

YORK CATHOLIC DISTRICT SCHOOL BOARD

OFFICE CONSOLIDATION OF

BY-LAW NO. 1

OPERATIONAL BY-LAW



As of: June 20, 2017

**OPERATIONAL BY-LAW 1
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BY-LAW 1

Being a By-law relating generally to the transaction of the business and affairs of The York Catholic District School Board.

1.0 **INTERPRETATION**

In this By-law, unless the context otherwise requires:

- 1.1 The singular includes the plural
- 1.2 The masculine includes the feminine
- 1.3 "BOARD" means The York Catholic District School Board
- 1.4 "TRUSTEE" means a person elected or acclaimed to the office of trustee of the Board pursuant to the provisions of the Municipal Elections Act or appointed to the office of trustee pursuant to the provisions of the Education Act.
- 1.5 "CHAIR" means the Chair of the Board
- 1.6 "VICE CHAIR" means the Vice Chair of the Board
- 1.7 "DIRECTOR" means Director of Education and Chief Executive Officer.
- 1.8 "YEAR" means, unless modified by the word "calendar", the period commencing on the first day of December and ending on the last day of November next following.
- 1.9 "MEMBER" means a person who is a member of the Board or Committee as the case requires who is entitled to vote at the relevant Board or specific Committee meeting.
- 1:10 "STUDENT TRUSTEE" means a student who has been elected by his/her peers as per Policy #107 to serve as a student trustee on the Board.
- 1.11 "AD HOC" committee means a committee formed for a specific task or objective, and dissolved after the completion of the task or objective.
- 1.12 "EXTERNAL MEMBERS" are members of the committee who are not Trustees but appointed to the committee pursuant to the provisions of Ontario Regulations.

2:0 **FIRST MEETING OF THE YEAR - INAUGURAL MEETING**

2.1 **First Meeting of the Year**

- (a) The Board shall, at or before the last regular meeting in October in each calendar year, fix a day and time for the inaugural of the Board for the following year in keeping with S 280 (2) of the Education Act.
- (b) At the first meeting in each year, the chief executive officer shall preside until the election of the Board Chair and the Vice Chair, or in the absence of the chief executive officer, the members shall designate who shall preside until the election of the Chair and the Vice Chair.
- (c) The presiding officer shall thereupon call to order a meeting of the trustees, and in the event that the trustees are taking their seats for the first time, introductions will be made.

2.2 **Election Procedure**

- (a) With the chief executive officer or alternate presiding, the Board shall proceed to elect by separate vote a Chair and a Vice Chair, such election to be upon nomination and by secret ballot. A seconder is not required for a nomination. Such ballots to be counted by the presiding officer or delegate aided by two (2) scrutineers appointed by the presiding officer from among Board administration.
- (b) Trustees joining the meeting via telephone conference call will be permitted to be nominated as Chair and Vice Chair of the Board.
- (c) Through a process obtained by a scrutineer, Trustees joining the meeting via teleconference may participate in the secret ballot process by giving expressed permission to a person of their choice.
- (d) All nominees will be permitted to address the board members before voting commences for a maximum of 2 minutes.
- (e) All nominators will be permitted to introduce the nominee for a maximum of 1 minute.
- (f) Election shall require a clear majority of the votes cast.
- (g)
 - (i) In the event of three or more candidates, the candidate receiving the lowest number of votes will be eliminated, and another vote will be held until there is a clear majority.
 - (ii) In the event that there are three or more candidates, and that as a result of the vote there is no clear majority but there is a tie between the candidates receiving the lowest vote so that no candidate can be eliminated, a second vote will be held.
 - (iii) If there is still a tie, the C.E.O. will draw lots between the candidates that have a tie vote, and the candidate whose name is drawn will be eliminated.
- (h)
 - (i) In the event of two candidates, and an equality of votes at the election of a Chair and/or Vice Chair a second vote, by secret ballot, will be held.
 - (ii) If there is still a tie, the C.E.O. will draw lots between the candidates that have a tie vote, and the candidate whose name is drawn will be eliminated.
- (i) At the first meeting of the trustees following a municipal election, the Board shall proceed in like manner to appoint the Archbishop of the Archdiocese as *Honorary Chair* and the Bishop of the Archdiocese as *Honorary Trustee*, who shall hold office until the expiry of the term for which the members of the Board were elected.

The above process is to be followed for all Board Committees except for Section 2.2 (d) and (e).

3.0 **ORGANIZATION OF BOARD MEETINGS**

3.1 **Regular Public Meetings**

Regular Public Meetings of the Board and start time for those meetings shall be held as determined by the Board and shall be communicated to the public prior to the meetings on the Board website, but no later than the date that Trustees receive the agenda. If in any month there is no regular meeting(s), there shall be a regular meeting in the next following month, or as otherwise decided by the Board or Executive Committee.

3.1.1 Private Sessions (Committee of the Whole Board)

Private Session shall be held prior to the Regular Public Meeting of the Board,

3.1.2 When and Where Held

Regular meetings of the Board shall be held in the Board Room of the Catholic Education Centre, Aurora, Ontario, unless otherwise determined by the Board or Executive Committee.

3.1.3 Attendance

Attendance at meetings shall be in person or via teleconference call. Advance notice for Trustee participation via teleconference shall be communicated to the Secretary of the Board at least, but no less than, one hour before the commencement time of the meeting. The Chair or designate of the Board shall be physically present at the location where the meeting is held. If at any meeting there is no Chair or Vice Chair physically present, the members present may elect one of themselves to be Chair for that meeting. [*Education Act* s. 209(9)]

3.1.4 Matters in Private Session

A meeting of a committee of a 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 property of the Board;
- (b) The acquisition or disposal of a school site;
- (c) Decisions in respect of negotiations with employees of the Board;
- (d) Litigation affecting the Board;
- (e) 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 parent or guardian;
- (f) Privileged communications when seeking legal advice or giving instructions to its solicitor.

In accordance with the Education Act, a student Trustee may attend a closed meeting that deals with items *a*, *b*, *c* and *d* above, but may not attend a closed meeting that deals with item *e* or *f* above. Therefore, to allow a student Trustee the same opportunities for participation at meetings of the Board, and of its committees as a member, the private session will be conducted in such a manner that student Trustees may participate in matters prior to the recess noted on the agenda (i.e. items a-d) and then be excused for matters included after the recess on the agenda (i.e. items e and f).

All Committee or staff reports prepared in support of an item on the agenda for the Private Session shall be received in confidence and the materials and discussion shall be treated as confidential. Generally, these reports shall be printed on golden rod paper reserved for this purpose, and shall be made public only by a resolution of the Board in Private Session. Matters discussed during the Private Session shall not be communicated to any person who is not in attendance at the time of the Private Session, with the exception of a Trustee, unless disclosure is expressly authorized by the Board. The duty of confidentiality survives a Trustee's term of office. An unauthorized breach of confidentiality shall be considered to be improper conduct.

3.1.5 Motion to Rise and Report

A motion to rise and report shall specify the resolutions, reports, or records of votes, and other information which are to be brought into the public meeting. Resolutions, discussions, opinions, records of votes, and material which are not specified to be brought into the public meeting shall continue to be confidential.

3.1.6(a) Notice and Delivery of Agenda (Regular Board Meetings)

Notice of all regular meetings shall be given, with such notice to be accompanied by the agenda and any background material for the meeting. All agendas and associated materials shall be delivered electronically by Board email 72 hours prior to the meeting taking place with hard copies delivered to the official address of each Trustee 72 hours prior to the meeting taking place. All notices or communications delivered to the official residences of Trustees shall be deemed to have been received. The official residence of a Trustee is the last address provided in writing by the Trustee to the Secretary of the Board. (See Section 7.3 Notice of Meeting)

(b) Notice and Delivery of Agenda – Private Sessions (Committee of the Whole)

Notice of all regular private meetings shall be given, in camera. Such notice to be accompanied by the agenda and any background material for the meeting. Agendas shall be delivered electronically by Board email 72 hours prior to the meeting taking place with hard copies delivered to the official address of each Trustee 72 hours prior to the meeting taking place.

(c) If an agenda for a Regular Board Meeting, a Private Session and/or a Special Board Meeting is ten (10) pages or less, the agenda will be delivered electronically by Board email 72 hours prior to the meeting taking place. Hard copies will be provided at the meeting upon advance request to the Secretary of the Board.

3.1.7 Trustees Absence

A member of the Board vacates his or her seat if he or she absents himself or herself without being authorized by resolution entered in the minutes, from three consecutive **regular** public meetings of the board.

3.1.8 Quorum

Subject to the *Municipal Conflict of Interest Act*, a majority of all the members of the Board shall constitute a quorum for the transaction of business at any meeting of the Board. If quorum is not met because of the declaration of Conflict of Interest by some members, the remaining members present at the meeting or attending via teleconference who will be voting may declare themselves as constituting a quorum.

3.1.9 Lack of Quorum

If a quorum is not present within thirty [30] minutes (or such longer time as may be agreed upon by the voting members then present) after the time appointed, the recording secretary shall record the names of the members present and the meeting shall be called anew within seven days, at the call of the Chair. In the event that at the called anew meeting a quorum is not present within thirty minutes (or such longer time as may be agreed upon by the voting members then present) after the time appointed, the recording secretary shall record the names of the members present and such meeting shall stand adjourned. No further meeting need be called or held until the next scheduled regular meeting.

3.1.10 Quorum Lost

Whenever a quorum is no longer present at a meeting, the meeting will be terminated.

3.1.11 Adjournment of Board Meetings

Meetings of the Board shall endeavour to adjourn by 11:00 p.m., unless the Board decides by an affirmative vote of at least a majority of those present to extend the meeting to a specified time or until a specific piece of business is completed. If no motion to extend the meeting is decided by an affirmative vote of at least a quorum of the members, the Chair shall adjourn the meeting. In the event that the Chair has not yet adjourned the meeting but no motion to extend has been passed pursuant to this by-law, the business of the Board conducted after 11:00 p.m. shall be deemed to be regular and valid.

3.1.12 Agenda for Board Meetings

Minutes of the Public and Private Session, Board and Committee meetings will note when Trustees leave and return to the meeting.

Public Session

1. Opening Prayer
2. Roll Call
3. Approval of the Agenda ~~and~~
4. Declarations of Conflict of Interest for Current Meeting
5. Declarations of Conflict of Interest from Previous Meeting
6. Approval of the Previous Minutes
7. Business Arising from Minutes of Previous Meeting
8. Chair's Report/Update
9. OCSTA Board of Director's Update
10. Director's Report/Update
11. Student Trustees' Report
12. Recognitions/Outside Presentations
13. Presentations of Input Related to an Item on the Agenda
14. Journey Towards Our Vision
15. Action Items including committee reports
16. Discussion Items
17. Information items
18. Notices of Motion
19. Future Agenda Items/Requests for Information
20. Adjournment

Any items under "presentations", "discussions" or "information" may be dealt with as action items at the discretion of the Board.

Private Session

1. Opening Prayer
2. Roll Call
3. Approval of the Agenda
4. Declarations of Conflict of Interest for Current Meeting
5. Declarations of Conflict of Interest from Previous Meeting
6. Approval of the Previous Minutes
7. Business Arising From the Minutes
8. (a) Outside or (b) Staff Presentations
9. Action Items (Group A) including Committee Reports
10. Discussion Items
11. Information Items
12. Notices of Motion

RECESS (Student Trustees Excused)

13. Staffing Report
14. Action Items (Group B), including Committee Reports
15. Trustee Input to Senior Staff/Requests for Information
16. Rise and Report

3.1.13 Variations to Agenda

No amendment to the foregoing agenda will be permitted unless decided by the Board pursuant to motion, which motion shall be non-debatable.

3.1.14 Agenda Not Completed

Notwithstanding 3.1.12, if the Board is unable to complete the agenda within the required time, the Chair, with the approval of the Board, shall adjust the order of business so as to complete urgent business before the time of adjournment.

If an approved agenda is not completed within the required time, the meeting shall recess and be reconvened within seven days at the call of the Chair; provided that questions that are not urgent may be postponed to the next regular meeting of the Board, otherwise a meeting is adjourned and a new meeting called.

3.1.15 New Business Brought Forward by Trustee

All notices of motion must be provided in writing to all Trustees prior to start of the meeting.

- (a) Matters of new business or action items need to be processed by the Board in an efficient, fair and timely manner. There needs to be sufficient time to allow for information gathering, report writing and discussion prior to Board action. As such, items submitted in writing as notices of motion by a Trustee, either through Executive Committee or at a Board meeting, will return to the subsequent meeting as an information item, the following meeting as a discussion item, and finally as an action item on the next Board meeting agenda. Trustees are encouraged to ask questions to help staff write a report relating to the matter, so that once the matter comes for action, all Trustees understand the matter at hand and its implications.
- (b) The process described in (a) can be expedited if there is consensus by all Trustees present at a meeting to vote on a matter originally listed for either information or discussion on the agenda.
- (c) In the case of a time-sensitive matter, a Trustee can bring a motion forward through Executive, or if time does not permit, through the discretion of the Chair at any time prior to the start of a Board meeting.
- (d) The Trustee bringing the motion forward for the first time may request the board to expedite the process and give reason for action, and provided that in the discussion, requested information from staff will be supplied and considered before action takes place.

(e) All Trustee motions are to be dealt with, [as outlined in (a), (b), (c)], in a three (3) month timeframe. It is understood that the Board does not generally meet during school holidays and breaks, specifically - March Break, Holy Week, Christmas Break and during the summer months (July/August), and that this would be taken into consideration when applying the three (3) month timeframe.

3.1.16 Presiding Officer at Board Meetings

Subsequent to the Inaugural meeting of the Board each year, the Chair of the Board, or in his/her absence the Vice Chair, shall call all meetings of the Board, and shall be responsible for the conduct of the meetings in accordance with accepted rules of procedure. Any decision of the presiding officer upon any point of order or procedure shall be final, subject to a contrary motion which shall be put immediately upon such decision being made, without debate thereon. The Chair may give reasons for the ruling prior to the vote being taken. The members of this assembly will decide by majority to uphold the Chair or to defeat the Chair's decision. Any motion on which there is an equality of votes is lost (*Education Act s.208*).

3.1.17 Opening Prayer

The meeting will begin with an appropriate prayer.

3.1.18 Cancellation of a Board Meeting

The Chair may cancel a regular Board meeting under extenuating circumstances such as imminent bad weather where quorum is not expected.

3.1.19 Notice of a Trustee's Late Arrival or Early Leave

Notice of a Trustee's late arrival or early leave from a Board meeting, whether participation is in the form of face-to-face or via teleconference, will be recorded in the minutes of the meeting.

3.1.20 Minutes

Approved minutes from all Regular Public Board Meetings and Private Sessions (Committee of the Whole) will be signed by the Secretary of the Board and the Chair of the Board, as Official Records of said meetings, on a quarterly basis and filed in a secure area of the Director's Office.

3.2 Special Board Meetings

3.2.1 How Called

A special meeting of the Board shall be called forthwith by the Secretary as instructed by Board resolution, or on the instructions of the Chair, or on the written instructions of one-half of the trustees of the Board, such instructions to contain a concise statement of the matters to be dealt with at such meeting.

3.2.2 Notice

Notice to the trustees of such meeting shall be effected by verbal notification to the trustees, or by electronic means (with respect to such trustees that cannot be contacted personally or by telephone for verbal notice,) 48 hours in advance, and in accordance with the provisions of Section 7.4 hereof. Such notice shall include notice of the matters to be dealt with at such special meeting. Given the short timeline, an agenda and all related materials are to be emailed with hard copies available at meeting.

3.2.3 Notice Waived

Provided however that the restrictions as to 48 hours' notice shall not apply to any special meeting of the Board for which the Secretary obtains unanimous approval of all trustees to the holding of such meeting, and to the subject matter to be dealt with thereat.

3.2.4 Agenda

Special meetings shall be restricted to the items set out in the notice. No other business shall be considered unless all trustees are present at the meeting and unanimously agree thereto.

3.2.5 Cancellation

The Chair of the Board may cancel a special meeting by notice of cancellation given verbally in writing or by electronic means:

- (a) in the case of a meeting called by the Chair, if the Chair in his/her sole and absolute discretion deems that the need for such special meeting no longer exists; and
- (b) in the case of a meeting called by a majority of the trustees if one half or more of the trustees at whose request the special meeting was called give a further request that such special meeting be cancelled.

3.2.6 Notice of a Trustee's Late Arrival or Early Leave

Notice of a Trustee's late arrival or early leave from a Board meeting, whether participation is in the form of face-to-face or via teleconference, will be recorded in the minutes of the meeting.

3.2.7 Minutes

Approved minutes from all Special Board Meetings will be signed by the Secretary of the Board and the Chair of the Board on a quarterly basis and filed in a secure area of the Director's Office as Official Records of said meetings.

4.0 COMMITTEE SYSTEM

STANDING COMMITTEES	STATUTORY COMMITTEES
Corporate Services Executive Human Resources Integration of Catholic Faith Joint Board Consortium (YCDSB/YRDSB) Policy Review Student Success & Pathways Surplus Asset Committee	Audit Safe Schools Special Education Advisory Committee - SEAC Supervised Alternative Learning - SAL York Catholic Parent Involvement Committee - YCPIC

4.1 GENERAL COMMITTEE INFORMATION

4.1.1 Trustees are to be appointed to all Standing/Statutory Committees at first meeting in December of each year of the Trustee term.

4.1.2 Trustees are to be appointed to Ad Hoc Committees as required, to serve for the duration of the Committee.

4.1.3 Chair of the Board is ex-officio to all Board Standing Committees.

- 4.1.4 Terms of Reference
Annually, all established Committees shall, at their first meeting, review their terms of reference and forward to the Board any proposed revisions for approval. The terms of reference of other committees shall be approved by the Board at the time the committee is established. All Statutory Committees shall include in the terms of reference, the requirements for quorum and voting procedures. Terms of reference for all committees shall be kept on file in the Director's Office.
- 4.1.5 Election of Chair
The staff resource shall call the first meeting of the committee and conduct the election of the Chair as well as the Vice Chair if required. The election will follow the guidelines as set out in Section 2.2.
- 4.1.6 Meetings
Committee meetings shall be held on dates selected by the committee, the committee Chair or the Executive committee of the Board. Notice of meetings will be circulated to all Trustees.
- 4.1.7 Attendance
Attendance at meetings shall be in person or via teleconference call. Advance notice for Trustee participation via teleconference shall be communicated to the Secretary of the Board at least one hour before the start of the meeting. The Chair or Vice Chair of the Committee shall be in attendance in person where the meeting is held. If at any Committee meeting there is no Chair and Vice Chair physically present, the members may elect one of themselves to be Chair for that meeting. *[Education Act s.209(9)]*
- 4.1.8 Quorum
- 4.1.8.1 Standing Committees
- (a) Trustees are welcome at all standing and/or sub-/ad hoc committee meetings, **will count towards quorum, and have the right to vote.**
 - (b) For a Committee meeting to be duly constituted, a quorum of Trustees must be present including, either the Chair (or Chair's designate) or Vice Chair of the Committee.
- 4.1.8.2 Statutory Committees
- (a) Trustees are welcome at all statutory committee meetings, but will **not** count towards quorum and will **not** have the right to vote.
 - (b) Only Trustees appointed to Statutory Committees are eligible voting members of that committee. If a Trustee is appointed as an alternate and attends a meeting, they are only eligible to vote if the regular Trustee member is absent. This is to ensure that the Trustee/non-Trustee balance on these committees is preserved. Other Trustees are welcome at public statutory committee meetings as guests. (i.e.: SEAC, YCPIC, Audit)
 - (c) For a Committee meeting to be duly constituted, a quorum must be present including, either the Chair (or Chair's designate) or Vice Chair of the Committee.
- 4.1.9 Change or Cancellation of Meeting
Members of Committee(s) shall be notified of any change or cancellation of a meeting of the Committee(s), by verbal notification or, electronic means (with respect to such trustees as cannot be contacted personally or by telephone for verbal notice) in accordance with the provisions of Section 7.4 hereof.

4.1.10 Resource Staff

The Director of Education will act or appoint a supervisory officer as resource official for each committee. The Director shall be ex-officio staff resource of all committees. Committees shall have access to all Board information and the assistance of appropriate staff. The allocation of staff resource is the responsibility of the Director and is monitored by him/her. Where services require more staff time than can be made available, the matter will be brought to the Executive Committee.

4.1.11 Agendas

The resource staff in consultation with the Committee Chair shall be responsible for preparing an agenda for the committee meetings. Notice of all regular meetings shall be given, with such notice to be accompanied by the agenda for the meeting, and delivered to each member's place of residence 72 hours prior to the meeting or electronically for agendas of ten (10) pages or less if agreed to by the committee members by consensus at the first meeting of the committee.

4.1.12 Minutes

The minutes shall be the responsibility of the resource official and shall be distributed to all members within one month of the meeting date (i.e., for those meetings that occur every other month or committee meetings that may be convened even fewer times throughout the year).

Notice of a Trustee's late arrival or early leave from a meeting, whether participation is in the form of face-to-face or via teleconference, will be recorded in the minutes of the meeting.

A full and correct accounting of the proceedings shall be kept, including but not limited to the recording of those present, separately identifying those present in person, and those present electronically.

PROVIDED that the minutes of a meeting held in Private Session shall be kept separate and apart from other minutes, and except as otherwise permitted by the Chair or Director of Education, access thereto restricted to a Trustee, and the Director of Education or designate.

4.1.13 Committee Procedures

Subject to the provisions of this by-law, the committee shall be responsible for the establishment of internal procedures. The committee(s) may:

- (a) Request and receive reports from the department concerned. The Trustee will request the format of the requested information;
- (b) Hear delegations; and,
- (c) Receive and consider communications and petitions addressed to the Board on any subject within the terms of reference of such committee, as processed through the Executive Committee of the Board.

4.1.14 Sub-Committees

Sub-committees may be established by a Committee(s) to consider any matter within the terms of reference of the committee. A sub-committee is dissolved upon submission of its final report to the committee.

4.1.15 Reporting Procedure

- (a) A committee's report to the Board will identify action items first, with recommendations, followed by information items.

- (b) The report will be included with the agenda of the Board meeting.
- (c) The report will be attached as an integral part of the minutes of the Board meeting.
- (d) The report of a committee's in-camera session will be submitted to the Executive Committee for inclusion in the agenda for Committee of the Whole.
- (e) A committee shall submit a Report as outlined above for each area of jurisdiction dealt with by the Committee.
- (f) SAL (Supervised Alternative Learning) and the Board Safe Schools Committee do not regularly report to the Board, but will produce an annual Committee report summarizing their work.

4.2 EXECUTIVE COMMITTEE

4.2.1 How Constituted

The Executive Committee shall be constituted as follows:

- (a) The Chair of the Board
- (b) The Vice Chair of the Board
- (c) Minimum of One (1) Trustee-at-large

The Chair of the Board shall be the Chair of the Executive Committee.

The Director of Education shall be a resource to the Committee.

4.2.2 Right of Attendance

All trustees may attend the meetings of the Executive Committee.

4.2.3 Responsibilities of Executive

To:

- (a) Set Board agendas;
- (b) Set Board calendars;
- (c) Organize retreats and Trustee faith development; and,
- (d) Organize Trustee professional development and/or training sessions.

4.2.4 Meetings

The Executive Committee shall meet approximately one week prior to a Board meeting, or at the call of the Chair, at the Catholic Education Centre, in Aurora.

4.3 JOINT BOARD (YRDSB/YCDSB) CONSORTIUM

The Joint Board Consortium is created by agreement with an outside body, and its terms of reference are constructed by consensus with that outside body (the co-terminus Board).

4.3.1 Membership

The core membership of the consortium shall be two trustees from each Board plus the Chair from each Board. The quorum shall be three members, which shall include at least one trustee from each Board.

4.3.2 Responsibilities

The Joint Board Consortium shall have the following responsibilities:

- a) To govern and direct the operation of common services for the York Catholic District School Board and its Coterminous Board;
- b) To report and provide recommendations to each Board relating to areas within its mandate;

- c) To administer policies as approved by each Board;
- d) To make recommendations to each Board on the following topics with regard to transportation:
 - General policy and communications
 - Procurement of service and establishing rates
 - Annual budget estimates
 - Cost allocation formula
 - Financial controls
 - Operational reviews

4.3.3 Co-Chairs

The members shall at the first meeting elect from among themselves a Co-Chair. The consortium shall have two co-Chairs, one representing each Board.

4.3.4 Meetings

Unless otherwise determined by a motion of the respective Boards (YRDSB/YCDSB), the regular meeting of the Joint Board Consortium shall be held no less than 3 times per year, and alternating yearly between the offices of the York Catholic District School Board and the York Region District School Board, in Aurora on such day and at such time as the YRDSB/YCDSB shall from time to time determine.

4.4 STATUTORY COMMITTEES

4.4.1 How Established

At the first meeting of a newly elected Board, the Board shall establish the following statutory committees in accordance with the terms of the *Education Act* and the regulations there under:

- (a) Audit Committee
- (b) Safe Schools Committee
- (c) SAL (Supervised Alternative Learning)
- (d) SEAC (Special Education Advisory committee)
- (e) YCPIC (York Catholic Parent Involvement Committee)

4.4.2 Composition of Statutory Committees

The composition of statutory committees shall be for:

- (a) The Special Education Advisory Committee, the persons prescribed and selected in the manner set out in *Ontario Regulation 464/97*, as amended from time to time;
- (b) The Supervised Alternative Learning Committee, the persons prescribed and selected in the manner set out in *Ontario Regulation 308*, as amended from time to time;
- (c) The Safe Schools Committee, three (3) trustees selected by the Board as set out in the *Education Act* and *YCDSB Policy 202 Safe Schools – Student Discipline* as amended from time to time;
- (d) The York Catholic Parent Involvement Committee, two (2) trustees prescribed and selected in the manner set out in *Ontario Regulation 612/00*, as amended from time to time;
- (e) The Audit Committee, three (3) trustees selected by the Board, and 2 external members identified by the selection committee as per *Ontario Regulation 361/10*, as amended from time to time, and selected/appointed by the Board.

4.4.3 Membership

4.4.3.1 Trustee membership on Statutory Committees will be as per 4.4.2.

The names of Trustee members for all committees shall be recommended to the Board by the Executive Committee on an annual basis.

4.4.3.2 Non-Trustee members on Statutory Committees shall be appointed by the Board as required by legislation.

4.5 **GENERAL COMMITTEES**

4.5.1 How Constituted

The Board will establish the membership and role of other Committees as required.

4.5.2 Right of Attendance

All Trustees may attend meetings of other Committees.

4.5.3 Chair and Vice Chair

The members of the committee shall, at their first meeting, elect from among themselves, a Chair and if required a Vice Chair.

4.5.4 Joint Committees With Other Organizations

The Board may establish committees with other organizations. Trustee membership on these committees shall be approved by the Board.

4.5.5 Trustee Membership on Staff Committee

Trustee participation on staff committees may be requested by the Director of Education, but must be approved by the Chair and reported to the Board.

4.6 **BOARD REFERRAL POWER**

Notwithstanding anything contained in this By-Law, the Board shall have the power to refer any matter to any committee or Ad Hoc Committee it deems necessary/appropriate.

5.0 **AMENDMENTS TO BY-LAWS**

5.1 Amendment to By-laws

By-laws of the Board may be amended at a regular meeting of the Board upon the affirmative vote of a majority of all the trustees present, provided that a notice with the proposed text of the proposed amendment has been presented at a previous Board meeting.

By-Law No. 1 shall be reviewed by the Board's Policy Review Committee once per trustee (4-year) term or when there are changes to any pertinent legislation.

5.2 Suspension of a Rule

A provision or rule of this by-law may be suspended by a two-third majority vote provided notice of the motion to suspend the rule has been given at a previous meeting or in the call for the meeting; or it may be suspended without notice by a vote of a two-third majority of all the trustees eligible to vote whether present or absent.

6.0 **RULES OF ORDER**

In all cases not provided for by this By-Law, the rules and practice of Robert's Rules of Order shall govern as far as applicable at meetings of the Board and committees.

6.1 PROTOCOL FOR DEBATE

6.1.1 Address of the Chair

As much as possible, the Chair of any meeting shall be addressed in accordance with the preferences of the person occupying the position.

6.1.2 Member to Await Recognition

When any Member wishes to speak in debate, the Member shall raise a hand and await recognition by the Chair.

6.1.3 Conduct of Member in Debate

After recognition by the Chair, a Member shall at all times during debate:

- (a) Respect the Trustee Code of Conduct;
- (b) Address all debate, remarks, questions and the like to the Chair;
and
- (c) Confine all remarks, questions and the like to the motion/issue which is the subject of debate.

6.1.4 Interruption of Speaker by another Member

No Member who does not have the floor shall interrupt a Member who does have the floor except:

- (a) On a point of order;
- (b) On a question of privilege;
- (c) To request permission to withdraw a motion;
- (d) To appeal a ruling of the Chair;
- (e) On a motion to extend the time limit; and
- (f) In the event that a Member interrupts a speaker pursuant to the authority given in this section, the Member shall confine all remarks to the particular point.

6.1.5 Motion May Be Read

Any Member may require a question under discussion to be read at any time in the debate, but not so as to interrupt any Member while speaking.

6.1.6 Rulings of the Chair

Whenever the Chair is called upon to decide a point of order or procedure, the Chair shall, before deciding, state the rule applicable to the case, without comment, and the ruling of the Chair shall, subject to the right of appeal provided in 6.1.11 be final and binding.

6.1.7 Challenges to Rulings of the Chair

Any person entitled to vote on the main motion on the floor may move a motion appealing any ruling of the Chair on a point of order or procedure; such a motion must be seconded and may not be amended; the vote on such motion shall be taken without debate, and the result shall be final and binding.

6.2 Voting

6.2.1 Right to Vote/Board of Trustees

Every member present, including the Chair, but excluding those who declare a conflict of interest as required by the *Municipal Conflict of Interest Act*, shall vote on all questions on which the Member is entitled to vote (noting the specific restrictions on statutory committees, (i.e.: Audit Committee, Safe Schools Committee, Special Education Advisory Committee, Supervised Alternative Learning Committee, YCPIC Committee). An abstention is not considered a vote. Only Members present at a meeting or participating via teleconference call when a vote is taken shall have the right to vote.

Right of Vote/Student Trustees

Student Trustee votes do not count, however, a Student Trustee has the right to have their vote recorded in the minutes.

6.2.2 Voting Public

Every vote shall be so conducted that the Chair and all other persons present may observe or hear (as repeated by the Chair from those attending via teleconference call) how each member votes.

6.2.3 Voting

Every member present, at the time of voting, including the Chair; but excluding those that have declared a conflict of interest as required by the *Municipal Conflict of Interest Act* [s. 5(1)] may vote on all questions on which the member is entitled to vote. It is incumbent on the Trustee with a conflict of interest to request that the declaration be recorded in the minutes.

6.2.4 Equality of Votes

Any motion on which there is an equality of votes is lost [*Education Act*, s. 208 (12)]

6.2.5 Method of Voting

Unless otherwise specified herein, all votes at any meeting of the Board shall be by simple majority of the votes cast. Unless otherwise specified herein, all votes at any meeting of the Board shall be called by a show of hands or expressed verbally by those attending via teleconference, unless a secret ballot is demanded, in which case such vote shall be by secret ballot in the same manner as is provided for in the election of the Chair and the Vice Chair.

When the vote is taken by a show of hands or expressed verbally by those attending via teleconference call, any member has a right to require a division of the assembly by having the affirmative raise their hands and then the negative, a second time, so that all may know how members vote.

A majority vote is required to order a vote by secret ballot (with number of votes on both sides officially entered in the minutes). A member's vote shall be recorded upon the member's request.

6.2.6 Recorded Votes

Any Trustee may, at any time, request that a vote be recorded by entering the names of those voting on both sides into the Minutes and, upon such a request being made, the vote shall be so recorded. For certainty, a request for a recorded vote shall not be subject to a vote.

6.3 Exception to Policy

The Board may pass a motion that makes an exception to a policy provided that the exception is clearly delineated and is passed by a vote of a majority of all trustees eligible to vote whether present or absent.

6.4 Reconsideration

Any question when once decided by the Board shall not be reconsidered during the ensuing 60 day period unless otherwise determined by two-thirds vote of all the trustees eligible to vote whether present or absent.

6.5 Debatable Motions to be in Writing

No motion or amendment shall be debated or put to a vote unless the same be in writing and distributed to all trustees present or attending by teleconference and seconded, except:

- a) Where a date, time, single figure or single word is to be added/changed;
- b) Where one or more words are to be deleted, but without substitution;
- c) For Motions to:
 - Adjourn
 - Fix the time of adjournment
 - Convene a recess
 - Limit or extend limits of debate
 - Receive and/or Refer
 - Hear delegations
 - Adopt reports/minutes
 - Postpone
 - Convene into private session
 - Rise and report
- d) Or such verbal motions as the Chair may accept.

7.0 GENERAL

7.1 Procedure for Appointment of Committees by the Board

In November of a non-election year, the list of committees as prepared by the Executive Committee shall be circulated to all trustees of the Board, with a request to indicate preference of Standing Committees, Statutory Committees and other Committees. Based on the preferences indicated, the Chair of the Board will recommend prior to December 31st a slate of committees for the following year.

In December of an election year, the list of committees as prepared by the Executive Committee shall be presented at a caucus meeting of the Trustees in office for the following year, with request to indicate preference for membership on Standing Committees, Statutory Committees and other Committees. Based on the preferences given, the elected Chair of the new Board will recommend a slate of committees for the following year, provided that recommendation for membership to the standing and statutory committees will be made at the first meeting of the new Board. Membership to other committees will be made no later than the January meeting. Terms of Reference for ALL committees will be provided to all Board members at the time the selection preference form is provided.

In an election year, all committees of the Board shall be dissolved on the 30th day of November. In a non-election year, all committees are to continue as constituted until dissolved or until their successors are appointed.

7.2 Recommending Membership to Committees:

The Chair of the Board shall recommend all committee appointments to the Board.

7.3 Notice of Meeting

Unless otherwise specified herein, all notices required to be sent in this By-law shall be delivered to each trustee at the trustee's last known place of residence, 72 hours prior to the meeting concerned within the notice. In the event that receipt of notice is disputed by a Trustee a statement by the Secretary of the Board or designate that notice of a meeting has been sent shall be conclusive proof thereof.

7.4 Vacancy on the Board

If the office of a member of a board become vacant before the end of the member's term:

- 7.4.1 The remaining elected members shall appoint a qualified person to fill the vacancy within 60 days after the office becomes vacant, if a majority of the elected members remain in office; or
- 7.4.2 A by-election shall be held to fill the vacancy, in the same manner as an election of the board, if a majority of the elected officers do not remain in office.
- 7.4.3 Where the Board is appointing a qualified person to fill a vacancy:
Applications will be invited from separate school electors within the Region of York.
- 7.4.4 Advertisements will be placed in a newspaper having circulation within the Region of York; and announcements will be made through parish churches.
- 7.4.5 Candidates will be requested to submit written applications with background information and qualifications, to the Secretary of the Board for inclusion in the Board agenda.
- 7.4.6 All applicants will be interviewed by the Board as to their reasons for wishing to become a trustee on the Board.
- 7.4.7 Election shall be by secret ballot in the same manner as for the election of the Chair and Vice Chair of the Board, with the Chair of the Board presiding.

8.0 DUTIES OF THE CHAIR OF THE BOARD

8.1 The Chair Shall:

In addition to those duties assigned under provincial legislation:

1. Preside at all meetings of the Board and the Executive Committee and conduct them according to the by-laws of the Board.
2. Be an ex-officio member of all Board Standing Committees, and when present at Standing Committee meetings count as a member of quorum.
3. Recommend all committee appointments to the Board.
4. Be a signing officer of the Board.
5. Approve the agenda of Board meetings.
6. Establish good relations with the public served by the Board.
7. Maintain good relations between Board and staff.
8. Maintain official relationships with the Ministry of Education and Training, municipal councils, the clergy, planning boards, and other organizations or groups.
9. Be authorized to appoint trustees to interview teams when the approval of the Board cannot be obtained.
10. Act as official spokesperson for the Board.

8.2 The Chair May:

1. Vote on all questions before the Board.
2. Call special meetings of the Board.
3. Delegate to the Vice Chair or other trustees such duties as deemed appropriate.
4. Call another member to the Chair in private session.
5. Delegate the Vice Chair to act in his/her stead as ex-officio member at committee meetings.
6. Represent the Board at official functions or meeting with the Ministry of Education and Training, other boards, organizations and groups.

7. Issue statements to the public media on behalf of the Board.

9.0 DUTIES OF THE VICE CHAIR OF THE BOARD

9.1 The Vice Chair Shall:

In addition to those duties assigned under provincial legislation and these by-laws:

1. In the absence of the Chair, or in the event of the inability of the Chair to act, assume any or all of the duties of the Chair except those which are precluded by law, regulation, or by-law
2. Be a signing officer of the Board.
3. Chair the Private Session (Committee of the Whole) of the Regular Board Meeting.

9.2 The Vice Chair May:

In the absence of the Chair and at the request of the Chair, act as ex-officio member of committees, and, when present, count as a member of the quorum.

9.3 Board or Committee Chair Vacated

In the case of the Board or committee Chair being vacated, the Vice Chair shall become the Chair for the unexpired term.

10.0 OFFICERS AND OFFICIALS

10.1 Officers Named

The officers of the Board shall be the:

- a) Chair;
- b) Vice Chair;
- c) Secretary; and,
- d) Treasurer.

11.0 EXECUTION OF DOCUMENTS

11.1 Materially Significant Document

For the purposes of this Article 11, "Materially Significant Document" shall mean:

11.1.1 A deed or transfer of land, or a permanent interest therein;

11.1.2 A lease of land or building, or an interest therein, for a period of not less than seven (7) full years, and a renewal or extension thereof for period of not less than seven (7) full years;

11.1.3 A debenture or the renewal of a debenture; or,

11.1.4 Any document expressly prescribed by the Board as a Materially Significant Document.

11.2 Board Seal

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

11.3 Affixing Board Seal

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

11.4 Minutes

Approved minutes from all Board Meetings will be signed by the Secretary of the Board and the Chair of the Board on a quarterly basis and filed in a secure area of the

Director's Office as Official Records of said meetings.

11.5 By-laws

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

11.6 Execution of a Materially Significant Document

A Materially Significant Document that has received approval by Board motion for execution by the Corporation may be signed by any two persons:

11.6.1 Chair;

11.6.2 Vice-Chair;

11.6.3 Director of Education and Secretary;

11.6.4 Associate Director, Leading Services & Treasurer;

Or, by any of the foregoing together with an Assistant Secretary. Any document so signed is binding upon the Board without any further authorization or formality.

11.7 Signing Authority

The Board shall establish an Approval Authority Schedule (AAS). This schedule will outline the signing and approval authorities on behalf of the Board.

11.8 Additional Authority

In addition to the authority provided by Section 11.6 and 11.7, the Board may from time to time appoint any Officer or Officers or any person or persons on behalf of the Board, either to sign documents generally or to sign a specific document.

11.9 Certification of Documents

The Secretary or an Assistant Secretary is authorized to:

- (a) Sign any certificates authenticating any By-laws, resolutions or extracts of minutes, or any other document; and,
- (b) Affix the seal to any such certification.

12.0 BANKING

12.1 Bank Signing Officers

The signatures of two signing officers, namely the:

(a) Director of Education & Secretary;

(b) Associate Director, Strategic Leadership;

(c) Chief Financial Officer; or,

(d) Coordinating Manager, Budget & Audit Services;

are required when making, drawing, accepting, endorsing, negotiating, lodging, depositing or transferring all or any cheques, promissory notes, drafts, acceptances, bills of exchange, order for payment of money, contracts for letters of credit and forward exchange; issuing cheques, drafts or orders for payment drawn on the bank accounts of the Board.

12.2 Endorsement for Deposit

The Treasurer, by signature or by rubber stamp endorsement, may negotiate or deposit with or transfer to the bankers for the Board, but for the credit only of the account of the Board, all or any cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money.

12.3 Signatures by Reproduction

Signatures of persons authorized to sign may be printed, lithographed or otherwise

mechanically reproduced as provided by the *Education Act*.

13.0 REPEAL OF PRIOR BY-LAWS

13.1 Repeal of Prior By-laws

Subject to the provisions of 13.2 [exception] and 13.3 [proviso] hereof, all prior by-laws, resolutions and other enactments of the Board heretofore enacted or made are repealed.

13.2 Exception

The provisions of 13.1 [repeal] shall not extend to any by-law or resolution heretofore enacted for the purpose of providing to the Board the power or authority to borrow.

13.3 Proviso

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

REVISED this 20th day of June 2017

Carol Cotton, Chair of the Board

Patricia Preston, Director of Education

Revisions to By-Law 1 (former 99):

June 6, 2017	To incorporate changes to 2.2 Election Procedures; 3.1.12 Agenda for Board Meetings; 4.1.12 Minutes
January 31, 2017	Update Statutory and Standing Committees
June 21, 2016	Review and update of By-Law No. 1: Operational By-Law
February 25, 2014	To incorporate a change to 3.1.11 Agenda for Board Meetings: <i>Presentations of Input Related to an Item on the Agenda</i>
November 2013	To incorporate changes to Committee System; Amendment to By-laws
April 2012	Revisions to Bank Signing Officers
February 2012	Revisions to election procedure and signing authority
December 2011	To incorporate By-law 76 Execution of Documents – revised to incorporate changes to: Committee System; New Business brought forward by Trustee; Statutory Committees and other Committees; Rules of Order
June 2011	To incorporate changes in Board meeting structure
September 2009	To re-number By-Law 99 to By-Law 1
September 2009	To incorporate revisions of practice
January 15, 2002	To incorporate changes to voting rights, quorum and presiding Chairs at committee meetings
August 29, 2000	To incorporate change in organization and start time of board meetings
June 8, 1999	To incorporate change in Board organization structure and other revisions
Dec. 16, 1997	Interim By-Law 99
Nov. 24, 1997	To consolidate amending By-laws 114-117-118-123
July 6, 1994	To incorporate amending By-Laws 167 and 169
June 30, 1992	To incorporate amending By-Law 159
October 22, 1991	To incorporate amending By-Law 149
November 1990	To incorporate amending By-Law 139
August 1990	To incorporate amending By-Law 124
February 1990	To incorporate amending By-law 1