SECTION A
A2

CATHOLIC DISTRICT SCHOOL BOARD OF EASTERN ONTARIO

General Board Operational And Procedural By-Laws

Approved: November 14, 2000
Amended: Feb. 6, 2001, Feb. 2002 & Feb. 2003, April 2006 (Resolution 06-04-116) October 2009 (Resolution No. 09-10-397), March 2011 (Resolution 11-03-075), March 2012 (Resolution 12-03-076, 12-03-077, 12-03-078, 12-03-079, 12-03-080) April 2012 (Resolution No. 12-04-123)
March 2014 (14-03-470), May 1, 2018 (Resolution No. 18-10-239) October 2, 2018 (Resolution No. 18-10-248), March 19, 2019 (Resolution No. 19-04-091), May 3, 2022 (Resolution No. 22-05-073) June 20, 2023 (Resolution No. 23-06-308), December 19, 2023 (Resolution No. 23-12-362), February 17, 2026 (Resolution No. 26-02-617), August 25, 2026 (Resolution No. 26-08-668)

Table of Contents

1.0 INTERPRETATION 5
1.01 Definitions and Meaning of Terms 5
1.02 Majority : 6
2.0 INAUGURAL AND ANNUAL MEETING OF THE BOARD 7
2.01 Date of Inaugural Meeting: 7
2.02 This Article will apply to newly-elected Boards 7
2.03 Bishop's Attendance 7
2.04 The Order of Business for the First meeting of the Board: 8
2.05 Procedures for the Election of the Chair and the Vice-Chair of the Board: 8
2.06 Election of Vice-Chair 9
2.07 Procedure at the Annual Meeting: 9
2.08 Further Business: 9
3.0 MEETINGS 10
3.01 Regular Meetings of the Board: 10
3.02 Committee of the Whole: 10
3.03 Policy Committee 10
3.04 Special Meetings: 11
3.05 Trustee Professional Development 11
3.06 Notice of Regular Meetings: 11
3.07 Notice of Special Meetings: 11
3.08 Meetings of Special Committees of the Board 12
3.09 Quorum for Meetings: 12
3.10 Length of Meetings: 13
3.11 Delegations/Presentations: 13
3.12 Photographing and Recording of Open Meetings 16
4.0 COMMITTEES AND APPOINTMENTS 17
4.01 Service on Committees of the Board and Appointments: 17
4.02 Composition of Committees of the Board: 17
4.03 Dissolution of Committees: 17
4.04 Establishment of Sub-Committees: 18
4.05 Advisory Committee: 18
4.06 Right of the Chair of the Board: 19
4.07 Right of the Vice-Chair of the Board: 19
4.08 Right of Trustees 19
4.09 Voting at Meetings of Committees: 19
4.10 Removal from Committees: 19
4.11 Resignation from Committees: 19
4.12 Filling of Vacancies: 19
4.13 Committee Procedure: 20
4.14 Referral Power of the Board: 20
4.15 Matters for Consideration by the Board: 20

4.16 Closing of Certain Committee Meetings: 22
4.17 Community Advisory Committees: 22

5.0 COMMITTEE REPORTS 23
5.01 Reporting: 23
5.02 Preliminary Identifying Information: 23
5.03 Sub-Committee Reports: 23
6.0 RULES OF ORDER 24
6.01 The Rules of Order: 24
6.02 Robert's Rules of Order: 24
6.03 Presiding Officer: 24
6.04 Chair Permitted to Speak 25
6.05 Chair Pro Tem: 25
7.0 AGENDA 26
7.01 Agenda for Regular Meetings of the Board and Committee of the Whole Meetings: 26
7.02 Agenda for Special Meetings of the Board 26
7.03 Agenda For Committee of the Whole Meetings 27
7.04 Variation: 27
7.05 Trustee Inquiries: 27
7.06 Delivery of Draft Meeting Agenda 27
7.07 Items on the Agenda: 28
7.08 Placement Where Considered by Two or More Committees 29
7.09 Placing Matter on a Committee Agenda 29
7.10 Notice of Motion for a Board Meeting: 29
7.11 Notice of Matter for a Meeting of a Committee 30
8.0 MOTIONS 31
8.01 When motions must be moved and seconded 31
8.02 Debatable Motions in Writing: 31
8.03 Deferral of Debate: 31
8.04 Precedence of Motion: 31
8.05 Reconsideration of a Motion: 31
8.06 Recording of all Motions: 32
9.0 PROTOCOL FOR DECISION-MAKING 33
9.01 Member to Await Recognition: 33
9.02 Conduct of a Member in Decision-Making: 33
9.03 Interruption of Speaker: 33
9.04 Point of Information: 34
9.05 Motion May Be Read: 34
9.06 Rules at Meetings of Committees: 34
10.0 VOTING 35
10.01 Voting Compulsory: 35
10.02 Member Must be Present: 35
10.03 Affirmative Vote Required: 35
10.04 Methods of Voting: 35

10.05 Voting Method To Be Used: 36
10.06 Vote Lost on Equality: 36
10.07 Declaration of Result: 36
10.08 Recording a Vote: 36
11.0 OFFICERS 37
11.01 Officers Named: 37
11.02 Duties of the Chair: 37
11.03 Duties of the Vice-Chair: 38
11.04 Duties of the Secretary of the Board: 39
11.05 Duties of the Treasurer of the Board: 40
11.06 Removal of Officers: 40
12.0 EXECUTION OF DOCUMENTS 41
12.01 Board Seal: 41
12.02 Signing Authorities: 41
12.03 Minutes of Meetings: 41
12.04 By-laws and Policies: 42
12.05 Certification of Documents: 42
12.06 Execution Not under Seal: 42
12.07 Endorsement for Deposit: 42
12.08 Signatures by Reproduction: 42
13.0 AMENDMENT TO BY-LAWS 43
13.01 Amendment After Notice: 43
13.02 Amendment Without Notice: 43

1.0 INTERPRETATION

1.01 Definitions and Meaning of Terms :

For this By-law and all other by-laws of the Board unless the context otherwise requires:

1.01.01 the singular includes the plural;

1.01.02 "ACT" means the Education Act as amended from time to time;

1.01.03 "ANNUAL MEETING" means the first meeting held in December of each year which is not a municipal election year;

1.01.04 "BOARD" means the Catholic District School Board of Eastern Ontario which, in accordance with the Education Act, is a Roman Catholic School Board in union with the See of Rome and represents the counties of Dundas, Glengarry, Grenville, Lanark, Leeds, Prescott, Russell and Stormont.

1.01.05 "COMMITTEE OF THE WHOLE" means a private meeting or a committee from which the public is excluded;

1.01.06 "CHAIR" means the Chair of the Board, any Committee or Sub-committee, Governance Committee, or Policy Committee established by the Board.

1.01.07 "COMMITTEE" means any special or ad hoc Committee established by the Board but does not include the Policy Committee or Governance Committee, unless specified;

1.01.08 "CHIEF EXECUTIVE OFFICER" means the Chief Executive Officer of the school system and Secretary of the Board;

1.01.09 "INAUGURAL MEETING" means the first meeting of a newly-elected board to be held following a municipal election and the commencement of the term of office;

1.01.10 "MEETING" includes a meeting of the Board and of Committees;

1.01.11 "POLICY COMMITTEE" means a Committee consisting of all Trustees and Student Trustees of the Board;

1.01.12 "STUDENT TRUSTEE" means a student selected by the Student Senate to represent students on the Board in accordance with the Act and Regulations;

1.01.13 "TRUSTEE" means a person elected, acclaimed or appointed to the office of trustee of the Board pursuant to the provisions of the Municipal Elections Act;

1.01.14 "VICE-CHAIR" means the Vice-Chair of the Board;

1.01.15 "YEAR" means, unless qualified by the word "calendar" or "school year", the period commencing on the first day of December, and ending on the last day of November next following.

1.02 Majority :

Whenever, in the By-laws of the Board, there is provision for a majority of trustees present or a majority of all trustees such majorities shall be calculated as the simple majority unless otherwise specified.

2.0 INAUGURAL AND ANNUAL MEETING OF THE BOARD

2.01 Date of Inaugural Meeting:

2.01.01 The Annual and Inaugural board meetings shall be held at 6:00 p.m. on November 15 if it is a Tuesday or on the first Tuesday following November 15, in the Board Room in the office of the Board in keeping with the Municipal Elections Act. On the petition of a majority of the Trustees who will comprise the Board, the Chief Executive Officer, or their designate, shall arrange for the calling of the Annual Meeting at some other specified time and date provided that the date is not later than the 21st of November.

2.01.02 It is the responsibility of the Chief Executive Officer to co-ordinate a series of orientation seminars for trustees. The first orientation seminar will be scheduled prior to the inaugural meeting to review the By-laws and the process for election of officers. Trustees may also hold a meeting to discuss candidates for election of officers.

2.02 This Article will apply to newly-elected Boards

At the appointed time, the Chief Executive Officer shall call the meeting to order and proceed to

(a) read the returns of elections to the Board as certified to him or her by the Municipal Clerks, certifying to the election of trustees,

(b) the declaration and, if any, the oath or affirmation of allegiance shall be filed with the secretary of the Board, within eight days after it is made or taken, as the case may be, and

(c) declare the Board to be legally constituted for the appropriate term of office.

In the absence of the Chief Executive Officer, a senior official shall be elected to preside.

2.03 Bishop's Attendance

The Bishop or his delegates are to be invited on a rotating basis to the first meetings of the Board.

2.04 The Order of Business for the First meeting of the Board:

(a) Opening
  (i) Prayer
  (ii) National Anthem
(b) Roll Call
(c) Chief Executive Officer's Address
(d) Election of the Chair of the Board
(e) Election of the Vice-Chair of the Board
(f) Action Items
  (i) Destruction of Ballots
  (ii) Provision for the Official Signatures and Banking Borrowing By-law
(g) Chair's Address
(h) Vice-Chair's Address
(i) Ministry Liaison's Address
(j) OCSTA's Address
(k) Closing Prayer
(l) Adjournment

2.05 Procedures for the Election of the Chair and the Vice-Chair of the Board:

(a) Two scrutineers are appointed by the members of the Board.
(b) Nominations
  (i) Every member nominates the candidate of his or her choice by writing the latter's name on a ballot if he or she so wishes.
  (ii) The scrutineers prepare a list of those nominated. The nominees are announced by the Chief Executive Officer or the new Chair.
  (iii) The nominees declare whether they are running or not.
  (iv) The names of the candidates are listed alphabetically on the chalkboard.

(c) No Election

If there remains only one candidate for the office of Chair or Vice-Chair, he or she is declared elected for this office by acclamation.

(d) Election

  (i) Candidates shall be invited to submit their curriculum vitae and present their platform.
  (ii) Every member writes the name of the candidate of his or her choice on a ballot.
  (iii) The scrutineers count the votes.

(iv) The Chief Executive Officer or new Chair declares the name of the candidates who have received the largest number of votes but does not declare the count.

(e) In the Case of An Equality of Votes

As provided for by subsection (8) of Section 208 of the Education Act, the candidates shall draw lots to fill the position of Chair or Vice-Chair, as the case may be.

2.06 Election of Vice-Chair

The Chair so elected shall then take the Chair and conduct the election for the office of Vice-Chair in the manner prescribed in article 2.05.

2.07 Procedure at the Annual Meeting:

The procedure at the Annual Meeting of the Board, subject to other By-laws, shall be as set out in section 2.02.

2.08 Further Business:

The Chair of the Board if present, or in the absence of the Chair, the Vice-Chair shall then take the Chair as Presiding Officer and proceed with:

2.08.01 Annual Remarks by the Chair

2.08.02 The passing of a resolution authorizing the Treasurer or Secretary of the Board and the Chair or Vice-Chair to borrow from time to time by way of promissory note, such sums as the Board considers necessary to meet current expenditures of the Board until the current revenue has been received.

2.08.03 Any urgent business of the Board.

3.0 MEETINGS

3.01 Regular Meetings of the Board:

Unless otherwise ordered by special motion:

3.01.01 The regular meetings of the Board shall be held at the business office of the Board at 4:30 p.m. on the third Tuesday in each month with the exception of July, August, January and March subject to section 3.06.

3.01.02 If any such Tuesday falls on a statutory or civic holiday, such meeting shall be held at the same hour on the next evening.

3.01.03 The Chair for each Regular Meeting of the Board will be the Chair of the Board or in the absence of the Chair, by the Vice-Chair of the Board.

3.02 Committee of the Whole:

3.02.01 Meetings of the Committee of the Whole, when necessary, will be held at the business office of the Board at 4:30 p.m. on the first and third Tuesdays in each month with the exception of July, August, January and March. This may delay the regular meeting of the Board.

3.02.02 The Chair for each Committee of the Whole Meeting will be the Vice-Chair of the Board or in the absence of the Vice-Chair, by the Chair of the Board.

3.02.03 Recommendations of Committee of the Whole shall proceed to the Consent Agenda of the next Regular Meeting of the Board, unless otherwise directed.

3.03 Policy Committee:

3.03.01 There shall be a Policy Committee of the Board. All Trustees and Student Trustees are members of the Policy Committee. The Policy Committee is not a Special or Ad Hoc Committee.

3.03.02 Meetings of the Policy Committee will be held at the business office of the Board following the regular board meeting of the board on the third Tuesday in each month with the exception of July, August, January and March.

3.03.03 If any such Tuesday falls on a statutory or civic holiday, such meeting shall be held at the same hour on the next evening.

3.03.04 The Chair for the Policy Committee will be appointed by the Chair, or in their absence, the Chair of the Board.

3.03.05 Recommendations of the Policy Committee shall proceed to the Consent Agenda of the next Regular Meeting of the Board, unless otherwise directed.

3.04 Special Meetings:

Special Meetings of the Board or Committee of the Whole shall be held:
3.04.01 At any time determined by resolution of the Board at the date and time so determined;
3.04.02 At the call of the Chair;
3.04.03 At the date and time fixed by the Chair within seven days of receipt of the written request of the majority of the members.

3.05 Trustee Professional Development:

Up to three times a year, Trustees will be given the opportunity for professional development. The Chair or designate shall schedule the professional development and provide at least 48 hours notice. Professional development will be scheduled at the board office Should the professional development topic seem heavy, the professional development can be for a full day.

The professional development will be held in person at the board office. Trustees can request any relevant subject or training to be covered. The Chair must review requests with the Chief Executive Officer. No motions or decisions will be made during this professional development. This is not an opportunity to move business of the board forward. The Chief Executive Officer shall be present during all professional development. No minutes will be recorded,

3.06 Notice of Regular Meetings:

No formal notice of Regular Meetings of the Board or Committee of the Whole shall be required, but a written reminder of each meeting shall be circulated to each trustee not less than forty-eight hours in advance of each meeting.

3.07 Notice of Special Meetings:

Written notice of every Special Meeting of the Board or Committee of the Whole shall:
3.07.01 Be given by delivery to each Trustee at least forty-eight hours prior to the time of the meeting: and

3.07.02 State all business to be transacted or considered thereat, and notwithstanding any other by-law, no other business will be considered unless all Trustees who are eligible to vote on the matter are present at the meeting and unanimously agree thereto.

3.08 Meetings of Special Committees of the Board

The Chair or the Board may give direction to strike a Special or Ad Hoc Committee of the Board. Special or Ad Hoc Committees will meet at the call of the Chair of the Committee or the Administrative Resource Staff assigned to the committee. If the Chair has not been appointed, the Committee may select its Chair and its term. The terms of reference of such committee shall be established by resolution of the Board.

3.09 Quorum for Meetings:

3.09.01 Meetings of All Trustees

Subject to the Municipal Conflict of Interest Act, a majority of the Trustees of the Board shall constitute a quorum for meetings of the Board, Committee of the Whole, or Policy Committee.

3.09.02 Meetings of Committees

Subject to the provisions of Section 3.09.01, a majority of Trustees who are members of the Committee eligible to vote shall constitute a quorum for Meetings of a Committee when a Committee is composed of only Trustees.

3.09.03 Lack of Quorum

3.09.03.01 If a quorum is not present within thirty minutes after the time appointed for any Meeting (or such longer time as may be agreed upon by the members eligible to vote then present), the person assigned as Recording Secretary shall record the names of the persons present and the meeting shall stand adjourned, to be reconvened within seven days at the call of the Chair.

3.09.03.02 In the event that at such reconvened meeting a quorum is not present within thirty minutes after the time appointed (or such longer time as may be agreed upon by the members eligible to vote then present), the person assigned as Recording Secretary shall record the names of the persons present, such meeting shall stand adjourned and no further meeting need be called or held; OR

3.09.03.03 The Chair of a Committee, where there is no quorum present may, with the unanimous consent of those present who are voting members of the committee, proceed with a meeting and present a minority report to the Board.

3.09.04 Quorum Lost

Whenever a quorum is no longer present at a meeting, the provisions of Section 3.08.03 (Lack of a Quorum) shall apply with necessary modifications.

3.09.05 A trustee who cannot attend board meetings should so notify the Secretary of the Board as early as possible, and if it should appear a quorum will be lacking, the Secretary shall so notify the Chair who will instruct the secretary to notify the Trustees of the postponement or cancellation of the meeting.

3.10 Length of Meetings:

3.10.01 Maximum Length of Meetings

No meeting shall continue in session beyond 23:00 hours.

3.10.02 Extension of Length

Notwithstanding Section 3.12.01 (Maximum Length of Meetings), upon consent of a majority of members eligible to vote who are present, a meeting may be extended beyond the limits otherwise provided.

3.11 Delegations/Presentations:

The Board agenda will provide for up to three (3) Delegations/Presentations. Delegations to the Board will follow the protocol outlined below:

Delegation Qualifications

3.11.01 Delegations are limited to (a) members of the CDSBEO community – including CDSBEO students, their parents/guardians/caregivers, staff, and volunteers; (b) those who reside or work within the CDSBEO boundaries and who are impacted by the operations of the Board; and (c) individuals or organizations serving the CDSBEO community.

Delegation Requests

3.11.02 Delegates may request to address the Board or a Committee of the Board on an item on the agenda or on any other matter, with the exception of Committee of the Whole (In-Camera) that is relevant to the mandate of the Committee or Board.

3.11.03 A delegation may be made to one Committee or to the Board only once within a 12-month period, unless the subject of the delegation has changed substantially. IF the board has made a decision on the matter, delegates may resubmit 12 months following the decision. Delegations on the same subject to multiple Committees or the Board are not permitted.

3.11.04 Employees of the Board or representatives of employee groups may only delegate to the Board on matters not currently before central or local bargaining. Employees may not delegate on matter concerning individual employment or personal professional interests. Employees are required to maintain as confidential any and all information they acquire during the course of employment that would reasonably be considered personal or confidential information and are responsible to ensure compliance with all CDSBEO policies and procedures.

3.11.05 Commercial enterprises are prohibited from appearing before the Board as a delegation for purposes of promoting their products/services.

3.11.06 In order to appear as a delegation, the individual or group must forward a written request to the Chief Executive Officer, using the Delegate Request Form, two weeks in advance of the next Regular meeting of the Board.

3.11.07 Such a request shall be approved or denied by the Chair of the Board and/or the Chief Executive Officer or designate at their sole discretion.

3.11.08 If the agenda is full, the delegation shall be given the option to submit their delegation in written form only, or to present at the immediate next Regular meeting of the Board.

3.11.09 Where there are multiple delegations on the same topic, the Chair of the meeting may combine presentations or reduce the time of each presentation, at the Chair's sole discretion.

3.11.10 Where a matter presented by a delegation deals with topics carefully considered by the Committee of the Whole, the Chair shall direct that the matter be discussed in Committee of the Whole.

3.11.11 The individual or group must indicate to the Secretary of the Board the name of every individual who will appear as part of the delegation.

3.11.12 Delegations may appoint up to two spokespersons, each of whom must be qualified to appear as a delegation in accordance with Article 3.12.01 above, to address the Board. Only the spokesperson(s) will be permitted to speak on behalf of the delegation.

3.11.13 The individual or group requesting delegation must provide to the Secretary of the Board, along with the written request submitted two weeks in advance of the next Regular meeting of the Board, a written copy of the proposed presentation (verbatim speech) along with any visual or written presentation or materials the delegation intends to provide or to project on screen during the delegation. These are subject to the approval of the Chair of the Board and/or the Chief Executive Officer or designate.

3.11.14 The written material should be provided so it can be included in the agenda package. The presentation will appear as part of the support material for the meeting at which the presentation is made.

Delegation Procedure

3.11.15 Delegations will be accorded ten minutes to make their presentation before the Board. Accommodations may be considered by the Chair, for purposes of translation or disability-related accommodations.

3.11.16 The delegation's spokesperson(s) shall follow the written presentation as submitted and approved. The Chair of the meeting may terminate a delegation that deviates from the written presentation.

3.11.17 After each delegation is completed, up to seven minutes in total may be used for Trustees to ask questions of clarification only; this time includes time taken by the response. Any individual question and its response may only take one minute. The Chair will intervene if either the question or response are argumentative or become debate.

3.11.18 The Chair will thank the delegation after its presentation. A Response to the Delegation will be placed on the agenda of the next Regular Meeting.

Delegation Conduct

3.11.19 Delegations are expected to conduct themselves in a respectful and constructive manner, and consistent with CDSBEO policies and procedures and applicable law including the Ontario Human Rights Code. As examples, delegations may voice concerns, but must not:

a. Promote hate, harassment, or violate CDSBEO policies and procedures.
b. Use offensive, obscene, or defamatory language, gestures, or images.
c. Use the name/title/position of any person in a negative, critical, or derogatory fashion, directly or indirectly.
d. Misuse personal information related to CDSBEO students, staff, or Trustees.
e. Deviate from their written presentation or discuss topics outside of their intended delegation.
f. Discuss matters related to litigation or potential litigation or any matter which is currently before any court or administrative tribunal affecting the CDSBEO; or
g. Engage in debate with other delegates, staff, or Trustees.

3.11.20 Any items or actions that may distract or discomfort attendees or disrupt the meeting – including but not limited to signs, banners, posters, emblems, flags, placards, or heckling – are not permitted.

3.11.22 Each delegation, at the time of registration with the Secretary of the Board, shall receive a copy of this section of the By-law.

3.12 Photographing and Recording of Open Meetings:

Open meetings may be recorded by the media, or the CDSBEO for broadcast on radio, television or via internet. Attendance by a member of the public at the meeting is implicit consent by the individual to the use of the recording for that purpose. Private photographs or recordings of the proceedings are not permitted.

4.0 COMMITTEES AND APPOINTMENTS

4.01 Service on Committees of the Board and Appointments:

4.01.01 Each trustee (except the Chair) shall serve on at least one Legislated Committee or Ad Hoc Committee of the Board.

4.01.02 The Chair may appoint members to Committees and appoint representatives to community or external organizations. The Chair of Committees shall be appointed by the Committee members. Trustees will be appointed based on criteria including but not limited to: knowledge and expertise, the interest of the Board, geographic representation, ability to make a commitment to the work of the committee and potential conflicts of interest. No Trustee will be appointed to any Committee of the Board or as an appointed representative over the trustees expressed objection.

4.02 Composition of Committees of the Board:

Each of the Committees of the Board other than the Advisory Committee shall be composed of not less than 1 nor more than 3 trustees unless otherwise provided by resolution of the Board. The Committee will report, as required, directly to a meeting of the Committee of the Whole, as appropriate.

4.03 Dissolution of Committees:

A committee shall be dissolved:

4.03.01 Upon the delivery of its final report to the Board;

4.03.02 At any time upon a resolution of the Board; and

4.03.03 In any event, at the end of the term of office of the Board;

Provided however, that a succeeding Board, when constituted, may continue or reconstitute any such Committee at or after the Inaugural Meeting.

4.04 Establishment of Sub-Committees:

Sub-Committees may be established by any Committee to consider any matter within the terms of reference of the Committee.

4.04.01 Composition of Sub-Committees

Membership on a Sub-Committee will be determined by the appointing Committee and may include persons who are not members of the Committee.

4.04.02 Dissolution of Sub-Committees

A Sub-Committee shall be dissolved:

- Upon the delivery of its final report to the appointing body
- At any time upon a resolution of the Board or of the appointing body; and
- In any event, at the end of the term of office of the Board;

Provided however that, unless a Sub-Committee has been previously dissolved by a resolution of the Board, a succeeding appointing body, when constituted, may continue or reconstitute any such Sub-Committee at or after the Inaugural Meeting.

4.05 Advisory Committee:

The Chair or the Chief Executive Officer may convene a meeting of the Advisory Committee for the purpose of seeking advice, views or guidance on any matter notwithstanding anything contained in the By-laws and responding to appeals or delegations when appropriate. The Committee will be made up of the Chair, the Vice-Chair, and two other trustees, selected by the Chair based on their knowledge, experience and expertise while ensuring that the geographic electoral areas are represented on the committee.

4.05.01 Written or telephone notice of meetings will be given to the Advisory Committee members at least 24 hours prior to a meeting, or such lesser period to which the members agree;

4.05.02 Minutes of meetings shall be maintained and available for inspection as in the case of any other meeting. The Committee will report to the Board on matters considered by the Committee.

4.06 Right of the Chair of the Board:

If eligible by law to vote on a matter, the Chair of the Board, when present, shall:

4.06.01 Be an ex-officio member of all Committees;

4.06.02 Be counted in determining the quorum; and

4.06.03 Have the right to vote at all Committee Meetings.

4.07 Right of the Vice-Chair of the Board:

4.07.01 The Vice-Chair, when delegated by or in the absence of the Chair, shall have all powers of the Chair, including the right to vote, if eligible by law, to vote on a matter.

Provided that whenever the Vice-Chair exercises any of the powers of the Chair, the absence of, or the delegation by, the Chair shall be presumed.

4.07.02 The Vice-Chair will Chair the meetings of the Committee of the Whole Board.

4.08 Right of Trustees

All trustees shall be entitled to notice of, to attend and to speak at all Board of Trustees Committee meetings.

4.09 Voting at Meetings of Committees:

If eligible by law to vote on the matter, Trustees may vote at Meetings at which they are present as follows:

4.09.01 In the case of a Trustee appointed or elected to a Committee, at all meetings of such Committee.

4.10 Removal from Committees:

The Chair may at any time remove any trustee from any committee.

4.11 Resignation from Committees:

A member may resign from any Committee at any time by notice in writing to the Chair of the Committee.

4.12 Filling of Vacancies:

A vacancy, however caused, shall be filled at the earliest practicable time but in any event not later than the second meeting after the vacancy occurs;

4.12.01 In the case of a vacancy on a Committee, by the Chair of the Board;

4.12.02 In the case of a vacancy in the office of its Chair or Vice-Chair, by election by the members thereof from among the Trustees in accordance with the provisions in Sections 2.05.

4.13 Committee Procedure:

Each Committee may

4.13.01 Subject to the approval of the Board, and subject to the other relevant provisions of the By-laws, establish procedures for the efficient operation of the Committee;

4.13.02 Request from the Chief Executive Officer reports concerning matters within its terms of reference;

4.13.03 Receive reports from any officer of the Board concerning matters within its terms of reference;

4.13.04 Hear delegations concerning matters within its terms of reference; and

4.13.05 Receive and consider communications and petitions addressed to the Board on any subject within the terms of reference of such Committee without first being referred to the Board.

4.13.06 Sub-Committee Procedures

As far as practicable, each Sub-Committee will follow the procedures established for and (except as to terms of reference) have all the powers of the Committee of which it is a Sub-Committee.

4.14 Referral Power of the Board:

Notwithstanding anything contained in the By-laws the Board, upon the majority vote of all Trustees eligible to vote on the matter, shall have the power to refer any matter to any Committee, regardless of the terms of reference of any Committee.

4.15 Matters for Consideration by the Board:

The work of the Board of Trustees is to serve as trustees for the Catholic Community in determining and demanding appropriate organizational performance. To distinguish the Board of Trustees', own unique work from the work of its staff, the Board of Trustees will concentrate its efforts on the following outputs:

4.15.01 The link between the organization and the Catholic Community;

4.15.02 Clarity of values and vision in written governing policies which, at the broadest levels, address:

- AIMS/ENDS: Organizational impacts, benefits, outcomes, recipients, and their relative worth (what benefits, for what people, at what cost);
- Executive Limitations: Constraints on executive authority which establish the prudence and ethics boundaries within which all executive activity and decisions must take place;
- Governance Process: Description of how the Board of Trustees conceives, carries out and monitors its own task as a Board of Trustees
- Board-Chief Executive Officer Relationship: Delegation of power and its proper use monitored; the Chief Executive Officer role authority and accountability.

4.15.03 The assurance of organizational performance as described in all Board policies.

4.15.04 Legislative impact to bring about positive changes to legislation;

4.15.05 Proposed or necessary amendments to the By-Laws.

4.16 Closing of Certain Committee Meetings:

In accordance with the Education Act, a meeting of the Committee of the Whole may be closed to the public when the subject matter under consideration involves:

4.16.01 The security of the property of the Board;
4.16.02 The disclosure of intimate, personal or financial information in respect of:

- A member of the Board;
- An employee or prospective employee of the Board;
- A student or his or her parent or guardian;

4.16.03 The acquisition or disposal of a school site;
4.16.04 Decisions in respect of negotiations with employees of the Board; and
4.16.05 Litigation affecting the Board.

4.17 Community Advisory Committees:

The Board of Trustees may, from time to time, establish Community Advisory Committees made up of community representatives, staff representatives, trustees and others and with terms of reference as determined by the Board of Trustees. Community
Advisory Committees are intended to provide advice and education to enable the work of the Board of Trustees.

5.0 COMMITTEE REPORTS

5.01 Reporting:

The Board of Trustees shall monitor organizational performance to determine the degree to which Board policies are being fulfilled. Monitoring shall occur in one or more of three ways:

5.01.01 An internal report from the Chief Executive Officer documenting compliance information;

5.01.02 A report from an external auditor, or inspector (eg. The Ministry of Education) who reports to the Board of Trustees on compliance of performance to Board policies;

5.01.03 Chief Executive Officer Inspection by a trustee empowered by the Board of Trustees, or, by a committee empowered by the Board of Trustees, or, by the Board of Trustees as a whole. This is a Board of Trustees inspection of documents, activities or circumstances which allows a "prudent person" test of policy compliance.

5.02 Preliminary Identifying Information:

Every Committee or Sub-Committee report shall contain the following preliminary identifying information:

5.02.01 The name of the committee or Sub-Committee;
5.02.02 The date and number of meetings held;
5.02.03 The names of the Trustees, staff and others serving on the committee; and
5.02.04 Under the heading "Disclosure of Pecuniary Interest";

- The name of each Trustee who disclosed an interest in any matter on the Agenda of such Committee meeting;
- An identification of the matter in which the Trustee disclosed the interest; and
- If the public is in attendance at the meeting, the general nature of the interest so disclosed.

5.03 Sub-Committee Reports:

The provisions of Section 5.0 shall apply, with necessary variations, to reports of Sub-Committees.

6.0 RULES OF ORDER

6.01 The Rules of Order:

The rules of order to be observed at meetings shall be in accordance with the provisions of these by-laws.

6.02 Robert's Rules of Order:

In all cases for which no specific provision is made in these By-laws, the rules and practice of a current edition of Robert's Rules of Order shall govern so far as applicable.

6.03 Presiding Officer:

6.03.01 Inaugural and Annual Meeting

Notwithstanding anything set out in this Article 6.0, the Presiding Officer at the Inaugural and Annual Meeting shall be determined in accordance with what is set out in Section 2.0 of these By-laws.

6.03.02 Chair to Preside

The Chair of the Board, Committee or Sub-Committee, as the case may be , shall preside at all meetings at which the Chair is present.

6.03.03 When Vice-Chair to Preside

The Vice-Chair of the Board, Committee or Sub-Committee as the case may be, shall preside in the absence of the Chair, in the event of a conflict of interest of the Chair or on the request of the Chair.

6.03.04 When Other Trustee to Preside

If, at any meeting, the Chair and the Vice-Chair of the Board, Committee or Sub-Committee, as the case may be, are absent, the Trustees present may elect one of themselves to be Chair for that meeting: when such Trustee presides, the absence of the Chair and the Vice-Chair shall be presumed.

6.03.05 Continuation in the Chair

The Vice-Chair or the Trustee referred to in Section 6.03.04 shall act as Chair of the meeting for the duration of the meeting or until the arrival of the Chair or Vice-Chair as the case requires and the disposition of the main motion then being debated.

6.03.06 Chair of Board Meetings, Committee of the Whole Meetings, and Committee Meetings.

The Chair of the Board will preside over Meetings of the Board, and the Vice-Chair of the Board shall preside over meetings of the Committee of the Whole. The Chair of the Committee shall preside over meetings of a Committee.

6.04 Chair Permitted to Speak

The Chair may express an opinion at any main or subsidiary motion on the floor, but in such case the Chair shall leave the Chair until the disposition of the main motion.

6.05 Chair Pro Tem:

If the Chair of a Meeting elects to vacate the Chair for any reason, the Chair shall call upon a member who is not a mover or seconder of any motion or subsidiary motion on the table (and preferably though not necessarily a member who has not spoken) to fill the place of the Chair until the main motion is disposed of, in the following sequence:

- The Vice-Chair if present;
- Another member present.

7.0 AGENDA

7.01 Agenda for Regular Meetings of the Board and Committee of the Whole Meetings:

The order of business for regular meetings of the Board that are open to the public shall appear as follows:

A. Opening
   A.1 Land Acknowledgement and Prayer
   A.2 National Anthem
B. Roll Call
C. Amendment to and Approval of the Agenda
D. Declaration of Pecuniary Interest
E. Chair's Report[7]
F. Chief Executive Officer's Report
G. Student Trustee's Report
H. Presentations/Delegations[4]
I. Approval of Minutes
J. Committee Reports
K. Trustee Motions[5]:
   K.1 Items for Action from Previous Meeting
   K.2 New Action Items
L. Items for information
M. Future Agenda Items[6]
N. Approval of In-Camera Motions
O. Closing Prayer[1]
P. Adjournment[2]

7.02 Agenda for Special Meetings of the Board

The provisions of Section 7.01 apply, with necessary variations, to special meetings of the Board.

[1] Amended by resolution no. 03-03-072
[2] Amended by resolution no. 11-398-01
[4]Amended by resolution no. 18-05-139
[5] Amended by resolution no. 18-05-139
[6] Amended by resolution no. 18-05-139
[7]Amended by resolution no. 19-04-091

7.03 Agenda For Committee of the Whole Meetings

The provisions of Section 7.01 apply, with necessary variations, to the order of business for Committee of the Whole Meetings, which are not open to the public.

7.04 Variation:

Variations in the order of business prescribed for the Agenda of a meeting will be permitted with the consent of the majority of Trustees who are present and eligible to vote, and such consent shall be ascertained without debate.

7.05 Trustee Inquiries:

Trustees may raise questions under the appropriate section of the meeting agenda for information related to issues from the agenda of meetings or the business of the Board where the matter is of interest to all trustees and in the interests of the school system. Issues related to a violation of Board Policy must be discussed with the Chair of the Board. Matters pertaining to the operations of the school system must be directed to the Chief Executive Officer. Prior to raising the matter as an agenda item, the following protocol shall be followed:

7.05.01 Inquiries will be made of the Chair of the Board and/or Chief Executive Officer, as appropriate. Inquiries must be in sufficient detail to enable the Chair and/or Chief Executive Officer to respond in a reasonable manner;

7.05.02 Where appropriate, the Chair or Chief Executive Officer will request that trustees provide inquiries in writing;

7.05.03 If, after receiving the information from the Chair of the Board and/or Chief Executive Officer, as appropriate, the trustee believes the item should be raised with the Board of Trustees, the trustee will request that the Chair place the item on the agenda of the next regular Board Meeting or Committee of the Whole, as appropriate.

7.06 Delivery of Draft Meeting Agenda

7.06.01 To Trustees

The draft Agenda for every Meeting, together with notice or reminder of such meeting (as the case may be), shall be delivered to each Trustee forty-eight hours in advance of such meeting. Until members notify the Secretary of the Board in writing of their official addresses, all notices or communications delivered or mailed to their addresses as set out in their nomination papers shall be deemed to be received by the members.

7.06.02 To Non-Trustees

Where a Committee includes persons who are not Trustees, the draft Agenda for every Meeting that is not closed to the public, together with notice or reminder of such meeting (as the case may be), shall be delivered to each person forty-eight hours in advance of such meetings.

7.06.03 The Board Agenda will be available on the Board's Web site on the Friday preceding the Board meeting.

7.07 Items on the Agenda:

No matter will be placed on the draft Agenda of a meeting of the Board:

7.07.01 Unless it is a matter that is referred to in Section 4.15, Matters for Consideration by the Board;

7.07.02 Unless a Committee having cognizance of the matter has delivered its report as prescribed in Section 5.00, and a written copy thereof has been delivered to each Trustee not less than 48 hours before the meeting;

7.07.03 Unless it is a Notice of Motion as prescribed in Section 7.10 of these By-laws;

7.07.04 Unless the matter is one for which Notice of Motion has been given at a prior meeting of the Board;

7.07.05 Unless it is a presentation given without debate;

7.07.06 Unless it is a communication for receipt, referral, or both receipt and referral;

7.07.07 Unless it is the adoption of the annual budget estimates of the Board;

7.07.08 Unless with the majority affirmative vote of all Trustees present and eligible to vote on the matter;

7.07.09 Unless it is a matter that, in the opinion of the Chief Executive Officer, requires action by the Board as a matter of urgency.

7.08 Placement Where Considered by Two or More Committees

Whenever the same matter has been considered by two or more Committees, the motions (including lost, tabled and referred motions) relating thereto shall be placed on the Draft Agenda so that all Committee reports on the matter may be considered at the same time.

7.09 Placing Matter on a Committee Agenda

No matter will be placed on the draft Agenda of a meeting of a Committee unless the matter is within the terms of reference of the Committee, and unless:

7.09.01 It is a report of its Sub-Committee, the Chief Executive Officer, Board Officials or Board representatives;

7.09.02 Or it is a notice of matter as prescribed in Section 7.11 of these By-laws; and
- The person giving the notice, if not a Trustee, is a member of the Committee; or
- The persons giving the notice, being a Trustee, has the right to vote at a meeting of the Board with respect to such matter;

7.09.03 Or it is a presentation or delegation made with the approval of the Committee, which approval shall be determined without debate.

7.09.04 Or it is a communication for receipt, referral, or both receipt and referral;

7.09.05 Or it is placed on the Order Paper upon the affirmative vote of a majority of all members of the Committee present and eligible to vote on the matter.

7.10 Notice of Motion for a Board Meeting:

A Trustee may place a Notice of Motion, regarding any matter with respect to which the Trustee has a right to vote, upon the Draft Agenda of a meeting of the Board; such Notice of Motion:

7.10.01 Notices of motion shall be submitted in writing at a Regular Meeting of the Board and recorded in its minutes for consideration by the Board at its next Regular Meeting.

7.10.02 May be accompanied by an explanatory notice;

7.10.03 May be referred by resolution of the Board to a meeting of the Committee of the Whole Board or an appropriate Committee; and

7.10.04 Shall not be the subject of any debate or comment at the meeting at which it is introduced.

7.11 Notice of Matter for a Meeting of a Committee

A trustee may place on the Draft Agenda of a meeting of a Committee any matter within the terms of reference of such Committee and with respect to which the Trustee has a right to vote; notice of such matter;

7.11.01 Shall be wholly in writing;

7.11.02 May be accompanied by an explanatory notice;

7.11.03 Shall be delivered to the Secretary of the Board 96 hours before the Committee meeting.

8.0 MOTIONS

8.01 When motions must be moved and seconded

8.01.01 All motions shall be seconded before being read from the chair. When a motion has thus been read it will then be open to debate and shall be disposed of by vote, unless the mover, by permission of the majority of the members present, withdraws it.

8.01.02 Seconding of motions shall be required at Regular and Special Meetings of the Board and not required at Committee or other meetings.

8.02 Debatable Motions in Writing:

All debatable motions must be in writing except motions to fix the time of adjournment, take a recess or limit or extend limits of debate.

8.03 Deferral of Debate:

A motion to defer consideration to a subsequent meeting may not be applied to a matter in respect of which Notice of Motion has been previously given except with the consent of the Trustee who gave such Notice of Motion.

8.04 Precedence of Motion:

A motion to resolve into a Committee of the Whole Meeting shall be an undebatable motion having priority lower than other undebatable motions but higher than all debatable motions.

8.05 Reconsideration of a Motion:

Any matter which has been decided upon by the Board shall not be placed on the draft Agenda of the Board during the same calendar year unless by an affirmative vote of the majority of all Trustees of the Board entitled to vote thereon.

8.05.01 A motion to reconsider does not require a notice of motion and can only be made by a Trustee who voted with the prevailing side. The mover of a motion to reconsider must state how they voted on the original motion.

8.05.02 A motion to reconsider is debatable and once adopted, again places before the trustees the original motion on which the vote is to be reconsidered, and Trustees can:

- Without debate, simply vote again on the original motion; or
- Amend the original motion and vote on the amended motion; or
- Make a motion to rescind the original motion.

8.05.03 A committee may reconsider a motion if the Board has not previously taken action on the matter in accordance with the provisions of this Article, with necessary modifications.

8.06 Recording of all Motions:

All motions, carried and defeated, must be recorded in the minutes.

9.0 PROTOCOL FOR DECISION-MAKING

9.01 Member to Await Recognition:

9.01.01 When, at a Meeting, any member wishes to speak, the member shall raise a hand and await recognition by the Chair.

9.01.02 Trustees may speak when recognized by the Chair and may not speak to the issue again:

- Unless the Chair of the meeting allows further discussion; and
- Only after all other trustees who wish to speak have been recognized by the Chair.

9.02 Conduct of a Member in Decision-Making:

After recognition by the Chair, a member shall at all times during decision-making:

- Maintain a courteous tone;
- Avoid personalities
- Avoid allusion to motives of other members;
- Address all remarks, questions and the like to the Chair; and
- Confine all remarks, questions and the like to the motion which is the subject of discussion.

9.03 Interruption of Speaker:

When the Board of Trustees is engaged in decision-making, no Trustee who has not been recognized by the Chair shall interrupt a Trustee who has been recognized by the Chair.

If the Board moves into consideration of a motion, the following protocol shall apply:

- On a point of order;
- On a question of privilege;
- To request permission to withdraw a motion
- To appeal a ruling of the Chair;
- On a motion to extend the time limit; and

In the event that a Trustee interrupts a speaker pursuant to the authority given in this section, the Trustee shall confine all remarks to the particular point.

9.04 Point of Information:

A trustee may rise on a point of information, that is, a request for information relevant to the matter on the floor but not related to preliminary procedure, only if the member then speaking consents to an interruption, in which case the time consumed in responding to the point of information will be included as part of the speaker's allotted time.

9.05 Motion May Be Read:

Any member of the Board 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.

9.06 Rules at Meetings of Committees:

As far as practical, subject to the provisions of Section 3.00, 4.00 and 5.00 of these By-laws and any other applicable sections, the rules of the Board will be observed at Meetings of Committees, including Committee of the Whole, recognizing that the meetings of committees are less formal and appropriate modifications may be made.

10.0 VOTING

10.01 Voting Compulsory:

10.01.01 Every Trustee present but excluding Student Trustee and those trustees who have declared a pecuniary interest as required by the Municipal Conflict of Interest Act, shall vote on all questions on which the member is entitled to vote.

a) That the Catholic Student Trustee be granted a non-binding vote (a vote that is recognized but not counted) on Board motions in the Public Session of Board Meetings.[3]

10.01.02 Where a pecuniary interest is declared, the Trustee shall act in accordance with the Municipal Conflict of Interest Act.

10.01.03 The Chair may vote with the other members provided he/she indicates the intention to do so when the vote is called.

10.02 Member Must be Present:

Only members present at the meeting when a vote is taken shall have the right to vote.

10.03 Affirmative Vote Required:

Except as otherwise provided in these By-laws, an affirmative vote shall require a majority of the votes of the members present and entitled to vote.

10.04 Methods of Voting:

Every matter considered by the Board shall be disposed of by a vote of all those present and eligible to vote on the matter in one of the following ways with preference being given in the following sequence:

- By show of hands, in which each person present and eligible to vote raises their hand in response to the request of the Chair for the votes, in the affirmative and in the negative, as the case may be, until the votes are counted;

- By rising, in which each person present and eligible to vote stands in response to the requests of the Chair for the votes, in the affirmative and in the negative, as the case may

[3] Amended by Board resolution no. 02-362-11 and 03-03-073

be, until the votes are counted;

- By individual recorded vote, in which each person present and eligible to vote raises their hand or stands in place in response to the request of the Chair for the votes in the affirmative and in the negative, as the case may be, until the Chair has called the name of each person as voting, respectively, in the affirmative, or in the negative;

- By ballot, in which each person eligible to vote shall mark on a ballot provided by the Secretary of the Board, the person's choice from among the available alternatives, the ballots being collected and counted immediately thereafter.

10.05 Voting Method To Be Used:

Although the method requested by any person eligible to vote should be used to the extent practicable, the particular method of voting to be used to dispose of any matter shall be governed by the following rules:

10.05.01 Notwithstanding that a show of hands vote has been called for and has been taken on the request of any person eligible to vote, including the Chair, a rising vote will be taken whenever there is any doubt as to the accuracy of the count on the show of hands;

10.05.02 Voting by ballot shall be used only for the purposes of the elections as provided in Section 2.00 of these By-laws.

10.06 Vote Lost on Equality:
Any motion on which there is an equality of votes is lost.

10.07 Declaration of Result:
The Chair shall declare the result of all votes.

10.08 Recording a Vote:

The vote on any question will be recorded in the manner indicated below:

10.08.01 The voting on each question before the Board shall occur as specified in Section 10.04 and 10.05. Where there is not unanimous consent, the vote of each Trustee in the negative shall be recorded in the minutes with all other Trustees noted as voting in the affirmative but not recorded by name.

11.0 OFFICERS

11.01 Officers Named:

The Officers of the Board shall be:

11.01.01 The Chair;

11.01.02 The Vice-Chair;

11.01.03 The Chief Executive Officer is accountable to the Board of Trustees acting as a body. The Board of Trustees will instruct the Chief Executive Officer through written policies, delegating interpretation and implementation to the Chief Executive Officer. The Chief Executive Officer may use any reasonable interpretation of the Board's AIMS/ENDS and Executive Limitations policies. The Chief Executive Officer is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities including the day-to-day operations of the Board. The Chief Executive Officer shall also hold the office of Secretary of the Board and, when exercising such office, shall be known as Secretary of the Board.

11.01.04 The Superintendent of Business and Finance shall hold the office of Treasurer of the Board and, when exercising such office, shall be known as Treasurer of the Board.

11.02 Duties of the Chair:

The Chair, in addition to those duties assigned under provincial legislation, Board Policy, and these By-laws shall:

11.02.01 Preside at all meetings of the Board;

11.02.02 Conduct the meetings in accordance with the Board's procedures and practices for the conduct of board meetings;

11.02.03 Establish agendas for board meetings, in consultation with the board's Chief Executive Officer or the Supervisory Officer acting as the Board's Chief Executive Officer;

11.02.04 Ensure that members of the board have the information needed for informed discussion of the agenda items;

11.02.05 Act as spokesperson to the public on behalf of the board, unless otherwise determined by the Board;

11.02.06 Convey the decisions of the Board to the Board's Chief Executive Officer or the Supervisory Officer acting as the Board's Chief Executive Officer;

11.02.07 Provide leadership to the Board in maintaining the Board's focus on the multi-year plan established under section 169.1;

11.02.08 Provide leadership to the board in maintaining the Board's focus on the Board's mission and vision;

11.02.09 Establish Committees and appoint the members thereof;

11.02.10 Call special meetings of the Board;

11.02.11 Issue statements to the public media on behalf of the Board; and

11.02.12 Assume each other's responsibilities as may be specified by the board.

11.03 Duties of the Vice-Chair:

The Vice-Chair, in addition to those duties assigned under provincial legislation, Board Policy, and the By-laws shall:

11.03.01 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, By-law or regulation;

11.03.02 Be a signing officer of the Board as prescribed in the By-laws;

11.03.03 Preside at all meetings of the Committee of the Whole and conduct them according to the by-law.

11.04 Duties of the Chief Executive Officer:

In addition to his or her other duties under the Education Act, the Chief Executive Officer shall:

11.04.01 Annually review with the board the multi-year plan developed under clause 169.1 (1) (f) of the Education Act;

11.04.02 Ensure that the multi-year plan developed under clause 169.1 (1) (f) establishes the board's priorities and identifies specific measures and resources that will be applied in achieving those priorities and in carrying out its duties under the Education Act, in particular, its responsibility for student achievement as set out in section 169.1;

11.04.03 Implement and monitor the implementation of the multi-year plan developed under clause 169.1 (1) (f)

11.05 Duties of the Secretary of the Board:

The Secretary of the Board, in person or by designate, in addition to those duties assigned under the provincial legislation and the By-laws shall:

11.05.01 Attend all meetings of the Board and meetings of Committees;

11.05.02 Prepare minutes of all meetings;

11.05.03 Keep records as required by law and subject to the directions of the Board;

11.05.04 Conduct the official correspondence of the Board;

11.05.05 Receive and pass on to the Board, Committee of the Whole Board or the relevant Committee all correspondence, petition and reports of other officials

11.05.06 Prepare, in consultation with the appropriate Chair, the draft agenda of all Board, Committee of the Whole and Committee meetings;

11.05.07 Maintain an up-to-date policy register;

11.05.08 Maintain charge of all correspondence, reports and other documents;

11.05.09 Promulgate all orders, policies and other directions of the Board and other matters in accordance with requirements of the law; and

11.05.10 Bring to the attention of the Board any matter in respect of which, in the opinion of the Secretary, it may be necessary or useful for the Board to be aware.

11.06 Duties of the Treasurer of the Board:

The Treasurer of the Board, in addition to those duties assigned under provincial legislation, Board Policy, and the By-laws, shall:

11.06.01 Submit to the Board annually a statement of estimated revenue and expenditures;

11.06.02 Have prepared for submission to the Board the annual financial statements and the auditor's report;

11.06.03 Report annually to the Board particulars of existing insurance and fidelity bonds expiring during such year with recommendations for renewal;

11.06.04 Report to the Board from time to time and as requested by the Board on all financial matters.

11.07 Removal of Officers:

Subject to any requirements of law and employment contracts and subject to legislation, the Board may at any time, upon a majority vote of all members of the Board, remove any officer(s) of the Board.

12.0 EXECUTION OF DOCUMENTS

12.01 Board Seal:

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

12.01.02 The Secretary of the Board shall keep a record, in a special register, of the date and the particulars of each use of the seal.

12.02 Signing Authorities:

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

By one of:

12.02.01 The Chief Executive Officer/Secretary of the Board or the Acting Chief Executive Officer/Secretary of the Board;

Together with one of:

12.02.02 The Superintendent of Business and Treasurer of the Board;

12.02.03 Chair of the Board;

12.02.04 Vice-Chair of the Board.

12.03 Minutes of Meetings:

The Chair or other presiding member and the Secretary shall sign the minutes of all Board and Committee meetings.

12.04 By-laws and Policies:

Every By-law and Policy, upon adoption, shall be signed by the Chair and by the Secretary of the Board.

12.05 Certification of Documents:

All certificates authenticating By-laws, resolutions or extracts of minutes shall be signed by the Chair of the Board and/or the Secretary of the Board and the seal shall be affixed thereto.

12.06 Execution Not under Seal:

Documents covering matters not required to be executed under the corporate seal of the Board, may be signed by the Secretary of the Board.

12.07 Endorsement for Deposit:

The Treasurer of the Board, or designate, by signature or by rubber stamp endorsement, may negotiate or deposit with or transfer to the bankers for the Board, but for 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.

12.08 Signatures by Reproduction:

Signatures of persons authorized to sign may be mechanically reproduced as provided by the regulations.

13.0 AMENDMENT TO BY-LAWS

13.01 Amendment After Notice:

By-laws of the Board may be amended from time to time at a meeting of the Board (such meeting hereinafter referred to as the "later meeting") upon the affirmative vote of the majority of all members of the Board entitled to vote thereon provided:

13.01.01 Written notice of the motion proposing the amendment shall have been given at a regular meeting held prior to the later meeting;

13.01.02 The text and a brief statement of intended purpose of the amendment shall have been included in the notice of motion;

13.01.03 The text of the amendment as so enacted is substantially the same as the text set out in the notice of motion.

13.02 Amendment Without Notice:

At any time, the By-laws may be amended without notice upon the unanimous vote of all members of the Board entitled to vote thereof.