



Date of Meeting: 2020 November 24

Item #: 13.C

REPORT TO:	<input type="checkbox"/> Administrative Council	<input type="checkbox"/> Program and School Services Advisory Committee	<input type="checkbox"/> Planning and Priorities Advisory Committee
	<input checked="" type="checkbox"/> Board	<input type="checkbox"/> Policy Working Committee	
	<hr/>		
	<input checked="" type="checkbox"/> PUBLIC	<input type="checkbox"/> IN-CAMERA	
TITLE OF REPORT:	Final Report of the Bylaw Ad Hoc Committee		
PRESENTED BY:	C. Rahman, Trustee		
PRESENTED FOR:	<input checked="" type="checkbox"/> Approval	<input type="checkbox"/> Information	<input type="checkbox"/> Advice
Recommendation(s):	<ol style="list-style-type: none"> 1. That the amendments to Section 4: Board Meetings of the Bylaws be approved. 2. That the amendments to Sections 2, 5, 8, 9, 11, 12, 14, and 15 of the Bylaws be approved including the addition of a section on the duties of the Vice Chair. 3. That the amendments to Section 10: Committees (now Section 11) of the Bylaws be approved. 4. That the amendments to Section 13: Chairs' Committee of the Bylaws be approved. 5. That the Bylaw Ad Hoc Committee be disbanded such that a Board Governance and Bylaw Review Standing Committee of the Board be created. 6. That the mandate of the Board Governance and Bylaw Review Committee be approved. 		
Purpose:	To present the final report and recommendations of the Bylaw Ad Hoc Committee.		
Content:	<p>At the 2019 April 27 Board meeting Trustees approved the establishment of a Bylaw Ad Hoc Committee to review the Trustee Code of Conduct and any other required changes to the TVDSB Bylaws with a report due to the Board no later than 2020 April 28.</p> <p>At the 2019 September 24 Board meeting Trustees L. Pizzolato, B. Smith, C. Rahman, J. Bennett, and A. Morell were appointed to the committee.</p> <p>The work of the committee was extended to 2020 November 24 on approval of the Board at the 2020 April 28 Board meeting.</p> <p><u>Summary of Activities</u></p> <p>The initial work of the committee focused on the Trustee Code of Conduct including provisions for an Integrity Commissioner and detailing the complaints protocol. The Committee was then paused effective 2020 March 24 through to 2020 September 28.</p> <p>When the committee resumed their work, the focus was on reviewing the Board and committee structure as requested by the Board. As well as updating and providing clarity in a number of other sections of the Bylaws.</p> <p><u>Recommendation 1: That the amendments to Sections 4: Board Meetings of the Bylaws be approved.</u></p> <p>The committee is recommending continuation of the Board meeting structure in place since September 2020 such that there are 2 regular meetings a month; one on the 2nd Tuesday of the month and one on the 4th Tuesday of the month. This means, the current Advisory Committee structure would not continue.</p>		

Other than grammatical changes to this section:

- item 4.8 was amended to recognize not all First Nations Communities practice smudging ceremonies; (note: consultation with the Board's First Nations Trustee is in process at the time of writing this report).
- item 4.12 was amended to provide a provision for limiting the length of a Special Meeting of the Board.

Recommendation 2: That the amendments to Sections 2, 5, 8, 9, 11, 12, 14, and 15 of the Bylaws be approved including the addition of a section on the duties of the Vice Chair.

Section 2.0 (Board Governance Principals): This section was amended to align with OPSBA Good Governance Guide.

Section 5.0 (Public Input): This section was amended to align with current practice and provide additional clarity in that process.

Section 8.0 (Inaugural Meeting of the Chair): This section was amended such that the inaugural address by the incoming Chair on non-election years be incorporated at the first regular meeting of the Board in December. The effect of this change will be that an Inaugural Meeting of the Board will be held once every 4 years following the Municipal election. This does not negate other ways of recognizing the incoming Chair on non-election years.

Section 9.0 (Duties of the Chair and Vice-Chair): This section was amended to provide clarity to the role of Chair as it relates to the school system, internal and external stakeholders, the provision of an annual self-review of the Board of Trustees (per Principle 7), and relations with the Director and other Trustees of the Board. Items relating to Point of Order were removed and placed in Section 15.0-Rules of Order. Duties of the Vice-Chair were added as a new section (Section 10).

Section 11.0 (Committee of the Whole, In-Camera Meetings; now Section 12): Minor housekeeping changes were made to the section.

Section 12.0 (Advisory Committee Meetings): This section is removed with the approval of Section 4.0.

Section 14.0 (Leave of Absence of Members): The section of the Education Act referred to in this section has been repealed. It is the recommendation of this committee that the content of this section be struck from the Bylaws, but that the proposed standing committee review Leave of Absence provisions for Trustees.

Section 15.0 – Rules of Order: The Point of Order section was added - it was originally in Section 9, but the committee recommends it go under Section 15. NOTE: the Committee recognizes other edits to this section is required and is recommending the section be fully reviewed by the new proposed standing committee.

Recommendation 3: That the amendments to Section 10: Committees (now Section 11) of the Bylaws be approved.

Numerous housekeeping changes were made in this section and include: moving the description of statutory, standing, and ad hoc committees to the top of the section and providing information on membership to those committees.

Other than the many housekeeping changes, section 11.8 was added to put limits on the number of statutory/standing committees the Board Chair can chair and limits on the number of statutory committees Trustees can chair. The intent is to create opportunities for all trustees to have a leadership role and build capacity.

Recommendation 4: That amendments to Section 13.0: Chairs' Committee of the Bylaws be approved.

The membership of the Chairs' Committee was amended to align with the change in the Board meeting structure. The name of the Committee was changed to Chairs'; this aligns with the name of the Committee prior to 2015. Other housekeeping changes were made.

Recommendation 5: That the Bylaw Ad Hoc Committee be disbanded such that a Board Governance and Bylaw Review Standing Committee be created.

The Bylaw Ad Hoc Committee recognizes additional work on the Bylaws is required, in particular the continued review of the Trustee Code of Conduct (Section 3.0). While significant work was completed on this section, the committee is not prepared to bring forward recommendations at this time.

Since 2007, a Board Bylaw Ad Hoc Committee has been struck 8 times. This indicates the need for a standing committee rather than an Adhoc committee. It is suggested Bylaw review be incorporated as a mandate of the proposed Board Governance and Bylaw Review Standing Committee.

Recommendation 6: That the mandate of the Board Governance and Bylaw Review Committee be approved.

The Board Governance and Bylaw Review Committee, in summary, would provide oversight to the Governance Action Plan, respond to Trustee professional learning needs in the area of governance and to review Board Bylaws. See Appendix A for a full description of the Mandate.

Financial Implications:

n/a

Timeline:

n/a

Communications:

n/a

Appendices:

Appendix A: Board Governance and Bylaw Review Committee Mandate
Appendix B: Bylaws with edits
Appendix C: Final revised version of Bylaws (clean copy)

Form Revised: January 2016

Relation to Commitments:

- | | |
|---|---|
| <input type="checkbox"/> Putting students first. | <input type="checkbox"/> Actively engaging our students, staff, families and communities. |
| <input type="checkbox"/> Recognizing and encouraging leadership in all its forms. | <input type="checkbox"/> Being inclusive, fair, and equitable. |
| <input type="checkbox"/> Ensuring safe, positive learning and working environments. | <input type="checkbox"/> Inspiring new ideas and promoting innovation. |
| <input checked="" type="checkbox"/> Taking responsibility for the students and resources entrusted to our care. | |



BOARD GOVERNANCE AND BYLAW REVIEW COMMITTEE MANDATE

The mandate of the Board Governance and Bylaw Review Committee is to provide oversight to the Governance Action Plan, respond to Trustee professional learning needs in the area of governance and to review Board Bylaws.

Responsibilities include:

1. The development and monitoring of a Governance Action Plan. Activities may include:
 - a. Identification of goals and annual objectives. To include desired outcomes and key indicators of success;
 - b. Development of an annual process to assess how well the Board has achieved their annual objectives (Assessment Plan); and
 - c. At minimum, report on the Governance Action Plan in the fall with a follow up report each June.
2. The delivery of annual professional learning in the area of governance. To include:
 - a. Trustee professional development in good governance;
 - b. Review and maintenance of the Trustee Handbook; and
 - c. The development and implementation of Trustee orientation in an election year.
3. Review of the Board Bylaws. Activities may include:
 - a. Development of a framework to facilitate the ongoing/continuous review of the Bylaws;
 - b. Review of applicable legislation;
 - c. Review of leading practices;
 - d. Facilitating a legal and/or parliamentary review of Bylaws, as needed;
 - e. Review of Bylaws; and
 - f. Make recommendations for amendments to the full Board of Trustees.

Membership

Membership on the committee consists of 4 Trustees and the Chair of the Board. Membership shall be for a two-year Term.

BYLAWS

of the

Thames Valley District School Board



BYLAWS of the THAMES VALLEY DISTRICT SCHOOL BOARD

Revisions approved by Board Motion the ~~28th day of November 2017~~ 24 day of November 24

SIGNED:

~~Matt Reid~~ Arlene Morell, Chair of the Board

~~Laura Elliott~~ Mark Fisher, Director of Education

TABLE OF CONTENTS

SECTION	PAGE
1.0 Introduction	1
1.1 Definitions	1
1.2 Rules of Order	1
1.3 Amendments and Additions to Existing Bylaws	1
1.4 Banking Bylaws - Business Services	1
2.0 Board Governance Principles	2
3.0 Trustee Code of Conduct	3
4.0 Board Meetings	9
5.0 Public Input	11
6.0 Election of Chair and Vice-Chair	13
7.0 Inaugural Meeting of the Board	15
8.0 Inaugural Meeting <u>Address</u> of the Chair	16
9.0 Duties of the Chair	17
10.0 <u>Duties of the Vice-Chair</u>	<u>19</u>
<u>11.0</u> Committees	19 <u>20</u>
12.0 <u>11.0</u> Committee of the Whole In-Camera Meetings	21 <u>23</u>
12.0 <u>12.0</u> Advisory Committee Meetings	22
12.5 Election of Advisory Committee Chairs	22
13.0 Chair's <u>Chairs'</u> Committee	24 <u>3</u>
14.0 Leave of Absence of Members	25 <u>4</u>
15.0 Rules of Order	26 <u>5</u>
15.1 General	26 <u>5</u>
15.2 Motions Considered at Board Meetings	26 <u>5</u>
15.3 Debate	28 <u>27</u>
15.4 Voting	28 <u>27</u>
15.5 Reconsideration	29 <u>28</u>
15.6 <u>Point of Order</u>	<u>30</u> 28
<u>15.7</u> Petitions and Communications.	<u>30</u> 29
16.0 Business Services Bylaws	<u>32</u> <u>4</u>

APPENDICES

Appendix A: Guidelines for Trustee Communications

Appendix B: Electronic Voting Guidelines

1.0 INTRODUCTION

1.1 Definitions

For the purpose of these Bylaws:

- "Board" means the Board of Trustees of the Thames Valley District School Board;
- "Chair" means the Chair of the Board;
- "Vice-Chair" means the Vice-Chair of the Board;
- "Past Chair" means the Past Chair currently elected to the Board;
- "Director of Education" means the Secretary of the Board;
- "Treasurer" means the Treasurer of the Board;
- "Trustee" means a Trustee on the Board and the Student Trustees;
- "Member" means a voting Member of the Board and/or Board Committee;
- "Board committee" means an ongoing committee established by the Board;
- "Ad hoc committee" means a committee established for a specific time frame and purpose;
- "Board meeting" means an official, regularly-scheduled or special Board meeting as defined in the *Education Act*;
- "Meetings of the Board" includes Board meetings in addition to any in-camera or, statutory, standing, or ad hoc meetings chaired by a Member.
- "Advisory Committees" refer to the Planning and Priorities Advisory Committee and to the Program and School Services Advisory Committee. These are considered standing committees.

1.2 Rules of Order

- 1.2.1 All Board Meetings and all meetings of the Board will be conducted in accordance with the rules of order as set forth in Section 15 of these Bylaws.

1.3 Amendments and Additions to Existing Bylaws

- 1.3.1 No amendment, alteration, or addition to the Bylaws shall be made unless due notice has been given setting forth the proposed amendment, alteration, or addition. A two-thirds majority of all members of the Board must vote in favour of the change.
- 1.3.2 Every new bylaw of the Board, upon approval, shall be signed by the Chair of the Board and counter-signed by the Director of Education, after which the seal of the Board shall be attached thereto.

1.4 Banking Bylaws - Business Services

- 1.4.1 The Board shall maintain on record its Borrowing and Banking Bylaws in addition to other bylaws for Business Services, under the title "Business Services Bylaws".
- 1.4.2 The complete set of Business Services Bylaws and their schedules shall be on record under that title.

2.0 BOARD GOVERNANCE PRINCIPLES

Principle 1

The Board of Trustees exists to govern the ~~school system~~ entire district and has a clearly stated mission that includes high expectations for student achievement and well-being and is responsible for defining the expected outcomes and policies to meet the organization's mission, vision, and commitments. ~~in the best interests of its students.~~

Principle 2

The Board of Trustees allocates its resources in support of the goals set out in the strategic plan.

Principle ~~3~~2

The Board of Trustees is accountable to its public school supporters.

Principle ~~4~~3

~~The Board of Trustees represents the interests of its students, parents and the community.~~ The Board of Trustees represents and engages with its constituents (students, parents/guardians and the community) in the creation of policies that affect them and communicates the board's progress in raising student achievement.

Principle ~~5~~4

The Board of Trustees speaks with one voice through its policies and decisions.

~~Principle 5~~

~~The Board of Trustees is responsible for defining the expected outcomes and policies essential to meeting the organization's mission, vision and commitments.~~

Principle 6

The Board of Trustees holds the Director of Education accountable for implementation of Board policies and Board decisions. The Board of Trustees hold its system accountable for student achievement and well-being ~~and well-being~~ through its Director of Education by regularly monitoring evidence of student achievement and well-being. ~~and well-being.~~

Principle 7

The Board of Trustees monitors its own performance and takes action to continually improve its governance processes.

3.0 TRUSTEE CODE OF CONDUCT

3.1 Purpose

- 3.1.1 This Code of Conduct is intended to contribute to confidence in public education and respect for the integrity of Trustees of the Board and is intended to promote acceptable and respectful behaviours.

3.2 Application

- 3.2.1 This Code of Conduct and the Enforcement Procedures contained herein shall apply to all Trustees.
- 3.2.2 Every Trustee shall uphold the letter and spirit of this Code of Conduct.

3.3 Compliance

- 3.3.1 A Trustee of the Board shall discharge his or her duties in accordance with the *Education Act* and comply with any other relevant legislation.
- 3.3.2 Each Trustee shall comply with Board policies, procedures, Bylaws, and Rules of Order.

3.4 Code of Conduct

Integrity and Dignity of Office

- 3.4.1 Trustees of the Board shall discharge their duties loyally, faithfully, impartially and in a manner that will inspire public confidence in the abilities and integrity of the Board.
- 3.4.2 Trustees of the Board shall make decisions in a manner which is open, accessible and equitable.
- 3.4.3 Trustees of the Board shall recognize that the expenditure of school board funds is a public trust and endeavour to see that the funds are expended efficiently, in the best interests of the students.

Avoidance of Personal Advantage and Conflict of Interest

- 3.4.4 No Trustee shall accept a gift from any person or entity that has dealings with the Board if a reasonable person might conclude that the gift could influence the Trustee when performing his or her duties to the Board. If Trustees are unsure about the appropriateness of a gift, they may consult with the Board Chair for further guidance.
- 3.4.5 Trustees shall ensure that their public office is not used for personal gain as in accordance with the Municipal Conflict of Interest Act (RSO 1990).
- 3.4.6 No Trustee shall use his or her office to obtain or maintain employment with the Board for the Trustee or a family member.

Civil Behaviour

- 3.4.7 No Trustee shall engage in conduct during meetings of the Board and at all other times that would discredit or compromise the integrity of the Board.
- 3.4.8 A Trustee of the Board shall not advance allegations of misconduct that are frivolous, vexatious, or vindictive in nature against another Trustee of the Board.
- 3.4.9 Trustees shall respect the differing points of view of other Trustees on the Board, staff, students and the public.

Respect for Confidentiality

- 3.4.10 Every Trustee shall keep confidential any information disclosed or discussed at a meeting of the Board or part of a meeting of the Board that was closed to the public or should otherwise be kept confidential, unless required to divulge such information by law or authorized by the Board to do so.
- 3.4.11 No Trustee shall use confidential information for either personal gain or to the detriment of the Board.

Upholding Decisions

- 3.4.12 All Trustees of the Board shall accept that authority rests with the Board, and that a Trustee has no individual authority other than that delegated by the Board.
- 3.4.13 Each Trustee shall uphold the implementation of any Board resolution after it is passed by the Board.
- 3.4.14 A Trustee should be able to explain the rationale for a resolution passed by the Board. A Trustee may respectfully state his or her position on a resolution provided it does not in any way undermine the implementation of the resolution.
- 3.4.15 The Chair of the Board is the spokesperson to the public on behalf of the Board, unless otherwise determined by the Board. No other Trustee shall speak on behalf of the Board unless expressly authorized by the Chair of the Board or Board to do so. When individual Trustees express their opinions in public, they must make it clear that they are not speaking on behalf of the Board.

Trustee Communication

- 3.4.16 All Trustees of the Board shall follow the *Guidelines for Trustee Communications* (Appendix A) established for ensuring communication is consistent and appropriate between Trustees and constituents, stakeholders, and the general public.

3.5 Enforcement of Code of Conduct

Informal Complaint Procedure

- 3.5.1 The Chair of the Board on his/her own initiative, or at the request of a Trustee of the Board (without the necessity of providing a formal written complaint) who alleges a breach of the Code has occurred, may meet informally with a Trustee of the Board who is alleged to have breached the Code to discuss the breach. The purpose of the meeting is to bring the allegation of the breach to the attention of the Trustee

and to discuss options to correct the offending behavior. The Informal Complaint Procedure is conducted in private.

- 3.5.2 If the Chair of the Board and the Trustee alleged to have breached this Code cannot agree on a remedy, then a formal complaint may be brought against the Trustee alleged to have breached this Code and that complaint will be dealt with in accordance with the formal, complaint procedure.

Formal Complaints

- 3.5.3 A Trustee who has reasonable grounds to believe that another Trustee of the Board has breached the Board's Code of Conduct may bring the breach to the attention of the Board by first providing to the Board Chair, a written, signed complaint setting out the following:
- the name of the Trustee who is alleged to have breached the Code;
 - the alleged breach or breaches of the Code;
 - information as to when the breach came to the Trustee's attention;
 - the grounds for the belief by the Trustee that a breach of the Code has occurred; and
 - the names and contact information of any witnesses to the breach or any other persons who have relevant information regarding the alleged breach.
- 3.5.4 If a written complaint is filed with the Chair of the Board, the Chair shall decide, in consultation with the Vice-Chair, if a formal inquiry shall be undertaken. If a formal inquiry is to proceed, the Chair shall confidentially provide each Trustee with a copy of the written complaint.

Refusal to Conduct Formal Inquiry

- 3.5.5 If the Board Chair and Vice-Chair are of the opinion that the complaint is out of time, trivial, frivolous, vexatious or not made in good faith, or that there are no grounds or insufficient grounds for a formal inquiry, a formal inquiry shall not be conducted and a confidential report stating the reasons for not doing so shall be provided to all Trustees of the Board including the original, written complaint. The matter shall be discussed at the next in-camera Committee of the Whole meeting.

Initiating a Formal Inquiry

- 3.5.6 If a formal inquiry of an allegation of a breach of the Code of Conduct is undertaken, it shall be done by a Committee of the Board (the "Inquiry Committee") which shall be comprised of three Trustees as designated by the Chair's Committee. No Trustee of the Board may sit on the Inquiry Committee if they are a witness in the formal inquiry.

Formal Inquiry Procedure

- 3.5.7 Procedural fairness and the rules of natural justice shall govern the formal inquiry. The formal inquiry will be conducted in private.

- 3.5.8 The Inquiry Committee shall obtain written statements and documents from the complainant and any witnesses. This documentation will be provided to the Trustee alleged to have breached the Code who will then have 30 days to provide a written statement and any documentation.
- 3.5.9 Both the complainants and the Trustee alleged to have breached the Code, shall receive copies of all written statements and documentation at least 30 days prior to the hearing.
- 3.5.10 The formal inquiry may involve both written and oral statements by any witnesses, the Trustee bringing the complaint and the Trustee who is alleged to have breached the Code of Conduct and the Trustee who is alleged to have breached the Code of Conduct shall have an opportunity to respond to all allegations. Timeframes may be extended with the consent of the Inquiry Committee. Such consent shall not be unreasonably withheld.
- 3.5.11 If the Inquiry Committee, when conducting the formal inquiry, discovers that the subject-matter of the formal inquiry is being investigated by police, that a charge has been laid, or is being dealt with in accordance with a procedure established under another Act, the formal inquiry may be suspended until the police investigation, charge or matter under another Act has been finally disposed of. This shall be reported to the Board.
- 3.5.12 If the Trustee who is alleged to have breached the Code of Conduct refuses to participate in the formal inquiry, the formal inquiry will continue in his/her absence.

Decision/Determination

- 3.5.13 Once the formal inquiry is complete, the Inquiry Committee shall provide a confidential final report outlining the finding of facts and a recommendation to the Board as to whether the Code of Conduct has been breached including recommended sanctions if any. This will be considered by the Committee of the Whole in camera.
- 3.5.14 A decision by the Board as to whether or not the Code of Conduct has been breached and the sanction, if any, for the breach shall be made as soon as practical after receipt of the final report by the Board.
- 3.5.15 Trustees shall consider only the findings in the final report when voting on the decision and sanction. No Trustee shall undertake his/her own investigation of the matter.
- 3.5.16 The determination of a breach of the Code of Conduct and the imposition of a sanction with respect to a complaint investigated in accordance with the Formal Complaint Procedure must be done by resolution of the Board at a meeting of the Board, and the vote on the resolution shall be open to the public. The resolutions shall be recorded in the minutes of the meeting. The reasons for the decision shall be recorded in the minutes of the meeting. Both resolutions shall be decided by a vote of at least 2/3 of the Trustees of the Board present and voting.

- 3.5.17 Despite s. 207 (1) of the *Education Act*, the part of the meeting of the Board during which a breach or alleged breach of the Board's Code of Conduct is considered may be closed to the public when the breach or alleged breach involves any of the matters described in clauses 207(2) (a) to (e) being:
- a. the security of the property of the board;
 - b. the disclosure of intimate, personal or financial information in respect of a member of the board or committee, an employee or prospective employee of the board or a pupil or his or her parent or guardian;
 - c. the acquisition or disposal of a school site;
 - d. decisions in respect of negotiations with employees of the board; or
 - e. litigation affecting the board.
- 3.5.18 The Trustee who is alleged to have breached the Code of Conduct shall not vote on a resolution to determine whether or not there is a breach or the imposition of a sanction. The Trustee who brought the complaint to the attention of the Board may vote on those resolutions.
- 3.5.19 The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but shall not participate in the deliberations, and shall not be required to answer any questions at that meeting.
- 3.5.20 The Trustee who is alleged to have breached the Code of Conduct shall not in any way, after the final report is completed, influence the vote on the decision of breach or sanction, except as permitted below after these decisions have been made.
- 3.5.21 If the Board determines that a Trustee has breached the Board's Code of Conduct the Board shall:
- a. give the Trustee written notice of the determination, the reasons for the decision and any sanction imposed by the Board;
 - b. the notice shall inform the Trustee that he or she may make written submissions to the Board in respect of the determination or sanction by the date specified in the notice that is at least 14 days after the notice is received by the Trustee; and
 - c. consider any submissions made by the Trustee and shall confirm or revoke the determination or sanction within 14 days after the submissions are received.
- 3.5.22 If the Board revokes a determination, any sanction imposed by the Board is revoked.
- 3.5.23 If the Board confirms a determination, the Board shall, within the 14 days above, confirm, vary or revoke the sanction.
- 3.5.24 If a sanction is varied or revoked, the variation or revocation shall be deemed to be effective as of the date the original determination was made.
- 3.5.25 The Board decisions to confirm or revoke a determination or confirm, vary or revoke a sanction shall be done by resolution at a meeting of the Board and the vote on the resolution shall be open to the public. Both resolutions shall be decided by a vote of at least two-thirds of the Trustees present and voting. The resolutions shall be recorded in the minutes of the meeting together with the reasons for confirming or revoking a determination. The Board shall provide to the Trustee alleged to have breached the Code of Conduct written notice of the decision to confirm or revoke the determination together with reasons for the decision and written notice of any decision to confirm, vary or revoke a sanction. The Trustee alleged to have breached the Code of Conduct shall not vote on those resolutions. The Trustee who brought the complaint may vote.

- 3.5.26 The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but may not participate in the Board's deliberations and shall not be required to answer any questions at that meeting.
- 3.5.27 If appropriate, the original sanction may be stayed pending the reconsideration by the Board of the determination or sanction.

4.0 BOARD MEETINGS

- 4.1 The Board will meet regularly on the second and fourth Tuesday of each month in public session at 7:00 p.m., in the Board Room of the Thames Valley District School Board Education Centre unless otherwise approved by Board motion.
- 4.2 Notice of all Board meetings, except as provided for in Bylaw 4.12, shall be made available by ~~the Supervisor~~ Corporate Services to each Trustee on the Friday prior to the Board meeting.
- Trustees not able to access the notice and the Board agenda by the Monday prior to the Board meeting will be responsible for notifying the Corporate Services Department of such. Trustees will also advise Corporate Services staff if they are unable to attend the meeting.
- 4.3 Copies of reports to be presented to a Board meeting shall be made available with the notice of such meeting. New items of business arising at the meeting may, by decision of two-thirds of those present, be considered at that meeting.
- 4.4 A quorum is necessary to hold a Board meeting. A majority of all the Trustees constituting the Board is required to form a quorum. Trustees who attend through electronic means shall be ~~included~~ considered present and therefore included in the quorum count.
- A quorum is such a number as must be present in order that business can be legally transacted. The Chair will not call the meeting to order until a quorum is present. The only business that may be transacted in the absence of a quorum is to take measures to obtain a quorum or decide to cancel the meeting.
- 4.5 Should there be no quorum present within 30 minutes after the time appointed for the meeting, the Director of Education shall cause to be recorded the names of those Trustees present and the Board meeting shall be cancelled.
- 4.6 ~~When a quorum is no longer in attendance~~ When there is no longer quorum, the meeting is ended and no business may be legally transacted. It shall be the responsibility of the presiding Chair and the Director of Education to note the lack of a quorum and to have the fact recorded in the minutes.
- 4.7 All Board meetings will begin with the singing of O Canada and ~~will normally~~ may be followed by a student presentation or significant event.
- 4.8 Out of respect for First Nations representation on the Board and First Nations students, staff and community, ~~every effort will be made to schedule a smudging ceremony~~ recognition will be scheduled once a year.
- 4.9 An opportunity for the public to present input to the Board regarding issues of concern/interest will be included on the agenda of the Board meeting (See Section 5.0).
- 4.10 The Board shall not remain in session later than 11:00 p.m. unless a vote of two-thirds of those present is taken to continue the meeting to a specified time. A further two-thirds vote may be taken to extend the meeting a second time for a specified period. The meeting may not be extended past the time approved in the second motion.
- 4.11 The regularly-scheduled Board meeting in November of each year shall provide an opportunity for the outgoing Chair to present a valedictory address in celebration of achievements over the past year.

Special Board Meetings

- 4.12 With at least 48 hours' notice, special Board meetings shall be held on the call of the Chair, or on the written request of the majority of Members of the Board made to the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education. The meeting ~~may~~will be held at a date, time and place established by decision of the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education.

The Special Meeting of the Board shall not remain in session for more than three hours from the scheduled start of the meeting, unless a vote of two-thirds of those present is taken to continue the meeting to a specified time. A further two-thirds vote may be taken to extend the meeting a second time for a specified period. The meeting may not be extended past the time approved in the second motion.

- 4.13 The written notice of every special Board meeting shall state all business to be considered or transacted thereat, and no other business shall be considered unless all the Members of the Board ~~qualified to vote on the matter~~ are present.

5.0 PUBLIC INPUT

- 5.1 The Board welcomes and values public input from students, parents, and members of the community about Board policies, practices, issues and its overall education system.

5.2 Public input may be solicited on specific issues to be debated by the Board such as an accommodation review, the development of the budget, or other issues. In these cases, the process to receive input, including the timeline for receipt of applications, will be established and communicated on the Board's website and social media channels.

~~5.23~~ Members of the public may wish to provide input to the Board on issues of concern to the education system. It is not intended nor is it appropriate for such input to address confidential personal, property, legal or negotiation matters. The Director of Education should be contacted for assistance in handling a concern of this nature. Opportunities for Public Input are provided at Regular Board meetings.

Students, parents, and members of the public may provide input to the Board on issues of concern other than those of a confidential nature related to personal, legal, property or negotiation matters.

Confidential personal issues or property, legal, and negotiation matters should be brought directly to the Director of Education for assistance.

Parents and students are encouraged to address local school-based issues through the appropriate principal, superintendent, Trustee and/or through their School Council.

Where an alternate means to receive public input on a specific issue has been put in place, members of the public will be encouraged to use the alternate process (See 5.2).

5.43 Submitting Applications for Public Input

5.4.1 Individuals or groups will be limited to one presentation to the Board on a given topic in a school year.

5.4.2 To appear before the Board, an ~~an~~ presenters' application outlining the key points to be presented must be completed ~~and forwarded to the Supervisor-Corporate Services~~ prior to the request being considered. The application is available through the TVDSB website or through corporateservices@tvdsb.ca.

5.4.3 The ~~Chair's~~Chairs' Committee will review all requests ~~to provide input~~ to ensure ~~that the application material to be covered~~ complies with the requirements of 5.1 – 5.3 and ~~any applicable legislation. and will determine the order and number of presentations at a given meeting.~~ Corporate Services, in consultation with the Chair of the Board as needed, The Committee will determine the suitability of materials for distribution ~~in accordance with applicable legislation.~~

Presenters-Applicants will receive notice ~~of the Committee's decision~~ regarding the ~~status of their~~ request for public input. ~~including the scheduling of their input at the next available or next appropriate public meeting of the Board.~~

5.4.4 The Supervisor-Corporate Services shall inform the individual or group making a presentation of the date of the meeting and the approximate time when the presentation will be heard.

5.5 The Board will be advised of all presentation requests through the report of the ~~Chair's~~Chairs' Committee.

- 5.86 Oral presentations will be a maximum 10 minutes for an approved delegation representing a School Council, or a Home and School Association in good standing, and 5 minutes for individuals or representatives of any other organization/group.
- 5.97 Oral presentations should address the concerns identified in the presenters' application. If the materials presented differ substantially from the written submission, the Chair has the right to rule the presentation out of order.
- 5.8-10 At the conclusion of each public presentation, Trustees may ask questions of clarification. No action may be taken at the meeting of the presentation; however, a motion may be brought to the next regular Board meeting under "Business Arising" or to a subsequent Board meeting for consideration providing a Notice of Motion has been served (See 15.2.7).

5.11 Requested Input on Specific Issues

- 5.11.1 ~~Public input may be solicited on specific issues to be debated by the Board such as an accommodation review, the development of the budget, or other issues. In these cases, an alternate process to receive input will be established.~~
- 5.11.2 ~~If not otherwise defined in the alternative process, applications for public input must be submitted to the Supervisor Corporate Services no later than eight working days prior to the meeting scheduled for public input.~~

6.0 ELECTION OF CHAIR AND VICE-CHAIR

- 6.1 The Chair and Vice-Chair for the ensuing year, effective December 1, shall be elected at a special Board meeting called on the first school day in December.
- 6.2 The Director of Education shall preside over the election of the Chair.
- 6.3 With the Director of Education presiding, or if absent, the Director's designate, the Board shall proceed to elect a Chair for the ensuing year.
- 6.4 The Director of Education, or if absent, the designate, shall name two scrutineers appointed for the election of Chair and Vice-Chair.

6.5 Election Process

- 6.5.1 The Director of Education or designate shall call for written nominations for the office of Chair. No seconder is required.
- 6.5.2 After a suitable length of time, and after a motion to close nominations has been supported by a majority vote, the Director of Education or designate shall declare nominations closed and have the nominations collected.
- 6.5.3 After all nominees have been identified in random order, they will be asked to declare whether they accept the nomination.
- 6.5.4 An individual who is absent may be considered a candidate if the individual has previously indicated to the Director of Education a desire to stand for election if nominated.
- 6.5.5 The nominees shall be offered the opportunity to speak to their nomination in random order.
- 6.5.6 A vote by secret ballot shall then be conducted with each Member present able to cast one vote.
- 6.5.7 The Member receiving a majority of the votes cast (e.g. 7 of 12, 6 of 11) shall be declared elected, but the count shall not be declared.
- 6.5.8 Should no Member receive a majority of the votes cast, the Director of Education or designate, shall announce the names of the Members remaining on the ballot with the name of the Member receiving the fewest number of votes being dropped from the list.
- 6.5.9 Should there be a tie vote between candidates with the least number of votes, there will be a vote including only the candidates with the tie votes to eliminate the candidate with the fewest votes.

In the event there is a tie vote after the candidate with the least number has been withdrawn, the Director of Education or designate will call for the drawing of cubes numbered 1-12. Each candidate will draw a number, be noted by the Recording Secretary, and the number returned to the box. The candidate drawing the highest ranking number will be declared the Chair of the Board for the ensuing year. Should the candidates draw the same number, the process will be repeated.
- 6.5.10 A Member may voluntarily withdraw her/his name between votes.

- 6.5.11 By motion, the ballots shall be destroyed.
- 6.6 Following the election, the newly-elected Chair shall at once take the chair and preside over the election of the Vice-Chair.
- 6.7 Members shall then elect a Vice-Chair of the Board according to the same procedure followed for the election of the Chair.
- 6.8 In the event the office of the Chair or Vice-Chair becomes vacant for any reason, a new Chair or Vice-Chair, as is required, shall be elected at a special Board meeting called for this purpose (See 6.5).
- 6.9 The Board, by resolution, shall appoint by name the Officers of the Board who shall be the Board Chair and Vice-Chair; Director of Education; and Associate Director and Treasurer, Organizational Support Services.

7.0 INAUGURAL MEETING OF THE BOARD

- 7.1 Following a municipal election, the Board's Inaugural Meeting shall be held in the Board Room of the Thames Valley District School Board Education Centre at 7:00 p.m. at a Special Board meeting to be held either on the 1st or 2nd Tuesday in December.
- 7.2 The Director of Education shall certify that the Members have met all procedural requirements and are eligible to take office.
- 7.3 The Director of Education shall conduct a Trustee declaration of office at the Board Inaugural meeting.
- 7.4 The newly-elected Chair shall deliver an inaugural address.

8.0 INAUGURAL ~~-MEETING-~~ADDRESS OF THE CHAIR

- 8.1 On the years that do not follow a municipal election, the ~~Chair's~~Chairs' Inaugural Address ~~Meeting~~ shall be included on the agenda of the first meeting of the Board held after the election of the Chair and Vice-Chair.~~held in the Board Room of the Thames Valley District School Board Education Centre at 7:00 p.m. at a Special Board meeting to be held either on the 1st or 2nd Tuesday in December.~~
- 8.2 ~~The newly-elected Chair shall deliver an Inaugural address.~~

9.0 DUTIES OF THE CHAIR

9.1 General

The Chair of the Board has the following responsibilities:

To promote the interests of the entire school system.

To aid in establishing good relations with all external and internal stakeholders which the Board serves.

To ensure that the Board engages in an annual review or self-evaluation of its effectiveness.

To meet with the Director of Education to keep an overview of the Board's business and to provide support as appropriate.

To establish effective strategies to communicate with the other trustees, and to consult in a timely fashion with fellow trustees regarding pertinent information concerning Board business and actions privy to the Board Chair.

To act as one of the signing officers of the Board.

- ~~9.1 The Chair of the Board shall~~ To be the official spokesperson for the Board, and on behalf of the Board, unless otherwise determined by Board resolution and at the request of the Chair.

An annual resolution shall be made at the beginning of each term of the Board to appoint the Vice-Chair and Past Chair as the alternate official spokespersons for the Board, and on behalf of the Board. The alternate may fill that role only at the request of the Chair.

- 9.2 The Chair, in consultation with the Director of Education and the ~~Chair's~~ Chairs' Committee, with opportunity for input from other Members of the Board, shall set the agendas for the regularly-scheduled Board meetings and ensure that Members have sufficient information for informed discussion. The Chair shall move proceedings through the approved agenda for the meeting.

- 9.3 The Chair of the Board shall preside at all Board meetings. The Chair shall call the meeting to order at the hour appointed, shall preserve order and decorum and decide upon all questions of order subject to an appeal to the Board.

- 9.3.1 The Chair shall appoint a recorder in the case of the absence of the recording secretary.

NOTE: 9.3.2 to 9.3.4 and 9.3.12 were consolidated under 9.3.11 and moved to section 15.6 (Point of Order)

- ~~9.3.2 The Chair, when called upon to decide a point of order or practice, shall, before stating a decision, give reasons for such decision.~~

- ~~9.3.3 The ruling of the Chair shall be final, subject only to a Member challenging the ruling of the Chair.~~

- ~~9.3.4 When a Member challenges the decision of the Chair, the Member shall state the reasons for the challenge and the Chair shall have the opportunity to provide the rationale in support of the decision. Such challenge shall be decided without debate. The Secretary of the Board shall ask "Shall the decision of the Chair be~~

~~sustained?" The Chair may not vote on such a challenge and in the event that there is an equality of votes, the decision of the Chair shall be deemed to be sustained.~~

- 9.3.25 The Chair shall not take part in any debate without leaving the Chair.
- 9.3.36 The Chair shall have voting rights on all matters, except when a Member challenges the Chair for a ruling (See ~~9.3.4~~15.6.3).
- 9.3.47 The Chair shall ensure that any Trustee wishing to speak shall so indicate by upraised hand, or by other agreed upon method when a trustee is participating electronically. ~~and u~~Upon recognition by the Chair, who shall call the member by name (Trustee _____), the Trustee shall then address the Chair.
- 9.3.58 When two or more Trustees attempt to speak at the same time, the Chair shall name the Trustee who is to speak.
- 9.3.69 The Chair shall ensure every Trustee speaks only to the matter under discussion. A Trustee may request one supplementary question. No Trustee shall speak longer than five minutes on the same question without leave of the Chair.
- 9.3.740 The Chair shall also ensure that Trustees direct all comments through the Chair and avoid all personal remarks and discourteous language.

9.3.11 **Point of Order – Moved to section 15.0**

- 9.3.11.1 No Trustee shall be interrupted while speaking except to be called to order by a Member for transgression of the rules of the Board, in which case the Trustee shall remain silent until the point of order has been decided by the Chair.

A Member so interrupting shall speak to the point of order or in explanation only.

- 9.3.11.2 The Chair, when called upon to decide a point of order or practice, shall, before stating a decision, give reasons for such decision.
- 9.3.11.3 The ruling of the Chair shall be final, subject only to a Member challenging the ruling of the Chair.
- 9.3.11.4 ~~When~~ If a Member challenges the decision of the Chair, the Member shall state the reasons for the challenge and the Chair shall have the opportunity to provide the rationale in support of the decision. Such challenge shall be decided without debate.

~~The Secretary of the Board shall ask "Shall the decision of the Chair be sustained?" The Chair may not vote on such a challenge and in the event that there is an equality of votes, the decision of the Chair shall be deemed to be sustained.~~

The decision of the Chair on the point of order shall be overruled only by a majority vote of the Members present in favour thereof. The Chair may not vote on such a challenge.

- 9.3.12 ~~A Trustee called to order by the Chair shall at once remain silent but after the point of order has been decided, may explain and appeal to the Board, which, if appealed to, shall decide the point of order without debate. The decision of the Chair on the point of order shall be overruled only by a majority vote of the~~

~~Members present in favour thereof. If there is no appeal, the decision of the Chair shall be final.~~

- 9.3.8~~43~~ Trustees who resist the rules of the Board, disobey the decision of the Chair or of the Board on points of order, or make any disorderly noise or disturbance may, unless they make an apology, be ordered by the Chair to leave their seats for the remainder of the meeting, and, in case of refusal to do so, may, on the order of the Chair, be removed from the Board Room and the Education Centre.
- 9.3.9~~44~~ The Chair of the meeting is responsible for maintaining order and seeing that appropriate decorum of the Board meeting is maintained. The Chair is responsible to ensure members of the public maintain respect at all times and may cause removal of a member of the public whose behaviour is egregious.
~~Heckling will not be permitted.~~

10.0 DUTIES OF THE VICE-CHAIR

- 10.1 The Vice-Chair of the Board is elected by the Board of Trustees to share the leadership role of the Chair. The Vice-Chair assists the Chair in ensuring that the Board operates in accordance with its own policies. The Board's ability to discharge its obligations is enhanced by the leadership and guidance provided by the Vice-Chair.

- 10.2 The Vice-Chair of the Board has the following duties:
 - 10.2.1 To perform all the duties of the Chair when the Chair is absent.
 - 10.2.2 To preside at Committee of the Whole, In-Camera meetings.
 - 10.2.3 To perform duties and responsibilities assigned by the Board of Trustees, including the Board Chair.

110.0 COMMITTEES

Board Committees

The Board's Committee structure consists of Statutory, Standing, and Ad Hoc Committees.

Statutory Committees

~~101.~~ Statutory committees ~~will operate~~ are established in accordance to the Education Act ~~or other with the~~ legislation or regulation ~~by which they were established~~ as required. In all cases where these Bylaws conflict with the legislative or regulatory provisions governing statutory committees, the legislative or regulatory provisions shall prevail.

~~1~~ Membership on Statutory committees is established annually through a selection process at the beginning of each new term. Where not otherwise determined by legislation or regulation, membership shall be for a one year term. Members may serve for consecutive terms. Membership shall not exceed quorum of the Board.

Final approval of membership to the Statutory Committee is required by the Board of Trustees through a recommendation of the Chairs' Committee.

If any vacancy shall occur in a Statutory Committee, the Board shall fill the vacancy on recommendation of the ~~Chair's~~ Chairs' Committee.

Standing ~~and Ad Hoc~~ Committees

~~11.3~~ Standing Committees are established to address ongoing issues specific to their individual mandates.

~~11.4~~ Membership on Standing committees is established annually through a selection process at the beginning of each new term. Membership shall be for a one year term. Members may serve for consecutive terms. Membership shall not exceed quorum of the Board.

Final approval of membership to the Standing Committee is required by the Board of Trustees through a recommendation of the Chairs' Committee.

~~Trustee membership of Standing and Ad hoc Committees shall be the mandate of the Chair's Committee according to the interest expressed by Trustees (See 13.5.1.1).~~

If any vacancy shall occur ~~in~~ a Standing Committee, the Board shall fill the vacancy on recommendation of the ~~Chair's~~ Chairs' Committee.

Ad Hoc Committees

~~11.5~~ Ad Hoc Committees are established to respond to specific issues. They have a defined task and timeline.

~~11.6~~ ~~Ad hoc~~ Ad Hoc committees of the Board may be established on recommendation by the ~~Chair's~~ Chairs' Committee ~~or on Board motion~~. The recommendation shall include a mandate, time frame for reporting to the Board and committee membership (See 13.5.1.1). ~~Ad hoc~~ Ad Hoc committees will be disbanded following completion of their mandate.

Prior to a recommendation by the ~~Chair's~~ Chairs' Committee for membership on an ~~Standing or Ad hoc~~ Ad Hoc committee, the Chair will invite Trustees to indicate their

interest. Group and/or individual consultation to clarify Trustees' wishes will be conducted. Membership shall not exceed quorum of the Board.

- ~~10.3 Ad hoc committees of the Board may be established on recommendation by the Chair's Committee. The recommendation shall include a mandate, time frame for reporting to the Board and committee membership (See 13.5.1.1) Ad hoc committees will be disbanded following completion of their mandate.~~

Meetings

- ~~101.~~
~~47~~ The Director of Education or the Superintendent assigned to the committee shall call the first meeting of the committee and shall preside over the election of the Committee Chair at that meeting. Any Member may request election by secret ballot. Only members of the committee shall elect a Chair from among themselves, with the exception of the Chairs' Committee.

- 11.8 The Board Chair shall not be eligible to be elected as the Chair of more than two Statutory or Standing Committee.

Other Trustees are not eligible to serve as Chair of more than two Statutory Committee at the same time.

- ~~101.~~
~~29~~ Committee Chairs shall request a Trustee committee member, unless otherwise noted in the Terms of Reference for the committee, to act as Chair in their absence and shall advise the Supervisor-Corporate Services of this action prior to the meeting.

- ~~101.~~
~~310~~ It is the responsibility of Trustees to attend committee meetings to which they have been appointed. Committee members shall be responsible for contacting the Corporate Services should they be unable to attend a meeting.

~~The Supervisor~~-Corporate Services maintains attendance records.

Trustees unable to attend a meeting, and where there is an appointed alternate, it is the responsibility of the Trustee to inform the alternate and provide the meeting information.

- ~~101.~~
~~11-4~~ On the absence from three sequential meetings of a committee without the approval of the Board, the Member shall be withdrawn from that committee. The Chair of the Board shall provide notification of withdrawal from the committee. The Trustee may request to be reinstated. The request will be considered at the next Board meeting.

- ~~101.~~
~~125~~ A majority of the committee membership shall constitute a quorum.

- ~~101.~~
~~6~~ Committees must maintain a quorum to record an official meeting.

- ~~13~~ Should no quorum be present within thirty minutes after the appointed time for the meeting, or if quorum is lost during the meeting, the Chair shall cancel the meeting, or if already in progress, adjourn the meeting. At the consent of the members present, the members may continue to meet recognizing no decisions or formal action may be taken.

~~In the absence of a quorum, an informal conversation may be held but no action may be taken. Committee members shall be responsible for contacting the Supervisor-Corporate Services should they be unable to attend a meeting.~~

~~101.~~
~~714~~ The Chair of the Board shall be considered an ex officio member of all committees of the Board. The Chair, when in attendance at such meetings, shall have all privileges of a committee member and shall be counted as a member when determining the status of a quorum. The absence of the Chair shall not be counted in establishing a quorum at that meeting.

~~101.~~
~~815~~ Meetings of committees shall be open to the public except when the subject matter under consideration is covered by Section 207 (2) of the *Education Act*, or its successors.

~~101.~~
~~916~~ Action of any committee shall not be binding until formally approved by the Board, unless the Board gives the committee power to act with reference to a particular matter or matters. ~~In all cases, the committee shall make a written report to the Board.~~

~~101.~~
~~174~~ The Chair of the Board, Director of Education, and administrative officials shall keep the Chair of each committee informed of matters within the terms of reference of the committee.

~~101.~~ Any Trustee may attend the public meetings of a committee and may participate in the discussion and use their voice in such a way that it does not hinder the actions or work of the committee. ~~but~~ Only appointed members of the committee may vote, and propose motions and recommendations for Board consideration, and participate in the in-camera portion of the meeting, if any.

~~101.~~
~~1219~~ The rules of order of the Board shall be observed in all meetings of a committee except that:
a. there shall be no seconder at committee meetings; and
b. movers shall not be recorded in committee reports.

~~101.~~
~~2043~~ Every meeting of a committee shall be called by a notice provided ~~by through the Supervisor-Corporate~~ Corporate Services to reach every Trustee at least 48 hours before such meeting or in extreme circumstances, as determined by the Chair of the Committee, by oral notice attempted not later than six hours before such meeting.

~~101.~~
~~214~~ Committees shall report to the Board in writing following each meeting other than ~~Ad Hoc~~ Ad Hoc committees who will report according to the time frame specified in the mandate of the committee.

Where Trustees are asked to consider a motion the report shall include the background information necessary for trustees to make an informed decision on the recommendation. Where appropriate, background information may be provided at the meeting either verbally or in writing.

~~10.1~~
~~5~~ ~~Committee memberships shall be approved by the Board.~~

~~Statutory Committees~~

~~10.1~~
~~6~~ ~~Statutory committees will operate in accordance with the legislation or regulation by which they were established. In all cases where these Bylaws conflict with the legislative or regulatory provisions governing statutory committees, the legislative or regulatory provisions shall prevail.~~

~~Standing and Ad Hoc Committees~~

~~10.1 Prior to a recommendation by the Chair's Committee for membership on a Standing
7 or Ad hoc committee, the Chair will invite Trustees to indicate their interest. Group
— and/or individual consultation to clarify Trustees' wishes will be conducted.~~

~~10.1 Trustee membership of Standing and Ad hoc Committees shall be the mandate of
8 the Chair's Committee according to the interest expressed by Trustees (See
— 13.5.1.1).~~

~~10.1 If any vacancy shall occur in a Standing or Ad hoc committee, the Board shall fill the
9 vacancy.~~

~~10.2 Ad hoc committees of the Board may be established on recommendation by the
0 Chair's Committee. The recommendation shall include a mandate, time frame for
reporting to the Board and committee membership (See 13.5.1.1) Ad hoc committees
will be disbanded following completion of their mandate.~~

Other Committees

Administrative Committees

~~101.~~ Trustees ~~named~~appointed to participate on an Administrative committee shall be
~~224~~ responsible for reporting to the Board as appropriate. Trustees may send an
alternative upon notification to the Chair of the Aadministrative committee. Only
Trustees appointed to Administrative committees, or their alternate, may attend and
participate in such meetings.

Community/Professional Representation

~~11.2 The Board of Trustees may be formally invited to have a representative on another
3 Board or Committee by virtue of membership to that entity or through a vested
interest. Similar to Standing Committees, membership is established as defined in
Section 10.4~~

Interview Committees

~~101.~~ The Chair and Vice-Chair shall participate in an advisory capacity (non voting) on
~~242~~ Supervisory Officer Interview Committees. If either or both are not available, the Past
Chair and /or ~~either Chair of the Advisory Committees~~designate as determined by
Board appointment, following the process defined in section 10.6, shall participate. -

~~10.2 Trustee representatives on Principal and Vice Principal interview committees are
3 appointed by the Chair's Committee.~~

124.0 COMMITTEE OF THE WHOLE IN-CAMERA MEETINGS

- 124.1 The Board may move into Committee of the Whole in-camera upon any confidential matter brought for its consideration related to legal, negotiations, personal or property matters.

Meetings of the Committee of the Whole in-camera shall be closed to all but Board Members, the Student Trustees (with the exception of items that involve the disclosure of intimate, personal and/or confidential information), Supervisory/Executive Officers, and the Supervisor-Corporate Services. Others may be asked to attend as appropriate or to speak to specific agenda items.

- 124.2 Committee of the Whole in-camera normally will meet at 5:00 p.m. on the fourth Tuesday of each month in the Board Room of the Thames Valley District School Board Education Centre.

12.3 In-camera meetings normally will adjourn by 6:15 p.m. or recess and reconvene prior to the adjournment of the Board meeting as necessary.

- 124.43 With at least 48 hours' notice, a special Committee of the Whole, In-camera meeting, to be immediately followed by a Special Meeting of the Board, may be held on the call of the Chair, or on the written request of the majority of Members of the Board made to the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education. The meeting may be held at a date, time and place established by decision of the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education.

~~11.4 In-camera meetings normally will adjourn by 6:15 p.m. or recess and reconvene prior to the adjournment of the Board meeting as necessary.~~

- 124.5 The Vice-Chair of the Board or if absent, the Chair of the Board shall chair all Committee of the Whole in-camera sessions.

In the case of absence of both the Vice-Chair and the Chair for five minutes after the hour appointed, as soon as a quorum be present, the Past Chair of the Board shall preside. In the event the Past Chair is not present, the ~~Chair of either Advisory Committee shall preside over the meeting.~~ Director of Education shall call upon a Trustee to Chair the meeting.

- 124.6 All rules of the Board shall be observed in Committee of the Whole in-camera so far as applicable except that no motion shall require to be seconded; movers of motions shall not be recorded in the official minutes, no motion for the previous question or for adjournment shall be allowed until all items on the agenda have been dealt with (except under the rule establishing a time limit for meetings). The yeas and nays shall not be recorded except when called by a Student Trustee in accordance with provisions in the *Education Act, Section 55 (3)*.

- 124.7 The Committee of the Whole in-camera shall report at the next regularly-scheduled Board meeting or at ~~the a~~ a Special Board meeting called specifically for this purpose.

- 124.8 Trustees will ensure that all in-camera material (paper and electronic) is stored in a secure, confidential location or shredded/deleted following the meeting.

12.0 ~~ADVISORY COMMITTEE MEETINGS~~

- ~~12.1 The Program and School Services Advisory Committee and the Planning and Priorities Advisory Committee shall consist of all Trustees.~~
- ~~12.2 The Program and School Services Advisory Committee will meet each 1st Tuesday of the month. The Planning and Priorities Advisory Committee will meet each 2nd Tuesday of the month. Meetings normally will be held at 6 p.m.~~
- ~~12.3 The Advisory Committees may remain in session no later than 9 p.m. (or 3 hours after its scheduled start time) unless a vote of two-thirds of those present is taken to continue the meeting to a specified time. A further two-thirds vote may be taken to extend the meeting a second time for a specified period. The meeting may not be extended past the time approved in the second motion.~~
- ~~12.4 No action is to be taken at the meetings; however, Trustees may request further information. Motions related to a presentation may be brought forward at the next regular Board meeting under Reports from Board Committees or to a subsequent Board meeting for consideration providing a Notice of Motion has been served.~~

12.5 ~~Election of Advisory Committee Chairs~~

~~The Chairs of the Program and School Services Advisory Committee and of the Planning and Priorities Advisory Committee shall be elected at the Special Board meeting held on the first school day of December by secret ballot as set out in Bylaw 6.0 – Election of Chair and Vice-Chair. The Chair of the Board shall preside over the election of the Committee Chairs.~~

- ~~12.6 Refer to Sections 10.2 through to 10.14 for information regarding Committee meetings.~~

13.0 CHAIRS'S COMMITTEE

- 13.1 Membership on the Chair's Committee includes the Chair of the Board, the Vice-Chair, the Past Chair and two additional Trustees selected through the annual committee selection process described in Section 11.4. ~~the Chairs of the Advisory Committees.~~ The Director of Education serves as staff resource to the Committee.
- 13.2 In the event the Chair of the Board is re-elected, the ~~Chair's~~Chairs' Committee shall be comprised of the Chair, the immediate Past Chair, the Vice-Chair and two additional Trustees selected through the annual committee selection process. ~~the Chairs of the Advisory Committees.~~ Should the immediate Past Chair relinquish this position, the most recent Past Chair will assume the seat. Failing that, a Member at large will be invited to sit on the ~~Chair's~~Chairs' Committee for that year.
- 13.3 The Chair of the Board shall be the Chair of the ~~Chair's~~Chairs' Committee.
- 13.4 The Committee meets the week prior to the regularly-scheduled Board meeting and as often as required. Trustees may submit agenda items for consideration at the ~~Chair's~~Chairs' Committee meetings through the Chair of the Board.

13.5 Mandate

- 13.5.1 The ~~Chair's~~Chairs' Committee is designed to ensure the effective working of the Board. The ~~Chair's~~Chairs' Committee shall provide leadership to the Board in maintaining the Board's focus on the multi-year plan and the Board's mission and vision. It shall also:
- 13.5.1.1 Develop ~~ad-hoc~~Ad Hoc committees with defined tasks and appropriate time lines (See 10.0);
 - 13.5.1.2 Recommend appointment of Trustees to committees of the Board;
 - ~~13.5.1.3 Appoint Members to Principal and Vice-Principal interview committees;~~
 - 13.5.1.4 Co-ordinate Member activities not otherwise under the mandate of the Board Governance and Bylaw Review Committee;
 - 13.5.1.5 Review and approve Trustee professional development requests and expenses;
 - 13.5.1.6 Review of Board and Committee of the Whole, In-Camera agenda items, determine the routing process and in-camera status, accept, ~~and review,~~ and schedule submissions of public input to the Board; ~~and determine submissions to be placed on the agenda of the first, regularly-scheduled Board meeting of the month (See 5.0);~~
 - 13.5.1.7 Provide a report at the next regularly-scheduled Board meeting;
 - 13.5.1.8 Review Standing Committee mandates as appropriate.

14.0 LEAVE OF ABSENCE OF MEMBERS

~~14.1 To meet the provisions of Section 229 (1) of the *Education Act*, a Board Member applying for leave of absence shall make the request directly to the Board convened in regular open session.~~

~~Any action on a request for leave of absence must be recorded as a motion of the Board.~~

NOTE: Section 229(1) of the Education Act has been repealed. The Bylaw Ad Hoc Committee has suggested the Board Governance and Bylaw Review Committee review Leave of Absence provisions for Trustees.

15.0 RULES OF ORDER

Note: In all cases not provided for by these rules, *Robert's Rules of Order* shall govern as applicable.

15.1 General

- 15.1.1 In the absence of the Chair from any Board meeting, the Vice-Chair shall preside at the meeting. During the continued absence of the Chair from duty, or upon written request of the Chair, the Vice-Chair shall perform all the duties of the Chair.
- 15.1.2 The Supervisor-Corporate Services shall record the names of the Trustees present and absent. The times of arrival and departure of Trustees not attending the entire meeting shall be recorded in the minutes. Absence during any vote will be recorded.
- 15.1.3 In case of the absence of both the Chair and Vice-Chair for five minutes after the hour appointed, as soon as a quorum is present, the Past Chair shall preside. In the event the Past Chair is not present, the Chair of either Advisory Committee shall preside over the meeting until such time as the Chair of the Board or the Vice-Chair arrives.
- 15.1.4 In the case of absence of all the officers noted in 15.1.3, and as soon as a quorum is present, the Director of Education shall employ a process to elect a pro tempore Chair.
- 15.1.5 The Chair pro tempore so chosen shall preside only until the Chair or Vice-Chair arrives and the immediate item of business at hand is completed.

15.2 Motions Considered at Board Meetings

- 15.2.1 Motions shall be related to an agenda item. Motions unrelated to the agenda shall follow section 15.2.7 – Notice of Motion.
- 15.2.2 Every motion shall be seconded and shall be disposed of only by a vote of the Board unless the mover and seconder, by permission of the Chair, withdraw the motion.
- 15.2.3 Any Member may request the motion under discussion be read for information at any time in the course of the debate, provided that no such request is made so as to interrupt a member speaking to the question.
- 15.2.4 The mover and seconder shall be recorded in the official minutes of all Board meetings. Movers shall not be recorded in reports of committees submitted to the Board (See 10.12).
- 15.2.5 After a motion is moved and seconded, it shall be deemed to be in possession of the Board.
- 15.2.6 A Member may introduce a motion and before it is seconded, speak to it for clarification or direction on wording only. No other Member may speak to the motion before it has been seconded. Once seconded, the mover will be asked to speak to the motion and be the final speaker to the motion.
- 15.2.7 A Member may provide a written notice of motion at the appropriate agenda item of a Board meeting to be heard at the next regular Board meeting.

The notice of motion need only indicate the purpose but such a statement must be accurate and complete since it will determine what amendments are in order when the motion is considered, e.g. "To raise the annual fee to \$20.00". The notice of motion will become invalid if the motion is amended beyond the scope of the notice.

15.2.8 No motion or amendment shall be debated or put to a vote unless seconded and read before the vote is taken, except that the reading may be omitted before the vote if the motion is based on a written recommendation in the agenda or is a motion to refer, to postpone, to rise and report, to table, or to adjourn. Upon the request of any Member, the Chair shall direct the mover to put the motion in writing.

15.2.9 A motion directly concerning the privilege of the Board and thereby affecting the rights and immunities of the Board collectively, or the position and conduct of Trustees in their respective capacities, shall take precedence over all other business and may be moved without notice.

15.2.10 When a question is under debate, the only motions in order shall be:

- (a) adjourn or take a recess;
- (b) raise a question under point of order, privilege or question;
- (c) lay on the table;
- (d) call for the previous question;
- (e) postpone to a certain time;
- (f) refer;
- (g) amend;
- (h) postpone indefinitely;
- (i) main motion.

Each motion shall have precedence in the order listed; and (a), (b), (c) and (d) shall be decided without debate except as provided under point of order, privilege or question by majority vote other than Motion (d) which shall require a two-thirds vote of those present to adopt.

The motion for the previous question shall preclude all further amendment and debate, and shall be submitted by the Chair in this form: "Are you ready for the main question?" If adopted, the Chair shall at once proceed to put the main question, first putting any amendments pending, to the vote of the Board.

15.2.11 A motion to lay on the table, done only in the case of an emergency, is not debatable; but a motion to lay on the table with any other condition involved is subject to debate and amendment with a majority vote.

Generally, a motion to defer or postpone discussion to a future date will be put forward.

15.2.12 When a question has been laid on the table, it shall not be taken up again at the same meeting except by a vote in favour of reconsideration by two-thirds of the Members present.

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

- 15.2.14 After a motion is made and seconded, a motion to amend may be made, and a motion to amend the amendment; but no further motion to amend shall be made until those have been decided.
- 15.2.15 An amendment modifying the subject of a motion shall be in order, but an amendment relating to a different subject or completely changing the intent of a motion shall not be considered.
- 15.2.16 All amendments shall be put in the reverse order to which they are moved.
- 15.2.17 Every amendment submitted shall be decided upon or withdrawn before the main question is put to a vote; and if the vote on an amendment is decided in the affirmative the main question as amended shall be put to a vote.
- 15.2.18 A motion to adjourn shall be in order except when a Trustee is speaking, or a vote is being taken, or when the previous question has been called. A motion to adjourn only shall not be open to amendment or debate; but a motion to adjourn to a particular time may be amended or debated.
- 15.2.19 No second motion to adjourn shall be made until some business has been transacted after the first motion to adjourn has failed.
- 15.2.20 Requests by individual Trustees for information, which will require a significant time commitment by Administration, must be formulated into a motion and receive Board approval prior to the task being undertaken.
- 15.2.21 Student Trustees may not move a motion but may suggest a motion on any matter at a meeting of the Board or of one of its committees on which the student Trustee sits. If no member of the Board or committee, as the case may be, moves the suggested motion, the record shall show the suggested motion.

15.3 Debate

- 15.3.1 The Chair shall ensure that every Trustee speaks only to the matter under discussion. A Trustee may ask one question, request one supplementary question and may then return to the speakers' list.
- 15.3.2 No Trustee shall speak longer than five minutes on the same question without leave of the Chair.
- 15.3.3 When the question under consideration contains two or more distinct propositions, any particular proposition, upon the request of any Trustee, may be considered and voted upon separately.

15.4 Voting

- 15.4.1 No Member shall have more than one vote, as Chair or otherwise, either at Board meetings, or on any committee.
- 15.4.2 Any Member may abstain from voting. An abstention maintains a quorum. The number of yea and nay votes will determine the approval or defeat of a motion under consideration. In all cases where there is an equality of votes, the question is defeated.

- 15.4.3 As ruled by the Chair, every Member of the Board or a committee as the case may be, may vote on a question put in a telephone poll or e-mail submission conducted by the Supervisor-Corporate Services or designate. In all cases where there is an equality of votes, the question is defeated. Electronic Voting Guidelines are provided in Appendix B.
- 15.4.4 After the Chair has put a question to vote, there shall be no further debate and no Member shall walk across or out of the room or make any noise or disturbances. The decision of the Chair as to whether the question has been finally put shall be conclusive.
- 15.4.5 The yeas, nays and abstentions shall be recorded on any question when requested by at least one Member at a Board meeting. Such a request for a recorded vote must be made before the Chair calls upon the Members to vote on the question.
- 15.4.6 The request for a recorded vote shall require all members including the Chair to participate in the vote indicating a nay, yea or abstention. The resulting number of yeas, nays and abstentions shall be declared by the Supervisor-Corporate Services.
- 15.4.7 Unless a recorded vote is requested, all votes at meetings shall be taken by a show of hands. The resulting number of yeas, nays, and abstentions shall be declared by the Chair. If this declaration is questioned, the Members voting shall rise and stand until they have been counted.
- 15.4.8 Voting by proxy will not be allowed in any meeting under the jurisdiction of the Board in that proxy voting is incompatible with the essential characteristics of the Board in which membership is individual, personal and non-transferable.
- 15.4.9 Where a Member attends a Board meeting via electronic means, the Member may vote via teleconference or electronically or by a pre-arranged secret ballot in the case of Board elections given to the Supervisor-Corporate Services in a sealed envelope.
- 15.4.10 In accordance with the *Education Act, Section 55 (3)*, the student Trustees are not entitled to exercise a binding vote on any matter before the board or any of its committees. They may request to have their non-binding vote recorded in the Board minutes and may request that a matter before the Board, or any of its committees, be put to a vote, in which case there must be two votes:
- a. a recorded non-binding vote that includes the student Trustees' vote; and
 - b. a recorded binding vote that does not include the student Trustees' vote.

15.5 Reconsideration

- 15.5.1 A motion for reconsideration may only be brought by a member who voted on the prevailing side.
- 15.5.2 After a vote has been taken on any question (except one of indefinite postponement) such vote may, with the consent of a two-thirds majority of the Members present, provided that the Members constitute a quorum, be reconsidered during the same meeting.

The question may be reconsidered with the consent of a majority of the Members present at any regular meeting of the Board held thereafter provided that any Member shall give notice to that effect in writing at a prior regular Board meeting.

A motion to reconsider, being once made after notice at a prior Board meeting and decided in the negative, shall not again be entertained during the current Board year (December 1 - November 30) or within a period of four months, whichever is the lesser, unless approved unanimously by a quorum of the Board.

- 15.5.3 When a Member has properly moved for reconsideration of any question which has been decided, no discussion of the main question shall be allowed until the motion for reconsideration has been decided in the affirmative.

15.6 Point of Order

- 15.6.1 No Trustee shall be interrupted while speaking except to be called to order by a Member for transgression of the rules of the Board, in which case the Trustee shall remain silent until the point of order has been decided by the Chair.

A Member so interrupting shall speak to the point of order or in explanation only.

- 15.6.2 The Chair, when called upon to decide a point of order or practice, shall, before stating a decision, give reasons for such decision.

The ruling of the Chair shall be final, subject only to a Member challenging the ruling of the Chair.

- 15.6.3 ~~When~~ If a Member challenges the decision of the Chair, the Member shall state the reasons for the challenge and the Chair shall have the opportunity to provide the rationale in support of the decision. Such challenge shall be decided without debate.

~~The Secretary of the Board shall ask "Shall the decision of the Chair be sustained?" The Chair may not vote on such a challenge and in the event that there is an equality of votes, the decision of the Chair shall be deemed to be sustained.~~

The decision of the Chair on the point of order shall be overruled only by a majority vote of the Members present in favour thereof. The Chair may not vote on such a challenge.

- ~~15.6.4 A Trustee called to order by the Chair shall at once remain silent but after the point of order has been decided, may explain and appeal to the Board, which, if appealed to, shall decide the point of order without debate. The decision of the Chair on the point of order shall be overruled only by a majority vote of the Members present in favour thereof. If there is no appeal, the decision of the Chair shall be final.~~

15.7 Petitions and Communications

Preparing a Petition

- 15.7.1 A petition is a request for the Thames Valley District School Board to take some specific action (or refrain from taking some action).
- 15.7.2 The action requested must be related to the education system within the Thames Valley District and the request must be clear, temperate, proper, and respectful. Petitions containing obscene or defamatory language will not be accepted.
- 15.7.3 The request must appear at the top of every page of signatures submitted with the petition.

Signatures on a Petition

- 15.7.4 Petitioners must be a resident of the Thames Valley District and/or a student or parent/guardian of a student attending a Thames Valley District School Board school.
- 15.7.5 A petition must contain original signatures only.
- 15.7.6 Each person must print their name and address and sign their name under the text of the petition.

Submitting a Petition

- 15.7.7 A petition must be addressed to the Thames Valley District School Board of Trustees and submitted to the Supervisor-Corporate Services. Petitions addressed otherwise or to a particular Trustee will not be accepted.
- 15.7.8 Petitions must be written, typewritten or printed. Emailed, faxed or photocopied petitions are not admissible and will not be accepted.

Communication and Follow Up

- 15.7.9 Petitions received in accordance with these Bylaws shall be noted on the next regular Board meeting agenda under Communications and shall be made available to all Trustees by the Supervisor-Corporate Services.
- 15.7.10 No action may be taken at the Board meeting where the petition is noted on the agenda; however a motion may be brought to the next regular Board meeting under Business Arising or to a subsequent Board meeting for consideration providing a Notice of Motion has been served (See 15.2.7).
- 15.7.11 Petitions and communications on any subject within the purview of a committee may be referred by the Chair to the proper committee without motion.

16.0 BUSINESS SERVICES BYLAWS

BYLAW #	PAGE
1. Banking and Security	32
2. Bankers and Signing Officers	34
3. Borrowing for Current Expenditures.	35
4. Capital-Related Debt - Pre-amalgamation	36
5. Capital-Related Debt - Banking	41
6. Stage 1 Long-Term Financing	42
7. Good Places to Learn and Primary Class Size Projects	45
8. New Pupil Place Projects	48
9. Good Places to Learn Stage 2 and Primary Class Size Projects	51
10. New Pupil Places Projects	54
11. Good Places to Learn, Prohibitive to Repair and Primary Class Size Projects	57
12. Good Places to Learn, Prohibitive to Repair, Capital Priorities and Primary Class Size Projects	60
13. New Pupil Places Projects	61
14. Capital Priorities and Primary Class Size Projects	65
15. New Pupil Places and Consolidated Capital Projects	68

BYLAWS

of the

Thames Valley District School Board



BYLAWS of the

THAMES VALLEY DISTRICT SCHOOL BOARD

Revisions approved by Board Motion the 24th day of November 2020

SIGNED:

Arlene Morell, Chair of the Board

Mark Fisher, Director of Education

TABLE OF CONTENTS

SECTION	PAGE
1.0 Introduction	1
1.1 Definitions	1
1.2 Rules of Order	1
1.3 Amendments and Additions to Existing Bylaws	1
1.4 Banking Bylaws - Business Services	1
2.0 Board Governance Principles	2
3.0 Trustee Code of Conduct	3
4.0 Board Meetings	9
5.0 Public Input	11
6.0 Election of Chair and Vice-Chair	13
7.0 Inaugural Meeting of the Board	15
8.0 Inaugural Address of the Chair	16
9.0 Duties of the Chair	17
10.0 Duties of the Vice-Chair	19
11.0 Committees	20
12.0 Committee of the Whole In-Camera Meetings	23
13.0 Chairs' Committee	24
14.0 Leave of Absence of Members	25
15.0 Rules of Order	26
15.1 General	26
15.2 Motions Considered at Board Meetings	26
15.3 Debate	28
15.4 Voting	28
15.5 Reconsideration	29
15.6 Point of Order	30
15.7 Petitions and Communications.	30
16.0 Business Services Bylaws	32

APPENDICES

Appendix A: Guidelines for Trustee Communications

Appendix B: Electronic Voting Guidelines

1.0 INTRODUCTION

1.1 Definitions

For the purpose of these Bylaws:

- "Board" means the Board of Trustees of the Thames Valley District School Board;
- "Chair" means the Chair of the Board;
- "Vice-Chair" means the Vice-Chair of the Board;
- "Past Chair" means the Past Chair currently elected to the Board;
- "Director of Education" means the Secretary of the Board;
- "Treasurer" means the Treasurer of the Board;
- "Trustee" means a Trustee on the Board and the Student Trustees;
- "Member" means a voting Member of the Board and/or Board Committee;
- "Board committee" means an ongoing committee established by the Board;
- "Ad hoc committee" means a committee established for a specific time frame and purpose;
- "Board meeting" means an official, regularly-scheduled or special Board meeting as defined in the *Education Act*;
- "Meetings of the Board" includes Board meetings in addition to any in-camera or, statutory, standing, or ad hoc meetings chaired by a Member.
- "Advisory Committees" refer to the Planning and Priorities Advisory Committee and to the Program and School Services Advisory Committee. These are considered standing committees.

1.2 Rules of Order

- 1.2.1 All Board Meetings and all meetings of the Board will be conducted in accordance with the rules of order as set forth in Section 15 of these Bylaws.

1.3 Amendments and Additions to Existing Bylaws

- 1.3.1 No amendment, alteration, or addition to the Bylaws shall be made unless due notice has been given setting forth the proposed amendment, alteration, or addition. A two-thirds majority of all members of the Board must vote in favour of the change.
- 1.3.2 Every new bylaw of the Board, upon approval, shall be signed by the Chair of the Board and counter-signed by the Director of Education, after which the seal of the Board shall be attached thereto.

1.4 Banking Bylaws - Business Services

- 1.4.1 The Board shall maintain on record its Borrowing and Banking Bylaws in addition to other bylaws for Business Services, under the title "Business Services Bylaws".
- 1.4.2 The complete set of Business Services Bylaws and their schedules shall be on record under that title.

2.0 BOARD GOVERNANCE PRINCIPLES

Principle 1

The Board of Trustees exists to govern the entire district and has a clearly stated mission that includes high expectations for student achievement and well-being and is responsible for defining the expected outcomes and policies to meet the organization's mission, vision, and commitments.

Principle 2

The Board of Trustees allocates its resources in support of the goals set out in the strategic plan.

Principle 3

The Board of Trustees is accountable to its public school supporters.

Principle 4

The Board of Trustees represents and engages with its constituents (students, parents/guardians and the community) in the creation of policies that affect them and communicates the board's progress in raising student achievement.

Principle 5

The Board of Trustees speaks with one voice through its policies and decisions.

Principle 6

The Board of Trustees holds the Director of Education accountable for implementation of Board policies and Board decisions. The Board of Trustees hold its system accountable for student achievement and well-being through its Director of Education by regularly monitoring evidence of student achievement and well-being.

Principle 7

The Board of Trustees monitors its own performance and takes action to continually improve its governance processes.

3.0 TRUSTEE CODE OF CONDUCT

3.1 Purpose

- 3.1.1 This Code of Conduct is intended to contribute to confidence in public education and respect for the integrity of Trustees of the Board and is intended to promote acceptable and respectful behaviours.

3.2 Application

- 3.2.1 This Code of Conduct and the Enforcement Procedures contained herein shall apply to all Trustees.
- 3.2.2 Every Trustee shall uphold the letter and spirit of this Code of Conduct.

3.3 Compliance

- 3.3.1 A Trustee of the Board shall discharge his or her duties in accordance with the *Education Act* and comply with any other relevant legislation.
- 3.3.2 Each Trustee shall comply with Board policies, procedures, Bylaws, and Rules of Order.

3.4 Code of Conduct

Integrity and Dignity of Office

- 3.4.1 Trustees of the Board shall discharge their duties loyally, faithfully, impartially and in a manner that will inspire public confidence in the abilities and integrity of the Board.
- 3.4.2 Trustees of the Board shall make decisions in a manner which is open, accessible and equitable.
- 3.4.3 Trustees of the Board shall recognize that the expenditure of school board funds is a public trust and endeavour to see that the funds are expended efficiently, in the best interests of the students.

Avoidance of Personal Advantage and Conflict of Interest

- 3.4.4 No Trustee shall accept a gift from any person or entity that has dealings with the Board if a reasonable person might conclude that the gift could influence the Trustee when performing his or her duties to the Board. If Trustees are unsure about the appropriateness of a gift, they may consult with the Board Chair for further guidance.
- 3.4.5 Trustees shall ensure that their public office is not used for personal gain as in accordance with the Municipal Conflict of Interest Act (RSO 1990).
- 3.4.6 No Trustee shall use his or her office to obtain or maintain employment with the Board for the Trustee or a family member.

Civil Behaviour

- 3.4.7 No Trustee shall engage in conduct during meetings of the Board and at all other times that would discredit or compromise the integrity of the Board.
- 3.4.8 A Trustee of the Board shall not advance allegations of misconduct that are frivolous, vexatious, or vindictive in nature against another Trustee of the Board.
- 3.4.9 Trustees shall respect the differing points of view of other Trustees on the Board, staff, students and the public.

Respect for Confidentiality

- 3.4.10 Every Trustee shall keep confidential any information disclosed or discussed at a meeting of the Board or part of a meeting of the Board that was closed to the public or should otherwise be kept confidential, unless required to divulge such information by law or authorized by the Board to do so.
- 3.4.11 No Trustee shall use confidential information for either personal gain or to the detriment of the Board.

Upholding Decisions

- 3.4.12 All Trustees of the Board shall accept that authority rests with the Board, and that a Trustee has no individual authority other than that delegated by the Board.
- 3.4.13 Each Trustee shall uphold the implementation of any Board resolution after it is passed by the Board.
- 3.4.14 A Trustee should be able to explain the rationale for a resolution passed by the Board. A Trustee may respectfully state his or her position on a resolution provided it does not in any way undermine the implementation of the resolution.
- 3.4.15 The Chair of the Board is the spokesperson to the public on behalf of the Board, unless otherwise determined by the Board. No other Trustee shall speak on behalf of the Board unless expressly authorized by the Chair of the Board or Board to do so. When individual Trustees express their opinions in public, they must make it clear that they are not speaking on behalf of the Board.

Trustee Communication

- 3.4.16 All Trustees of the Board shall follow the *Guidelines for Trustee Communications* (Appendix A) established for ensuring communication is consistent and appropriate between Trustees and constituents, stakeholders, and the general public.

3.5 Enforcement of Code of Conduct

Informal Complaint Procedure

- 3.5.1 The Chair of the Board on his/her own initiative, or at the request of a Trustee of the Board (without the necessity of providing a formal written complaint) who alleges a breach of the Code has occurred, may meet informally with a Trustee of the Board who is alleged to have breached the Code to discuss the breach. The purpose of the meeting is to bring the allegation of the breach to the attention of the Trustee

and to discuss options to correct the offending behavior. The Informal Complaint Procedure is conducted in private.

- 3.5.2 If the Chair of the Board and the Trustee alleged to have breached this Code cannot agree on a remedy, then a formal complaint may be brought against the Trustee alleged to have breached this Code and that complaint will be dealt with in accordance with the formal, complaint procedure.

Formal Complaints

- 3.5.3 A Trustee who has reasonable grounds to believe that another Trustee of the Board has breached the Board's Code of Conduct may bring the breach to the attention of the Board by first providing to the Board Chair, a written, signed complaint setting out the following:
- the name of the Trustee who is alleged to have breached the Code;
 - the alleged breach or breaches of the Code;
 - information as to when the breach came to the Trustee's attention;
 - the grounds for the belief by the Trustee that a breach of the Code has occurred; and
 - the names and contact information of any witnesses to the breach or any other persons who have relevant information regarding the alleged breach.
- 3.5.4 If a written complaint is filed with the Chair of the Board, the Chair shall decide, in consultation with the Vice-Chair, if a formal inquiry shall be undertaken. If a formal inquiry is to proceed, the Chair shall confidentially provide each Trustee with a copy of the written complaint.

Refusal to Conduct Formal Inquiry

- 3.5.5 If the Board Chair and Vice-Chair are of the opinion that the complaint is out of time, trivial, frivolous, vexatious or not made in good faith, or that there are no grounds or insufficient grounds for a formal inquiry, a formal inquiry shall not be conducted and a confidential report stating the reasons for not doing so shall be provided to all Trustees of the Board including the original, written complaint. The matter shall be discussed at the next in-camera Committee of the Whole meeting.

Initiating a Formal Inquiry

- 3.5.6 If a formal inquiry of an allegation of a breach of the Code of Conduct is undertaken, it shall be done by a Committee of the Board (the "Inquiry Committee") which shall be comprised of three Trustees as designated by the Chair's Committee. No Trustee of the Board may sit on the Inquiry Committee if they are a witness in the formal inquiry.

Formal Inquiry Procedure

- 3.5.7 Procedural fairness and the rules of natural justice shall govern the formal inquiry. The formal inquiry will be conducted in private.

- 3.5.8 The Inquiry Committee shall obtain written statements and documents from the complainant and any witnesses. This documentation will be provided to the Trustee alleged to have breached the Code who will then have 30 days to provide a written statement and any documentation.
- 3.5.9 Both the complainants and the Trustee alleged to have breached the Code, shall receive copies of all written statements and documentation at least 30 days prior to the hearing.
- 3.5.10 The formal inquiry may involve both written and oral statements by any witnesses, the Trustee bringing the complaint and the Trustee who is alleged to have breached the Code of Conduct and the Trustee who is alleged to have breached the Code of Conduct shall have an opportunity to respond to all allegations. Timeframes may be extended with the consent of the Inquiry Committee. Such consent shall not be unreasonably withheld.
- 3.5.11 If the Inquiry Committee, when conducting the formal inquiry, discovers that the subject-matter of the formal inquiry is being investigated by police, that a charge has been laid, or is being dealt with in accordance with a procedure established under another Act, the formal inquiry may be suspended until the police investigation, charge or matter under another Act has been finally disposed of. This shall be reported to the Board.
- 3.5.12 If the Trustee who is alleged to have breached the Code of Conduct refuses to participate in the formal inquiry, the formal inquiry will continue in his/her absence.

Decision/Determination

- 3.5.13 Once the formal inquiry is complete, the Inquiry Committee shall provide a confidential final report outlining the finding of facts and a recommendation to the Board as to whether the Code of Conduct has been breached including recommended sanctions if any. This will be considered by the Committee of the Whole in camera.
- 3.5.14 A decision by the Board as to whether or not the Code of Conduct has been breached and the sanction, if any, for the breach shall be made as soon as practical after receipt of the final report by the Board.
- 3.5.15 Trustees shall consider only the findings in the final report when voting on the decision and sanction. No Trustee shall undertake his/her own investigation of the matter.
- 3.5.16 The determination of a breach of the Code of Conduct and the imposition of a sanction with respect to a complaint investigated in accordance with the Formal Complaint Procedure must be done by resolution of the Board at a meeting of the Board, and the vote on the resolution shall be open to the public. The resolutions shall be recorded in the minutes of the meeting. The reasons for the decision shall be recorded in the minutes of the meeting. Both resolutions shall be decided by a vote of at least 2/3 of the Trustees of the Board present and voting.

- 3.5.17 Despite s. 207 (1) of the *Education Act*, the part of the meeting of the Board during which a breach or alleged breach of the Board's Code of Conduct is considered may be closed to the public when the breach or alleged breach involves any of the matters described in clauses 207(2) (a) to (e) being:
- a. the security of the property of the board;
 - b. the disclosure of intimate, personal or financial information in respect of a member of the board or committee, an employee or prospective employee of the board or a pupil or his or her parent or guardian;
 - c. the acquisition or disposal of a school site;
 - d. decisions in respect of negotiations with employees of the board; or
 - e. litigation affecting the board.
- 3.5.18 The Trustee who is alleged to have breached the Code of Conduct shall not vote on a resolution to determine whether or not there is a breach or the imposition of a sanction. The Trustee who brought the complaint to the attention of the Board may vote on those resolutions.
- 3.5.19 The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but shall not participate in the deliberations, and shall not be required to answer any questions at that meeting.
- 3.5.20 The Trustee who is alleged to have breached the Code of Conduct shall not in any way, after the final report is completed, influence the vote on the decision of breach or sanction, except as permitted below after these decisions have been made.
- 3.5.21 If the Board determines that a Trustee has breached the Board's Code of Conduct the Board shall:
- a. give the Trustee written notice of the determination, the reasons for the decision and any sanction imposed by the Board;
 - b. the notice shall inform the Trustee that he or she may make written submissions to the Board in respect of the determination or sanction by the date specified in the notice that is at least 14 days after the notice is received by the Trustee; and
 - c. consider any submissions made by the Trustee and shall confirm or revoke the determination or sanction within 14 days after the submissions are received.
- 3.5.22 If the Board revokes a determination, any sanction imposed by the Board is revoked.
- 3.5.23 If the Board confirms a determination, the Board shall, within the 14 days above, confirm, vary or revoke the sanction.
- 3.5.24 If a sanction is varied or revoked, the variation or revocation shall be deemed to be effective as of the date the original determination was made.
- 3.5.25 The Board decisions to confirm or revoke a determination or confirm, vary or revoke a sanction shall be done by resolution at a meeting of the Board and the vote on the resolution shall be open to the public. Both resolutions shall be decided by a vote of at least two-thirds of the Trustees present and voting. The resolutions shall be recorded in the minutes of the meeting together with the reasons for confirming or revoking a determination. The Board shall provide to the Trustee alleged to have breached the Code of Conduct written notice of the decision to confirm or revoke the determination together with reasons for the decision and written notice of any decision to confirm, vary or revoke a sanction. The Trustee alleged to have breached the Code of Conduct shall not vote on those resolutions. The Trustee who brought the complaint may vote.

- 3.5.26 The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but may not participate in the Board's deliberations and shall not be required to answer any questions at that meeting.
- 3.5.27 If appropriate, the original sanction may be stayed pending the reconsideration by the Board of the determination or sanction.

4.0 BOARD MEETINGS

- 4.1 The Board will meet regularly on the second and fourth Tuesday of each month in public session at 7:00 p.m., in the Board Room of the Thames Valley District School Board Education Centre unless otherwise approved by Board motion.
- 4.2 Notice of all Board meetings, except as provided for in Bylaw 4.12, shall be made available by Corporate Services to each Trustee on the Friday prior to the Board meeting.
- Trustees not able to access the notice and the Board agenda by the Monday prior to the Board meeting will be responsible for notifying the Corporate Services Department of such. Trustees will also advise Corporate Services staff if they are unable to attend the meeting.
- 4.3 Copies of reports to be presented to a Board meeting shall be made available with the notice of such meeting. New items of business arising at the meeting may, by decision of two-thirds of those present, be considered at that meeting.
- 4.4 A quorum is necessary to hold a Board meeting. A majority of all the Trustees constituting the Board is required to form a quorum. Trustees who attend through electronic means shall be considered present and therefore included in the quorum count.
- A quorum is such a number as must be present in order that business can be legally transacted. The Chair will not call the meeting to order until a quorum is present. The only business that may be transacted in the absence of a quorum is to take measures to obtain a quorum or decide to cancel the meeting.
- 4.5 Should there be no quorum present within 30 minutes after the time appointed for the meeting, the Director of Education shall cause to be recorded the names of those Trustees present and the Board meeting shall be cancelled.
- 4.6 When there is no longer quorum, the meeting is ended and no business may be legally transacted. It shall be the responsibility of the presiding Chair and the Director of Education to note the lack of a quorum and to have the fact recorded in the minutes.
- 4.7 All Board meetings will begin with the singing of O Canada and may be followed by a student presentation or significant event.
- 4.8 Out of respect for First Nations representation on the Board and First Nations students, staff and community, a recognition will be scheduled once a year.
- 4.9 An opportunity for the public to present input to the Board regarding issues of concern/interest will be included on the agenda of the Board meeting (See Section 5.0).
- 4.10 The Board shall not remain in session later than 11:00 p.m. unless a vote of two-thirds of those present is taken to continue the meeting to a specified time. A further two-thirds vote may be taken to extend the meeting a second time for a specified period. The meeting may not be extended past the time approved in the second motion.
- 4.11 The regularly-scheduled Board meeting in November of each year shall provide an opportunity for the outgoing Chair to present a valedictory address in celebration of achievements over the past year.

Special Board Meetings

- 4.12 With at least 48 hours' notice, special Board meetings shall be held on the call of the Chair, or on the written request of the majority of Members of the Board made to the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education. The meeting will be held at a date, time and place established by decision of the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education.

The Special Meeting of the Board shall not remain in session for more than three hours from the scheduled start of the meeting, unless a vote of two-thirds of those present is taken to continue the meeting to a specified time. A further two-thirds vote may be taken to extend the meeting a second time for a specified period. The meeting may not be extended past the time approved in the second motion.

- 4.13 The written notice of every special Board meeting shall state all business to be considered or transacted thereat, and no other business shall be considered unless all the Members of the Board are present.

5.0 PUBLIC INPUT

- 5.1 The Board welcomes and values public input from students, parents, and members of the community about Board policies, practices, issues and its overall education system.
- 5.2 Public input may be solicited on specific issues to be debated by the Board such as an accommodation review, the development of the budget, or other issues. In these cases, the process to receive input, including the timeline for receipt of applications, will be established and communicated on the Board's website and social media channels.
- 5.3 Opportunities for Public Input are provided at Regular Board meetings.
- Students, parents, and members of the public may provide input to the Board on issues of concern other than those of a confidential nature related to personal, legal, property or negotiation matters.
Confidential personal issues or property, legal, and negotiation matters should be brought directly to the Director of Education for assistance.
- Parents and students are encouraged to address local school-based issues through the appropriate principal, superintendent, Trustee and/or through their School Council.
- Where an alternate means to receive public input on a specific issue has been put in place, members of the public will be encouraged to use the alternate process (See 5.2).
- 5.4 **Submitting Applications for Public Input**
- 5.4.1 Individuals or groups will be limited to one presentation to the Board on a given topic in a school year.
- 5.4.2 To appear before the Board, an application outlining the key points to be presented must be completed prior to the request being considered. The application is available through the TVDSB website or through corporateservices@tvdsb.ca.
- 5.4.3 The Chairs' Committee will review all requests to ensure the application complies with the requirements of 5.1 – 5.3 and any applicable legislation. Corporate Services, in consultation with the Chair of the Board as needed, will determine the suitability of materials for distribution.
- Applicants will receive notice regarding the status of their request for public input including the scheduling of their input at the next available or next appropriate public meeting of the Board.
- 5.4.4 The Supervisor-Corporate Services shall inform the individual or group making a presentation of the date of the meeting and the approximate time when the presentation will be heard.
- 5.5 The Board will be advised of all presentation requests through the report of the Chairs' Committee.
- 5.6 Oral presentations will be a maximum 10 minutes for an approved delegation representing a School Council, or a Home and School Association in good standing, and 5 minutes for individuals or representatives of any other organization/group.

- 5.7 Oral presentations should address the concerns identified in the presenters' application. If the materials presented differ substantially from the written submission, the Chair has the right to rule the presentation out of order.
- 5.8 At the conclusion of each public presentation, Trustees may ask questions of clarification. No action may be taken at the meeting of the presentation; however, a motion may be brought to the next regular Board meeting under "Business Arising" or to a subsequent Board meeting for consideration providing a Notice of Motion has been served (See 15.2.7).

6.0 ELECTION OF CHAIR AND VICE-CHAIR

- 6.1 The Chair and Vice-Chair for the ensuing year, effective December 1, shall be elected at a special Board meeting called on the first school day in December.
- 6.2 The Director of Education shall preside over the election of the Chair.
- 6.3 With the Director of Education presiding, or if absent, the Director's designate, the Board shall proceed to elect a Chair for the ensuing year.
- 6.4 The Director of Education, or if absent, the designate, shall name two scrutineers appointed for the election of Chair and Vice-Chair.

6.5 Election Process

- 6.5.1 The Director of Education or designate shall call for written nominations for the office of Chair. No seconder is required.
- 6.5.2 After a suitable length of time, and after a motion to close nominations has been supported by a majority vote, the Director of Education or designate shall declare nominations closed and have the nominations collected.
- 6.5.3 After all nominees have been identified in random order, they will be asked to declare whether they accept the nomination.
- 6.5.4 An individual who is absent may be considered a candidate if the individual has previously indicated to the Director of Education a desire to stand for election if nominated.
- 6.5.5 The nominees shall be offered the opportunity to speak to their nomination in random order.
- 6.5.6 A vote by secret ballot shall then be conducted with each Member present able to cast one vote.
- 6.5.7 The Member receiving a majority of the votes cast (e.g. 7 of 12, 6 of 11) shall be declared elected, but the count shall not be declared.
- 6.5.8 Should no Member receive a majority of the votes cast, the Director of Education or designate, shall announce the names of the Members remaining on the ballot with the name of the Member receiving the fewest number of votes being dropped from the list.
- 6.5.9 Should there be a tie vote between candidates with the least number of votes, there will be a vote including only the candidates with the tie votes to eliminate the candidate with the fewest votes.

In the event there is a tie vote after the candidate with the least number has been withdrawn, the Director of Education or designate will call for the drawing of cubes numbered 1-12. Each candidate will draw a number, be noted by the Recording Secretary, and the number returned to the box. The candidate drawing the highest ranking number will be declared the Chair of the Board for the ensuing year. Should the candidates draw the same number, the process will be repeated.
- 6.5.10 A Member may voluntarily withdraw her/his name between votes.

- 6.5.11 By motion, the ballots shall be destroyed.
- 6.6 Following the election, the newly-elected Chair shall at once take the chair and preside over the election of the Vice-Chair.
- 6.7 Members shall then elect a Vice-Chair of the Board according to the same procedure followed for the election of the Chair.
- 6.8 In the event the office of the Chair or Vice-Chair becomes vacant for any reason, a new Chair or Vice-Chair, as is required, shall be elected at a special Board meeting called for this purpose (See 6.5).
- 6.9 The Board, by resolution, shall appoint by name the Officers of the Board who shall be the Board Chair and Vice-Chair; Director of Education; and Associate Director and Treasurer, Organizational Support Services.

7.0 INAUGURAL MEETING OF THE BOARD

- 7.1 Following a municipal election, the Board's Inaugural Meeting shall be held in the Board Room of the Thames Valley District School Board Education Centre at 7:00 p.m. at a Special Board meeting to be held either on the 1st or 2nd Tuesday in December.
- 7.2 The Director of Education shall certify that the Members have met all procedural requirements and are eligible to take office.
- 7.3 The Director of Education shall conduct a Trustee declaration of office at the Board Inaugural meeting.
- 7.4 The newly-elected Chair shall deliver an inaugural address.

8.0 INAUGURAL ADDRESS OF THE CHAIR

- 8.1 On the years that do not follow a municipal election, the Chairs' Inaugural Address shall be included on the agenda of the first meeting of the Board held after the election of the Chair and Vice-Chair.

9.0 DUTIES OF THE CHAIR

9.1 General

The Chair of the Board has the following responsibilities:

To promote the interests of the entire school system.

To aid in establishing good relations with all external and internal stakeholders which the Board serves.

To ensure that the Board engages in an annual review or self-evaluation of its effectiveness.

To meet with the Director of Education to keep an overview of the Board's business and to provide support as appropriate.

To establish effective strategies to communicate with the other trustees, and to consult in a timely fashion with fellow trustees regarding pertinent information concerning Board business and actions privy to the Board Chair.

To act as one of the signing officers of the Board.

To be the official spokesperson for the Board, and on behalf of the Board, unless otherwise determined by Board resolution and at the request of the Chair.

An annual resolution shall be made at the beginning of each term of the Board to appoint the Vice-Chair and Past Chair as the alternate official spokespersons for the Board, and on behalf of the Board. The alternate may fill that role only at the request of the Chair.

- 9.2 The Chair, in consultation with the Director of Education and the Chairs' Committee, with opportunity for input from other Members of the Board, shall set the agendas for the regularly-scheduled Board meetings and ensure that Members have sufficient information for informed discussion. The Chair shall move proceedings through the approved agenda for the meeting.

- 9.3 The Chair of the Board shall preside at all Board meetings. The Chair shall call the meeting to order at the hour appointed, shall preserve order and decorum and decide upon all questions of order subject to an appeal to the Board.

9.3.1 The Chair shall appoint a recorder in the case of the absence of the recording secretary.

9.3.2 The Chair shall not take part in any debate without leaving the Chair.

9.3.3 The Chair shall have voting rights on all matters, except when a Member challenges the Chair for a ruling (See 15.6.3).

9.3.4 The Chair shall ensure that any Trustee wishing to speak shall so indicate by upraised hand, or by other agreed upon method when a trustee is participating electronically. Upon recognition by the Chair, who shall call the member by name (Trustee _____), the Trustee shall then address the Chair.

9.3.5 When two or more Trustees attempt to speak at the same time, the Chair shall name the Trustee who is to speak.

- 9.3.6 The Chair shall ensure every Trustee speaks only to the matter under discussion. A Trustee may request one supplementary question. No Trustee shall speak longer than five minutes on the same question without leave of the Chair.
- 9.3.7 The Chair shall also ensure that Trustees direct all comments through the Chair and avoid all personal remarks and discourteous language.
- 9.3.8 Trustees who resist the rules of the Board, disobey the decision of the Chair or of the Board on points of order, or make any disorderly noise or disturbance may, unless they make an apology, be ordered by the Chair to leave their seat for the remainder of the meeting, and, in case of refusal to do so, may, on the order of the Chair, be removed from the Board Room and the Education Centre.
- 9.3.9 The Chair of the meeting is responsible for maintaining order and seeing that appropriate decorum of the Board meeting is maintained. The Chair is responsible to ensure members of the public maintain respect at all times and may cause removal of a member of the public whose behaviour is egregious. .

10.0 DUTIES OF THE VICE-CHAIR

- 10.1 The Vice-Chair of the Board is elected by the Board of Trustees to share the leadership role of the Chair. The Vice-Chair assists the Chair in ensuring that the Board operates in accordance with its own policies. The Board's ability to discharge its obligations is enhanced by the leadership and guidance provided by the Vice-Chair.
- 10.2 The Vice-Chair of the Board has the following duties:
 - 10.2.1 To perform all the duties of the Chair when the Chair is absent.
 - 10.2.2 To preside at Committee of the Whole, In-Camera meetings.
 - 10.2.3 To perform duties and responsibilities assigned by the Board of Trustees, including the Board Chair.

11.0 COMMITTEES

Board Committees

The Board's Committee structure consists of Statutory, Standing, and Ad Hoc Committees.

Statutory Committees

- 11.1 Statutory committees are established in accordance to the Education Act or other legislation or regulation as required. In all cases where these Bylaws conflict with the legislative or regulatory provisions governing statutory committees, the legislative or regulatory provisions shall prevail.
- 11.2 Membership on Statutory committees is established annually through a selection process at the beginning of each new term. Where not otherwise determined by legislation or regulation, membership shall be for a one year term. Members may serve for consecutive terms. Membership shall not exceed quorum of the Board.

Final approval of membership to the Statutory Committee is required by the Board of Trustees through a recommendation of the Chairs' Committee.

If any vacancy shall occur in a Statutory Committee, the Board shall fill the vacancy on recommendation of the Chairs' Committee.

Standing Committees

- 11.3 Standing Committees are established to address ongoing issues specific to their individual mandates.
- 11.4 Membership on Standing committees is established annually through a selection process at the beginning of each new term. Membership shall be for a one year term. Members may serve for consecutive terms. Membership shall not exceed quorum of the Board.

Final approval of membership to the Standing Committee is required by the Board of Trustees through a recommendation of the Chairs' Committee.

If any vacancy shall occur on a Standing Committee, the Board shall fill the vacancy on recommendation of the Chairs' Committee.

Ad Hoc Committees

- 11.5 Ad Hoc Committees are established to respond to specific issues. They have a defined task and timeline.
- 11.6 Ad Hoc committees of the Board may be established on recommendation by the Chairs' Committee or on Board motion. The recommendation shall include a mandate, time frame for reporting to the Board and committee membership (See 13.5.1.1). Ad Hoc committees will be disbanded following completion of their mandate.

Prior to a recommendation by the Chairs' Committee for membership on an Ad Hoc committee, the Chair will invite Trustees to indicate their interest. Group and/or individual consultation to clarify Trustees' wishes will be conducted. Membership shall not exceed quorum of the Board.

Meetings

- 11.7 The Director of Education or the Superintendent assigned to the committee shall call the first meeting of the committee and shall preside over the election of the Committee Chair at that meeting. Any Member may request election by secret ballot. Only members of the committee shall elect a Chair from among themselves, with the exception of the Chairs' Committee.
- 11.8 The Board Chair shall not be eligible to be elected as the Chair of more than two Statutory or Standing Committee.
- Other Trustees are not eligible to serve as Chair of more than two Statutory Committee at the same time.
- 11.9 Committee Chairs shall request a Trustee committee member, unless otherwise noted in the Terms of Reference for the committee, to act as Chair in their absence and shall advise the Supervisor-Corporate Services of this action prior to the meeting.
- 11.10 It is the responsibility of Trustees to attend committee meetings to which they have been appointed. Committee members shall be responsible for contacting the Corporate Services should they be unable to attend a meeting.
- Corporate Services maintains attendance records.
- Trustees unable to attend a meeting, and where there is an appointed alternate, it is the responsibility of the Trustee to inform the alternate and provide the meeting information.
- 11.11 On the absence from three sequential meetings of a committee without the approval of the Board, the Member shall be withdrawn from that committee. The Chair of the Board shall provide notification of withdrawal from the committee. The Trustee may request to be reinstated. The request will be considered at the next Board meeting.
- 11.12 A majority of the committee membership shall constitute a quorum.
- 11.13 Committees must maintain a quorum to record an official meeting.
- Should no quorum be present within thirty minutes after the appointed time for the meeting, or if quorum is lost during the meeting, the Chair shall cancel the meeting, or if already in progress, adjourn the meeting. At the consent of the members present, the members may continue to meet recognizing no decisions or formal action may be taken.
- 11.14 The Chair of the Board shall be considered an ex officio member of all committees of the Board. The Chair, when in attendance at such meetings, shall have all privileges of a committee member and shall be counted as a member when determining the status of a quorum. The absence of the Chair shall not be counted in establishing a quorum at that meeting.
- 11.15 Meetings of committees shall be open to the public except when the subject matter under consideration is covered by Section 207 (2) of the *Education Act*, or its successors.

- 11.16 Action of any committee shall not be binding until formally approved by the Board, unless the Board gives the committee power to act with reference to a particular matter or matters.
- 11.17 The Chair of the Board, Director of Education, and administrative officials shall keep the Chair of each committee informed of matters within the terms of reference of the committee.
- 11.18 Any Trustee may attend the public meetings of a committee and may participate in the discussion and use their voice in such a way that it does not hinder the actions or work of the committee. Only appointed members of the committee may vote, propose motions and recommendations for Board consideration, and participate in the in-camera portion of the meeting, if any.
- 11.19 The rules of order of the Board shall be observed in all meetings of a committee except that:
- a. there shall be no seconder at committee meetings; and
 - b. movers shall not be recorded in committee reports.
- 11.20 Every meeting of a committee shall be called by a notice provided through Corporate Services to reach every Trustee at least 48 hours before such meeting or in extreme circumstances, as determined by the Chair of the Committee, by oral notice attempted not later than six hours before such meeting.
- 11.21 Committees shall report to the Board in writing following each meeting other than Ad Hoc committees who will report according to the time frame specified in the mandate of the committee.

Where Trustees are asked to consider a motion the report shall include the background information necessary for trustees to make an informed decision on the recommendation. Where appropriate, background information may be provided at the meeting either verbally or in writing.

Other Committees

Administrative Committees

- 11.22 Trustees appointed to participate on an Administrative committee shall be responsible for reporting to the Board as appropriate. Trustees may send an alternate upon notification to the Chair of the Administrative committee. Only Trustees appointed to Administrative committees, or their alternate, may attend and participate in such meetings.

Community/Professional Representation

- 11.23 The Board of Trustees may be formally invited to have a representative on another Board or Committee by virtue of membership to that entity or through a vested interest. Similar to Standing Committees, membership is established as defined in Section 10.4

Interview Committees

- 11.24 The Chair and Vice-Chair shall participate in an advisory capacity (non voting) on Supervisory Officer Interview Committees. If either or both are not available, the Past Chair and /or designate as determined by Board appointment, following the process defined in section 10.6, shall participate.

12.0 COMMITTEE OF THE WHOLE IN-CAMERA MEETINGS

- 12.1 The Board may move into Committee of the Whole in-camera upon any confidential matter brought for its consideration related to legal, negotiations, personal or property matters.

Meetings of the Committee of the Whole in-camera shall be closed to all but Board Members, the Student Trustees (with the exception of items that involve the disclosure of intimate, personal and/or confidential information), Supervisory/Executive Officers, and the Supervisor-Corporate Services. Others may be asked to attend as appropriate or to speak to specific agenda items.

- 12.2 Committee of the Whole in-camera normally will meet at 5:00 p.m. on the fourth Tuesday of each month in the Board Room of the Thames Valley District School Board Education Centre.

- 12.3 In-camera meetings normally will adjourn by 6:15 p.m. or recess and reconvene prior to the adjournment of the Board meeting as necessary.

- 12.4 With at least 48 hours' notice, a special Committee of the Whole, In-camera meeting, to be immediately followed by a Special Meeting of the Board, may be held on the call of the Chair, or on the written request of the majority of Members of the Board made to the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education. The meeting may be held at a date, time and place established by decision of the Chair, or if absent, the Vice-Chair, or if absent, the Director of Education.

- 12.5 The Vice-Chair of the Board or if absent, the Chair of the Board shall chair all Committee of the Whole in-camera sessions.

In the case of absence of both the Vice-Chair and the Chair for five minutes after the hour appointed, as soon as a quorum be present, the Past Chair of the Board shall preside. In the event the Past Chair is not present, the Director of Education shall call upon a Trustee to Chair the meeting.

- 12.6 All rules of the Board shall be observed in Committee of the Whole in-camera so far as applicable except that no motion shall require to be seconded; movers of motions shall not be recorded in the official minutes, no motion for the previous question or for adjournment shall be allowed until all items on the agenda have been dealt with (except under the rule establishing a time limit for meetings). The yeas and nays shall not be recorded except when called by a Student Trustee in accordance with provisions in the *Education Act, Section 55 (3)*.

- 12.7 The Committee of the Whole in-camera shall report at the next regularly-scheduled Board meeting or at a Special Board meeting called specifically for this purpose.

- 12.8 Trustees will ensure that all in-camera material (paper and electronic) is stored in a secure, confidential location or shredded/deleted following the meeting.

13.0 CHAIRS' COMMITTEE

- 13.1 Membership on the Chair's Committee includes the Chair of the Board, the Vice-Chair, the Past Chair and two additional Trustees selected through the annual committee selection process described in Section 11.4. The Director of Education serves as staff resource to the Committee.
- 13.2 In the event the Chair of the Board is re-elected, the Chairs' Committee shall be comprised of the Chair, the immediate Past Chair, the Vice-Chair and two additional Trustees selected through the annual committee selection process. . Should the immediate Past Chair relinquish this position, the most recent Past Chair will assume the seat. Failing that, a Member at large will be invited to sit on the Chairs' Committee for that year.
- 13.3 The Chair of the Board shall be the Chair of the Chairs' Committee.
- 13.4 The Committee meets the week prior to the regularly-scheduled Board meeting and as often as required. Trustees may submit agenda items for consideration at the Chairs' Committee meetings through the Chair of the Board.

13.5 Mandate

- 13.5.1 The Chairs' Committee is designed to ensure the effective working of the Board. The Chairs' Committee shall provide leadership to the Board in maintaining the Board's focus on the multi-year plan and the Board's mission and vision. It shall also:
 - 13.5.1.1 Develop Ad Hoc committees with defined tasks and appropriate time lines (See 10.0);
 - 13.5.1.2 Recommend appointment of Trustees to committees of the Board;
 - 13.5.1.4 Co-ordinate Member activities not otherwise under the mandate of the Board Governance and Bylaw Review Committee;
 - 13.5.1.5 Review and approve Trustee professional development requests and expenses;
 - 13.5.1.6 Review of Board and Committee of the Whole, In-Camera agenda items, determine the routing process and in-camera status, accept, review, and schedule submissions of public input to the Board;
 - 13.5.1.7 Provide a report at the next regularly-scheduled Board meeting;
 - 13.5.1.8 Review Standing Committee mandates as appropriate.

14.0 LEAVE OF ABSENCE OF MEMBERS

NOTE: Section 229(1) of the Education Act has been repealed. The Bylaw Ad Hoc Committee has suggested the Board Governance and Bylaw Review Committee review Leave of Absence provisions for Trustees.

15.0 RULES OF ORDER

Note: In all cases not provided for by these rules, *Robert's Rules of Order* shall govern as applicable.

15.1 General

- 15.1.1 In the absence of the Chair from any Board meeting, the Vice-Chair shall preside at the meeting. During the continued absence of the Chair from duty, or upon written request of the Chair, the Vice-Chair shall perform all the duties of the Chair.
- 15.1.2 The Supervisor-Corporate Services shall record the names of the Trustees present and absent. The times of arrival and departure of Trustees not attending the entire meeting shall be recorded in the minutes. Absence during any vote will be recorded.
- 15.1.3 In case of the absence of both the Chair and Vice-Chair for five minutes after the hour appointed, as soon as a quorum is present, the Past Chair shall preside. In the event the Past Chair is not present, the Chair of either Advisory Committee shall preside over the meeting until such time as the Chair of the Board or the Vice-Chair arrives.
- 15.1.4 In the case of absence of all the officers noted in 15.1.3, and as soon as a quorum is present, the Director of Education shall employ a process to elect a pro tempore Chair.
- 15.1.5 The Chair pro tempore so chosen shall preside only until the Chair or Vice-Chair arrives and the immediate item of business at hand is completed.

15.2 Motions Considered at Board Meetings

- 15.2.1 Motions shall be related to an agenda item. Motions unrelated to the agenda shall follow section 15.2.7 – Notice of Motion.
- 15.2.2 Every motion shall be seconded and shall be disposed of only by a vote of the Board unless the mover and seconder, by permission of the Chair, withdraw the motion.
- 15.2.3 Any Member may request the motion under discussion be read for information at any time in the course of the debate, provided that no such request is made so as to interrupt a member speaking to the question.
- 15.2.4 The mover and seconder shall be recorded in the official minutes of all Board meetings. Movers shall not be recorded in reports of committees submitted to the Board (See 10.12).
- 15.2.5 After a motion is moved and seconded, it shall be deemed to be in possession of the Board.
- 15.2.6 A Member may introduce a motion and before it is seconded, speak to it for clarification or direction on wording only. No other Member may speak to the motion before it has been seconded. Once seconded, the mover will be asked to speak to the motion and be the final speaker to the motion.
- 15.2.7 A Member may provide a written notice of motion at the appropriate agenda item of a Board meeting to be heard at the next regular Board meeting.

The notice of motion need only indicate the purpose but such a statement must be accurate and complete since it will determine what amendments are in order when the motion is considered, e.g. "To raise the annual fee to \$20.00". The notice of motion will become invalid if the motion is amended beyond the scope of the notice.

15.2.8 No motion or amendment shall be debated or put to a vote unless seconded and read before the vote is taken, except that the reading may be omitted before the vote if the motion is based on a written recommendation in the agenda or is a motion to refer, to postpone, to rise and report, to table, or to adjourn. Upon the request of any Member, the Chair shall direct the mover to put the motion in writing.

15.2.9 A motion directly concerning the privilege of the Board and thereby affecting the rights and immunities of the Board collectively, or the position and conduct of Trustees in their respective capacities, shall take precedence over all other business and may be moved without notice.

15.2.10 When a question is under debate, the only motions in order shall be:

- (a) adjourn or take a recess;
- (b) raise a question under point of order, privilege or question;
- (c) lay on the table;
- (d) call for the previous question;
- (e) postpone to a certain time;
- (f) refer;
- (g) amend;
- (h) postpone indefinitely;
- (i) main motion.

Each motion shall have precedence in the order listed; and (a), (b), (c) and (d) shall be decided without debate except as provided under point of order, privilege or question by majority vote other than Motion (d) which shall require a two-thirds vote of those present to adopt.

The motion for the previous question shall preclude all further amendment and debate, and shall be submitted by the Chair in this form: "Are you ready for the main question?" If adopted, the Chair shall at once proceed to put the main question, first putting any amendments pending, to the vote of the Board.

15.2.11 A motion to lay on the table, done only in the case of an emergency, is not debatable; but a motion to lay on the table with any other condition involved is subject to debate and amendment with a majority vote.

Generally, a motion to defer or postpone discussion to a future date will be put forward.

15.2.12 When a question has been laid on the table, it shall not be taken up again at the same meeting except by a vote in favour of reconsideration by two-thirds of the Members present.

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

- 15.2.14 After a motion is made and seconded, a motion to amend may be made, and a motion to amend the amendment; but no further motion to amend shall be made until those have been decided.
- 15.2.15 An amendment modifying the subject of a motion shall be in order, but an amendment relating to a different subject or completely changing the intent of a motion shall not be considered.
- 15.2.16 All amendments shall be put in the reverse order to which they are moved.
- 15.2.17 Every amendment submitted shall be decided upon or withdrawn before the main question is put to a vote; and if the vote on an amendment is decided in the affirmative the main question as amended shall be put to a vote.
- 15.2.18 A motion to adjourn shall be in order except when a Trustee is speaking, or a vote is being taken, or when the previous question has been called. A motion to adjourn only shall not be open to amendment or debate; but a motion to adjourn to a particular time may be amended or debated.
- 15.2.19 No second motion to adjourn shall be made until some business has been transacted after the first motion to adjourn has failed.
- 15.2.20 Requests by individual Trustees for information, which will require a significant time commitment by Administration, must be formulated into a motion and receive Board approval prior to the task being undertaken.
- 15.2.21 Student Trustees may not move a motion but may suggest a motion on any matter at a meeting of the Board or of one of its committees on which the student Trustee sits. If no member of the Board or committee, as the case may be, moves the suggested motion, the record shall show the suggested motion.

15.3 Debate

- 15.3.1 The Chair shall ensure that every Trustee speaks only to the matter under discussion. A Trustee may ask one question, request one supplementary question and may then return to the speakers' list.
- 15.3.2 No Trustee shall speak longer than five minutes on the same question without leave of the Chair.
- 15.3.3 When the question under consideration contains two or more distinct propositions, any particular proposition, upon the request of any Trustee, may be considered and voted upon separately.

15.4 Voting

- 15.4.1 No Member shall have more than one vote, as Chair or otherwise, either at Board meetings, or on any committee.
- 15.4.2 Any Member may abstain from voting. An abstention maintains a quorum. The number of yea and nay votes will determine the approval or defeat of a motion under consideration. In all cases where there is an equality of votes, the question is defeated.

- 15.4.3 As ruled by the Chair, every Member of the Board or a committee as the case may be, may vote on a question put in a telephone poll or e-mail submission conducted by the Supervisor-Corporate Services or designate. In all cases where there is an equality of votes, the question is defeated. Electronic Voting Guidelines are provided in Appendix B.
- 15.4.4 After the Chair has put a question to vote, there shall be no further debate and no Member shall walk across or out of the room or make any noise or disturbances. The decision of the Chair as to whether the question has been finally put shall be conclusive.
- 15.4.5 The yeas, nays and abstentions shall be recorded on any question when requested by at least one Member at a Board meeting. Such a request for a recorded vote must be made before the Chair calls upon the Members to vote on the question.
- 15.4.6 The request for a recorded vote shall require all members including the Chair to participate in the vote indicating a nay, yea or abstention. The resulting number of yeas, nays and abstentions shall be declared by the Supervisor-Corporate Services.
- 15.4.7 Unless a recorded vote is requested, all votes at meetings shall be taken by a show of hands. The resulting number of yeas, nays, and abstentions shall be declared by the Chair. If this declaration is questioned, the Members voting shall rise and stand until they have been counted.
- 15.4.8 Voting by proxy will not be allowed in any meeting under the jurisdiction of the Board in that proxy voting is incompatible with the essential characteristics of the Board in which membership is individual, personal and non-transferable.
- 15.4.9 Where a Member attends a Board meeting via electronic means, the Member may vote via teleconference or electronically or by a pre-arranged secret ballot in the case of Board elections given to the Supervisor-Corporate Services in a sealed envelope.
- 15.4.10 In accordance with the *Education Act, Section 55 (3)*, the student Trustees are not entitled to exercise a binding vote on any matter before the board or any of its committees. They may request to have their non-binding vote recorded in the Board minutes and may request that a matter before the Board, or any of its committees, be put to a vote, in which case there must be two votes:
- a. a recorded non-binding vote that includes the student Trustees' vote; and
 - b. a recorded binding vote that does not include the student Trustees' vote.

15.5 Reconsideration

- 15.5.1 A motion for reconsideration may only be brought by a member who voted on the prevailing side.
- 15.5.2 After a vote has been taken on any question (except one of indefinite postponement) such vote may, with the consent of a two-thirds majority of the Members present, provided that the Members constitute a quorum, be reconsidered during the same meeting.

The question may be reconsidered with the consent of a majority of the Members present at any regular meeting of the Board held thereafter provided that any Member shall give notice to that effect in writing at a prior regular Board meeting.

A motion to reconsider, being once made after notice at a prior Board meeting and decided in the negative, shall not again be entertained during the current Board year (December 1 - November 30) or within a period of four months, whichever is the lesser, unless approved unanimously by a quorum of the Board.

- 15.5.3 When a Member has properly moved for reconsideration of any question which has been decided, no discussion of the main question shall be allowed until the motion for reconsideration has been decided in the affirmative.

15.6 Point of Order

- 15.6.1 No Trustee shall be interrupted while speaking except to be called to order by a Member for transgression of the rules of the Board, in which case the Trustee shall remain silent until the point of order has been decided by the Chair.

A Member so interrupting shall speak to the point of order or in explanation only.

- 15.6.2 The Chair, when called upon to decide a point of order or practice, shall, before stating a decision, give reasons for such decision.

The ruling of the Chair shall be final, subject only to a Member challenging the ruling of the Chair.

- 15.6.3 If a Member challenges the decision of the Chair, the Member shall state the reasons for the challenge and the Chair shall have the opportunity to provide the rationale in support of the decision. Such challenge shall be decided without debate.

The decision of the Chair on the point of order shall be overruled only by a majority vote of the Members present in favour thereof. The Chair may not vote on such a challenge.

15.7 Petitions and Communications

Preparing a Petition

- 15.7.1 A petition is a request for the Thames Valley District School Board to take some specific action (or refrain from taking some action).

- 15.7.2 The action requested must be related to the education system within the Thames Valley District and the request must be clear, temperate, proper, and respectful. Petitions containing obscene or defamatory language will not be accepted.

- 15.7.3 The request must appear at the top of every page of signatures submitted with the petition.

Signatures on a Petition

- 15.7.4 Petitioners must be a resident of the Thames Valley District and/or a student or parent/guardian of a student attending a Thames Valley District School Board school.
- 15.7.5 A petition must contain original signatures only.
- 15.7.6 Each person must print their name and address and sign their name under the text of the petition.

Submitting a Petition

- 15.7.7 A petition must be addressed to the Thames Valley District School Board of Trustees and submitted to the Supervisor-Corporate Services. Petitions addressed otherwise or to a particular Trustee will not be accepted.
- 15.7.8 Petitions must be written, typewritten or printed. Emailed, faxed or photocopied petitions are not admissible and will not be accepted.

Communication and Follow Up

- 15.7.9 Petitions received in accordance with these Bylaws shall be noted on the next regular Board meeting agenda under Communications and shall be made available to all Trustees by the Supervisor-Corporate Services.
- 15.7.10 No action may be taken at the Board meeting where the petition is noted on the agenda; however a motion may be brought to the next regular Board meeting under Business Arising or to a subsequent Board meeting for consideration providing a Notice of Motion has been served (See 15.2.7).
- 15.7.11 Petitions and communications on any subject within the purview of a committee may be referred by the Chair to the proper committee without motion.

16.0 BUSINESS SERVICES BYLAWS

BYLAW #	PAGE
1. Banking and Security	32
2. Bankers and Signing Officers	34
3. Borrowing for Current Expenditures.	35
4. Capital-Related Debt - Pre-amalgamation	36
5. Capital-Related Debt - Banking	41
6. Stage 1 Long-Term Financing	42
7. Good Places to Learn and Primary Class Size Projects	45
8. New Pupil Place Projects	48
9. Good Places to Learn Stage 2 and Primary Class Size Projects	51
10. New Pupil Places Projects	54
11. Good Places to Learn, Prohibitive to Repair and Primary Class Size Projects	57
12. Good Places to Learn, Prohibitive to Repair, Capital Priorities and Primary Class Size Projects	60
13. New Pupil Places Projects	61
14. Capital Priorities and Primary Class Size Projects	65
15. New Pupil Places and Consolidated Capital Projects	68