Structure Committee will consider matters and make recommendations pertaining to Ontario Regulation 304 under The Education Act. The school year structure is planned in conjunction with the other three area boards (French Public, English Catholic, French Catholic).

WHEN COMMITTEE MEETS:

A minimum of one meeting per year at the call of the Director of Education or designate.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **Special Education Advisory Committee (SEAC)**
(Ontario Regulation 464/97)

MEMBERSHIP:

2 Trustees, 2 alternate trustees, Director of Education or designate, the Principal of Special Education, 1 Special Education Consultant, parent representatives from local associations and 3 parents appointed at large, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The Special Education Advisory Committee will consider matters and make recommendations to the Board pertaining to the establishment, development and delivery of special education programs and services for exceptional pupils of the Board, the annual review of the Special Education Plan, the Board's annual budget process as it relates to special education and other matters referred to the Committee by the Board.

WHEN COMMITTEE MEETS:

Once per month during the school year.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Twice per school year, at a minimum.

Committee Information

NAME OF COMMITTEE: **Student Senate Committee**

MEMBERSHIP:

2 Trustees, 2 Student Trustees, Director of Education or designate, maximum of 2 student representatives from each secondary school within the Board, Chair of the Board as ex-officio.

MANDATE OF THE COMMITTEE:

The mandate is the responsibility of the Student Trustees as directed in the Board of Trustees Procedures: Student Trustee.

WHEN COMMITTEE MEETS:

Once per month during the school year.

REPORT TO THE BOARD BY THE CHAIR OF THE COMMITTEE OR DESIGNATE

Once per school year, at a minimum

Appendix B - Rules of Order Guide

Type of Motion	Roberts Rules of Order	
	Seconded	Votes to Carry
Regular Motion	Yes	Majority
To Amend	Yes	Majority
To Adjourn	Yes	Majority
To Proceed to Next Question	Yes	2/3's
To Put the Previous Question	Yes	2/3's
To Defer	Yes	Majority
To Table	Yes	Majority
To Refer	Yes	Majority
To Receive	Yes	Majority
To Rescind	Yes	2/3's
To Reconsider	Yes	2/3's
Withdrawal	n/a	n/a