



# Board Governance By-law<sup>1</sup>

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<sup>1</sup> As amended by Motion M22-0165, November 2, 2022. Original document signed by the Chair and Vice Chair.

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## **INTRODUCTION**

The Halton District School Board's (HDSB) Board of Trustees intends that this By-law shall govern the manner in which it considers and disposes of the matters that come before the Board of Trustees.

## **PART I: INTERPRETATION**

### **1.1 AUTHORITY AND REVIEW**

- 1.1.1. If there is a conflict between any legislation, government policies or guidelines (the "Legislation") and this By-law, the Legislation shall prevail and take precedence over the By-law.
- 1.1.2. This By-law shall be reviewed every four years and may be amended periodically as needed.

### **1.2 DEFINITIONS**

- 1.2.1. In this By-law the definitions appended to the Policy and Procedure Framework Policy will be used.

## **PART II: MEMBERS OF THE BOARD OF TRUSTEES**

### **2.1 ROLE OF INDIVIDUAL TRUSTEES**

- 2.1.1 Individual Trustees or groups of Trustees shall not undertake any action, communication or negotiation that may be construed as acting on behalf of the Board of Trustees, except by explicit direction of the Board of Trustees.
- 2.1.2 A Trustee may nevertheless act individually as an elected official, providing they do not indicate in any way that they are acting on behalf of the Board of Trustees.

### **2.2 TRUSTEE COMMUNICATIONS**

- 2.2.1 Correspondence directed by Board motion shall be shared publicly in the Chair's Report in the Board agenda package, and shared on the HDSB website.
- 2.2.2 The Chair shall speak on behalf of the Board of Trustees at system-wide public events (e.g. Student Excellence, Celebrating Service, etc). In the absence of the Chair, the Vice-Chair shall speak. If neither the Chair nor Vice-Chair are able to attend, another Trustee shall be invited to speak at the discretion of the Chair in consultation with the Vice-Chair.
- 2.2.3 The local Trustee shall speak at special events that occur at the schools in their ward, such as anniversary celebrations, commencements, grand openings, etc. In the absence of the local Trustee, the Chair may speak. If neither the local Trustee nor the Chair are able to attend, the Vice-Chair may speak. In the absence of the local Trustee, Chair and Vice-Chair, another Trustee may be invited to speak at the discretion of the local Trustee.
- 2.2.4 Trustees shall make all Trustees aware of school-based milestones (e.g. 50th anniversary, school grand opening, etc.) so individual Trustees may attend in order to show their support and interest. Trustees in attendance shall be recognized but not invited to speak.

- 2.2.5 Trustees are encouraged to liaise with local provincial and federal politicians to assist them in understanding local issues and needs, and to encourage them to make education a high priority.

### 2.3 VACATED POSITIONS

- 2.3.1 In the event a Trustee resigns or no longer meets the requirements outlined in Section 219 (4) of *the Education Act* (“*the Act*”), their position will be vacated and the process outlined in the Trustee Vacated Positions Governance Procedure will be followed. For example, in accordance with the Act, section 228(1), “A member of a Board vacates his or her seat if he or she...(b) absents himself or herself without being authorized by resolution entered in the minutes, from three consecutive regular meetings of the Board”.

## PART III: OFFICERS OF THE BOARD

### 3.1 OFFICERS

- 3.1.1 The Officers of the Halton District School Board are:
- Director; and
  - the Superintendent of Business Services shall be the Treasurer of the HDSB.
- 3.1.2 The Signing Officers are one of the:
- Chair;
  - Vice-Chair,
- And one of the:
- Director;
  - Treasurer; or
  - Controller of Financial Services.

### 3.2 SECRETARY OF THE BOARD

- 3.2.1 The Director, or designate, shall act as Secretary of the Board, in accordance with *the Act*.
- 3.2.2 The Secretary of the Board shall ensure meeting records of the Board of Trustees and its Committees are maintained and made available for public inspection upon request, as required by the *Education Act* and subject to limitations prescribed by the *Municipal Freedom of Information and Protection of Privacy Act*.

### 3.3 ROLE OF THE CHAIR

- 3.3.1 The Chair acts as spokesperson to the public on behalf of the Board of Trustees about matters regarding:
- governance;
  - the Board’s role;
  - Trustee Code of Conduct;
  - individual Trustees; and
  - the Director.

### **3.4 PRESIDING OFFICER AT BOARD MEETINGS**

- 3.4.1 Except for the Inaugural and Organizational meetings of the Board of Trustees, as further described below, the Chair or in the Chair's absence the Vice-Chair shall preside at all meetings of the Board of Trustees.
- 3.4.2 At the time appointed, the Presiding Officer shall call the meeting to order. The Presiding Officer shall preserve decorum and preside in accordance with the Rules of Procedure as described in PART V of this By-law.
- 3.4.3 In the event that neither the Chair nor the Vice-Chair are present at five minutes after the hour appointed for the start of a meeting, the Director shall call the meeting to order, provided there is a quorum present, and the Board of Trustees shall choose a Trustee as a Presiding Officer pro-tempore, until such time as either the Chair or Vice-Chair arrives.

### **3.5 PRESIDING OFFICER AT INAUGURAL AND ANNUAL ORGANIZATIONAL BOARD MEETINGS**

- 3.5.1 The Director shall preside at the Inaugural and annual Organizational meetings of the Board of Trustees until a Chair is elected in accordance with the Election of the Chair and Vice-Chair Governance Procedure.

### **3.6 VACATED CHAIR OR VICE-CHAIR POSITION**

- 3.6.1 In the event that the position of Chair or Vice-Chair becomes vacant for any reason throughout the year, a new Chair or Vice-Chair shall be elected in accordance with the Election of the Chair and Vice-Chair Governance Procedure.
- 3.6.2 The election shall be held at the first meeting after the vacancy occurs.

## **PART IV: MEETINGS**

### **4.1 REGULAR MEETINGS**

- 4.1.1 All meetings of the Board of Trustees and its committees shall be open to the public, in accordance with the *Education Act*, s.207(1), except for under limited circumstances provided in the *Act* and described in section 4.5.9 of this By-law.
- 4.1.2 The regular meetings of the Board shall be held at the head office of the HDSB on the first and third Wednesdays of each month, from Labour Day in September through to the end of June, except when the first or third Wednesday falls on a statutory holiday, days of particular significance, or during a school vacation period for students (e.g. Summer Break, Winter Break, Spring Break, P/APD days, etc.). In such cases, a regular meeting shall be rescheduled.
- 4.1.3 If a meeting is scheduled for a day of faith-based significance, the meeting shall be rescheduled.
- 4.1.4 If a meeting is required during a school vacation period for students, a special meeting may be called.
- 4.1.5 If a Trustee will not be in attendance at a regular meeting, the Trustee may advise the Chair in writing.

## **4.2 INAUGURAL AND ANNUAL ORGANIZATIONAL MEETINGS**

- 4.2.1 After a regular election of Trustees under the *Municipal Elections Act*, 1996, the inaugural meeting shall be held at the HDSB's head office commencing at 7:00 p.m. on the first Wednesday following the commencement of the term of office of the Trustees as specified by the *Municipal Elections Act*, 1996.
- 4.2.2 The Director shall call the meeting to order, and shall proceed to read the names and wards of the duly elected Trustees, as certified by the Clerks of the four municipalities of Halton.
- 4.2.3 The Director shall certify that the Trustees have met the eligibility requirements of Part VII of *the Act*.
- 4.2.4 All elected or appointed Trustees shall make and subscribe the declarations in S.209(1) of *the Act* and may swear or affirm allegiance in s.209 (3) before a Judge or Justice of the Peace, or in the absence of a Judge or Justice of the Peace, before the Director.
- 4.2.5 In each year that is not a municipal election year, an annual organizational meeting shall be held at the head office of the HDSB commencing at 7 p.m. on the first Wednesday following the anniversary of the start of the Trustees' term of office as set out by the *Municipal Elections Act*, 1996.

## **4.3 SPECIAL BOARD MEETINGS**

- 4.3.1 Special meetings of the Board of Trustees may be called by:
  - a. the Chair;
  - b. the Vice-Chair, in consultation with the Director, where reasonable efforts have been made to contact the Chair and the Chair cannot be reached; or
  - c. the Director, upon the written request of a majority of the Trustees.
- 4.3.2 If a special meeting of the Board of Trustees is called, notice of the meeting shall be given in the format prescribed in section 4.5.1 of this By-law.
- 4.3.3 No other action items other than those included in the Notice of Special Meeting shall be considered by the Board of Trustees during the special meeting.

## **4.4 QUORUM**

- 4.4.1 The presence of a majority of all Members of the Board of Trustees (regardless of vacancies) is necessary to form a quorum. Subject to the Ontario *Municipal Conflict of Interest Act*, a quorum must remain throughout an entire Board meeting.
- 4.4.2 Subject to compliance with the provisions of *the Act*, its regulations, and the Electronic Meetings Policy of the HDSB, a Trustee who participates in a meeting through electronic means shall be deemed to be present at such meeting and such presence shall be included for the purposes of the count of the quorum.
- 4.4.3 Should there be no quorum present within 30 minutes after the time appointed for the meeting, the recording secretary shall record the names of those Trustees present and the Board of Trustees shall forthwith stand adjourned until the next regular meeting.

- 4.4.4 When the number of Trustees at a meeting falls below a quorum during the course of the meeting, and quorum is not reconstituted within 30 minutes, no further business can be legally transacted and it shall be the responsibility of the Presiding Officer and the recording secretary to note the lack of a quorum, have the fact recorded in the minutes, and the remaining Trustees shall adjourn until the next regular meeting.

## 4.5 GENERAL

### 4.5.1 *Notice of Meetings*

- a. The Director, or delegate, shall notify the public of all regular meetings of the Board of Trustees by posting the agenda on the HDSB's website, no less than 96 hours before the time of the meeting.
- b. Notice of all regular meetings, together with the agenda and reports referenced therein, shall be delivered to Trustees, no less than 96 hours before the time of the meeting. The agenda shall include the date, time, and location of the meeting.
- c. Where the need for a Special Meeting is urgent, the Director may give Trustees verbal or written notice of a meeting no less than 48 hours before the time of the meeting, and any such notice must include a description of business to be transacted, and the reason for the urgency.

### 4.5.2 *Participation in Meetings Through Electronic Means*

- a. Any Trustee may participate in meetings of the Board of Trustees or committees of the Board by electronic means in accordance with *the Act*, the regulation governing the same, any policies and guidelines issued by the Minister of Education and the Electronic Meetings Policy.

### 4.5.3 *Agendas*

- a. The Public Session Agenda for each meeting shall be established by the Chair in consultation with the Vice-Chair and the Director, and/or delegate.
- b. The Public Session Agenda for regular meetings shall be in the form provided in Appendix "A" to this By-law, as may be amended from time to time.
- c. The Public Session Agenda contains a Consent Agenda section for regular items that are reviewed by the Board but do not usually require debate. Any item may be extracted from the Consent Agenda at the request of a Trustee for clarification prior to a vote to adopt the Consent Agenda. Any extracted items not resolved will be considered immediately following the adoption of the Consent Agenda.
- d. Notwithstanding anything to the contrary contained in the By-law, whenever in the opinion of the Director there is a matter that requires action as a matter of urgency, such matter shall be added to the agenda of any regular meeting regardless of whether prior notice has been given.
- e. Any amendments to the agenda package shall be noted in a revised package posted to the website as "revised".

- f. Inaugural meeting agendas shall include the oath of office, election of the Chair and Vice-Chair, address of the Chair and Vice-Chair and motion to destroy the ballots.
- g. Annual organizational meeting agendas shall include the election of the Chair and Vice-Chair, address of the Chair and Vice-Chair, and motion to destroy the ballots.
- h. Other items will be added to the agenda as needed.

#### 4.5.4 *Communications*

- a. All meetings of the Board of Trustees in Public Session
  - a. shall be live-streamed;
  - b. shall be video-voice recorded; and
  - c. may be transmitted electronically.
- b. No person may speak at a meeting, except as recognized by the Chair.
- c. Decorum at meetings shall be strictly upheld. All persons attending meetings shall show respect for others in their language and conduct. The Chair shall expel any person who interrupts or disrupts a meeting, as per s.207(3) of *the Act*.

#### 4.5.5 *Motions*

- a. A Trustee wishing to make a motion shall do so in accordance with the following procedure:
  - 1) The motion along with an explanatory rationale shall be delivered to the Director in writing by no later than noon on Thursday of the week prior to the regular meeting at which it will appear under action items on that regular Board meeting agenda.
  - 2) Notwithstanding 1) above, a Trustee may make a motion related to any action item on the agenda without prior notice.
  - 3) Where prior notice is not possible to deal with an urgent matter that cannot be dealt with at the next regular meeting, or a non-material matter, a Trustee may also make a motion provided a motion to waive the notice requirement first passes by a two-thirds majority of Trustees present, or quorum, whichever is greater.
- b. A Student Trustee is not entitled to move a motion, but is entitled to suggest a motion on any matter at a meeting of the board or of one of its committees on which the student trustee sits, and if no member of the board or committee, as the case may be, moves the suggested motion, the record shall show the suggested motion, in accordance with the *Education Act*, s.55(4).

#### 4.5.6 *Minutes*

- a. Minutes shall be kept in accordance with the provisions s.198(1)(a) of *the Act*, and shall be received for approval by Trustees at the next regular meeting.



- b. Minutes shall include:
  - a. the type of meeting, date, time of commencement and adjournment, and place of the meeting;
  - b. the signatures of the Director and the Chair;
  - c. all motions moved and seconded and results of votes;
  - d. all notices of motions;
  - e. all points of order and appeals, and their dispositions;
  - f. the results of all recorded votes, with the exception of the process for the election of Chair and Vice-Chair; and
  - g. the attendance of Trustees, including results of motions to authorize a Trustee's third consecutive absence, and the time of arrival and departure of Trustees not in attendance for the entire duration of a meeting.
- c. A copy of the draft minutes shall be included in the agenda package.

#### 4.5.7 *Recess and Adjournment*

- a. At any time during a meeting, the Chair may declare a time-limited recess.
- b. The Chair shall declare a Board meeting to be at an end at such time as the business of the agenda has been completed.
- c. In the event that the business of an agenda has not been completed by 10 p.m., the Chair shall call for a motion to extend the meeting for a specified number of minutes. Should the business of the agenda still not be completed when the extension expires, the Chair shall call for another motion to extend the meeting.
- d. If a motion to extend a meeting is not moved, or is moved but does not pass, the Chair shall call for a motion to adjourn the meeting, and set a date and time to complete the remainder of the unfinished agenda items.

#### 4.5.8 *Cancellation*

- a. Where the business at hand is insufficient to warrant a regular meeting or in the event of inclement weather or emergency, the Chair, in consultation with the Vice-Chair and the Director, may cancel a meeting. If after reasonable efforts the Chair cannot be reached, the Vice-Chair, in consultation with the Director may cancel a meeting.
- b. In the event a meeting is cancelled, the Director shall notify Trustees by phone and/or email and a Notice of the cancellation shall be posted on the HDSB website. If practical, a notice shall also be posted at the meeting place.
- c. In the event of a cancellation of a regular meeting, agenda items from the cancelled meeting shall be brought forward to the next regular meeting.

- 4.5.9 *Private Session as Committee of the Whole Board*
- a. During any meeting of the Board of Trustees, the Board of Trustees may resolve to meet as Committee of the Whole Board in Private Session to deliberate the following matters, as described in the *Education Act* s.207(2), 207(2.1) and 218.3(1):
    - 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; and/or
    - e. litigation affecting the board.
    - f. to consider a breach of the Trustee Code of Conduct where the breach or alleged breach involves any of the matters described in a. to f. above.
  - b. Private Session of the Committee of the Whole Board shall comply with procedures provided in the Committees and Appointments Governance Procedure, as may be amended from time to time.

## **PART V: PARLIAMENTARY AUTHORITY**

### **5.1 RULES OF ORDER**

- 5.1.1 Subject to the provisions of PART I, Section 1.1, in all cases not provided for by these special rules of order below or where the special rules of order render a situation absurd, the rules and practice of latest edition of Robert's Rules of Order Newly Revised ("Robert's Rules of Order") shall govern as far as applicable.
- 5.1.2 For Information and Action Items, no Trustee shall speak longer than three minutes at any one time. That time shall include one follow-up question if required. Trustees shall speak no more than twice to a particular information item and no more than three times to a particular action item. Should debate need to continue, a motion to extend debate may be made.

### **5.2 DEBATE**

- 5.2.1 Debate of a motion shall only take place after it has been moved, and where required, seconded and after the Presiding Officer states the motion.
- 5.2.2 The mover of a motion may alter the wording, or withdraw the motion, up until such time as the motion is stated by the Presiding Officer. Once stated by the Presiding Officer, and thereby recorded in the minutes, the motion is in control of the Board of Trustees and cannot be withdrawn or amended without passing a motion to do so.
- 5.2.3 Where a Trustee is the author of a report, that Trustee shall be given the opportunity to move any recommendations in that report and/or immediately respond to any questions of clarification directed to the Trustee.

- 5.2.4 Student Trustees may participate in the debate of a motion in the same manner as Trustees.
- 5.2.5 If a motion is debatable, the Trustee moving the motion may be the first to speak to the motion.
- 5.2.6 Any other Trustee desiring to speak shall so indicate and await recognition by the Presiding Officer, except when Robert's Rules of Order permit the interruption of a speaker.
- 5.2.7 First time speakers shall be given priority over second time speakers.
- 5.2.8 Trustees shall at all times during debate:
- i. maintain a courteous tone;
  - ii. avoid reference to the personalities or motives of other Trustees or staff;
  - iii. respectfully avoid comment while another speaker has the floor;
  - iv. address all remarks and questions to the Presiding Officer;
  - v. confine all remarks and questions to the motion which is the subject of discussion; and
  - vi. recognize the Presiding Officer controls the floor.
- 5.2.9 When the question under consideration contains two or more unrelated items, a Trustee alone may demand a division of the question and the items shall be voted on separately. A Trustee may also move a motion to divide a question that is a single-subject motion but has two or more parts. The motion to divide the question must pass first before the individual part motions are considered.
- 5.2.10 A Trustee may move to amend a motion on the floor, or to amend an amendment.
- 5.2.11 Any Trustee may request the motion under discussion to be read at any time in the course of the debate, provided that no such request is made so as to interrupt a Trustee who is speaking to the question.
- 5.2.12 No Trustee shall be interrupted while speaking, except by a Trustee to move a motion that permits interruption in accordance with Robert's Rules of Order, including a privileged motion and point of order. In such a case, the Trustee speaking shall remain silent until the motion is decided or ruled on by the Presiding Officer. A Trustee so interrupting shall speak to the motion, point of order, etc. that is the subject for the interruption.
- 5.2.13 At any point prior to the vote being called on a motion, a Trustee may move that the matter be referred to a committee, postponed to a certain time, or postponed indefinitely.
- 5.2.14 A motion to extend debate must pass by a two-thirds majority of those Trustees present and voting, or a quorum of the Board of Trustees, whichever is greater, to pass.

### **5.3 VOTING**

- 5.3.1 Unless this By-law or Robert's Rules of Order provide otherwise, the voting threshold to pass a motion shall be a majority of the Trustees present and voting.
- 5.3.2 The Presiding Officer shall put a question to a vote when the Presiding Officer is satisfied that all of the Trustees permitted to speak have done so.
- 5.3.3 A Trustee may move to call the question while some speakers still remain to be heard, but such a motion must be seconded and requires a two-thirds majority of those Trustees present and voting, or a quorum of the Board of Trustees, whichever is greater, to pass.
- 5.3.4 After the Presiding Officer has put a question to a vote, there shall be no further debate and no Trustee shall cross or leave the room. The decision of the Presiding Officer as to whether the question has been finally put shall be conclusive.
- 5.3.5 Every Trustee present, including the Chair, but excluding those Trustees who have declared a conflict of interest, shall vote on all questions put to a vote. Trustees who have declared a conflict of interest during any in-camera meeting must leave the room during the debate and not return until after the vote. It is recommended that a Trustee who has a conflict of interest during a public meeting leave the meeting room during the debate and not return until after the vote.
- 5.3.6 Voting on certain Board Report topics shall be done in accordance with Appendix C.
- 5.3.7 Student Trustee votes shall be sought but not required and shall not be counted in determining the outcome of any Board of Trustees decision but may be recorded. Student Trustees may abstain from any vote.
- 5.3.8 Where the number of votes for and against is tied, the question shall be declared defeated.
- 5.3.9 The result of a vote shall be tabulated and declared by the Presiding Officer and recorded in the minutes. Unanimous votes shall be declared and recorded as such.
- 5.3.10 Any motion that is lost may not be reintroduced at a subsequent meeting during the current term of the Board of Trustees or within a period of four months, whichever is less.

### **5.4 PASSING THE GAVEL**

- 5.4.1 The Chair shall pass the gavel to the Vice-Chair and allow the Vice-Chair to preside under the following circumstances:
  - i. in order to speak to a motion;
  - ii. while a motion that the Chair has moved is being debated; or
  - iii. when a ruling of the Chair has been challenged.
- 5.4.2 The Vice-Chair shall pass the gavel back to the Chair as soon as the circumstances listed above no longer exist.

## **5.5 SUSPENDING THE RULES OF ORDER**

- 5.5.1 A Trustee may bring a motion to suspend a rule of order contained in this By-law or in Robert's Rules of Order, to apply only to the meeting at which the motion has been brought, and such a motion must receive at least a two-thirds majority of those present and voting, or a quorum of the Board of Trustees, whichever is greater, to pass.

## **PART VI: AMENDMENTS**

- 6.1 This By-law may be amended at any regular meeting provided the motion passes by at least a two-thirds vote of the Trustees present and voting, and previous notice of the amendment is given at the regular meeting held immediately prior to the regular meeting at which the vote on the amendment is held.
- 6.2 A motion to amend this By-law shall include the precise written amendment; the rationale for the amendment; a copy of the current form of By-law and the By-law as it shall be read if the amendment is adopted.
- 6.3 Upon approving amendment(s) to the By-law, the Chair and Vice-Chair shall sign and date the amended By-law and all previous versions of the By-law shall be revoked.

## **APPENDIX A -- REGULAR BOARD MEETINGS - PUBLIC SESSION AGENDA**

### **1.0 Opening**

#### 1.1 Welcome

- 1.1.1 Call to Order, Attendance and Motion to authorize absences
- 1.1.2 Motion to Move into Committee of the Whole (Private Session)
- 1.1.3 Committee of the Whole (Private Session) Rises
- 1.1.4 Acknowledgement of Traditional Lands
- 1.1.5 Recognition of History and Heritage Month

#### 1.2 Approval of Agenda

#### 1.3 Declarations of Possible Conflict of Interest

### **2.0 Delegations/Presentations to the Board**

#### 2.1 Inspire Award Presentations (first meeting of every month)

#### 2.2 Student Trustee Report

#### 2.3 Delegations

##### 2.3.1 Chair's Acknowledgement of Delegations

#### 2.4 Presentations

##### 2.4.1 Chair's Acknowledgement of Presentations

### **3.0 Consent Agenda\***

#### 3.1 Approval of Consent Agenda Action Items when applicable

##### 3.1.1 Draft Minutes of the Regular and/or Special Meetings

##### 3.1.2 Approved Minutes of Committee of the Whole Board

#### 3.2 Receipt of Periodic Information Items when applicable

##### 3.2.1 Order Paper

##### 3.2.2 Director's Monitoring Reports

##### 3.2.2.1 (topic, e.g. Portable Inspection Report, Board Report Schedule, etc.)

##### 3.2.3 Administrative Procedures Review Report

##### 3.2.4 Policy and Governance Procedures Review Schedule

##### 3.2.5 Other Periodic Information Reports

### **4.0 Ratification / Action**

#### 4.1 Approval of Business Transacted in Private Session

#### 4.2 Action Items

##### 4.2.1 (topic)

### **5.0 Communication to the Board**

#### 5.1 For Action (next meeting date):

##### 5.1.1 (topic)

#### 5.2 For Information (date):

##### 5.2.1 (topic)

#### 5.3 Notice(s) of Motion

#### 5.4 Director's Report

#### 5.5 Communications from the Chair

#### 5.6 Committee Reports

#### 5.7 Trustee Questions and Comments

#### 5.8 Questions from the Public

### **6.0 Adjournment**

## **APPENDIX B -- SPECIAL BOARD MEETING - PUBLIC SESSION AGENDA**

### **1.0 Opening**

#### 1.1 Welcome

- 1.1.1 Call to Order, Attendance and Motion to authorize absences
- 1.1.2 Motion to Move into Committee of the Whole (Private Session) if needed
- 1.1.3 Committee of the Whole (Private Session) Rises if needed
- 1.1.4 Acknowledgement of Traditional Lands

#### 1.2 Approval of Agenda

#### 1.3 Declarations of Possible Conflict of Interest

### **2.0 Delegations/Presentations to the Board**

#### 2.1 Delegations

#### 2.2 Chair's Acknowledgement of Delegations

#### 2.3 Presentations

#### 2.4 Chair's Acknowledgement of Presentations

### **3.0 Ratification / Action**

#### 3.1 Approval of Business Transacted in Private Session if needed

#### 3.2 Action Items

- 3.2.1 (designated topic for Special Meeting)

### **4.0 Communication to the Board**

#### 4.1 For Information (date):

- 4.1.1 (topic)

#### 4.2 Questions from the Public, pertaining to topic for Special Meeting

### **5.0 Adjournment**

**APPENDIX C -- VOTING PROVISION FOR BOARD REPORTS**

<b>REPORT</b>	<b>IMMEDIATE*</b>	<b>DEFERRED**</b>
<b><i>Staff Initiated Reports</i></b>		
Approvals re: Awarding Tenders/Contracts***	Y	
Audit Committee Recommendations	Y	
Banking Resolutions	Y	
Boundary Reviews		Y
Budget		Y
Capital Plans / Priorities		Y
Disposition of Property/Acquisitions***	Y	
EDC By-law Changes		Y
Financial Statements	Y	
LTAP Boundary Reviews		Y
Multi-Year Plan		Y
Negotiations/Contract Ratification***	Y	
New School Construction (design approvals)	Y	
Operational Plan		Y
Revised Estimates	Y	
School Year Calendar		Y
SEAC Membership	Y	
Special Education Plan		Y
Spec Ed Review Report w/ recommendations		Y
Striking Committee/ Appointments	Y	
Trustee Honoraria (Appendix A Schedule 1)		Y
<b><i>Board Initiated Reports</i></b>		
Communication with Ministry/Boards	Y	
Adoption of Policy/Governance Procedure/By-law Changes		Y
Formation of Standing Committees	Y	
Striking Committee Report	Y	

\* "Immediate" refers to the same meeting at which the item originally appears on the agenda.

\*\* "Deferred" refers to a subsequent meeting (usually the following meeting, two weeks after the item's initial appearance). NOTE: The Board always has the ability to defer any matter to a future meeting.

\*\*\* These are in Private and considered the same night as they first appear.



## **APPENDIX D -- REVISION HISTORY**

### **Executive Summary of Changes to the By-law effective November 2, 2022**

1. "Regular Meetings" - Article 4, subsection 4.1.2
  - "Regular Meetings" is amended to omit the start time and refer
2. "Notice of Meetings"- Article 4, subsection 4.5.1.b
  - Added agendas "shall include the date, time, and meeting location."
3. Appendix C - "Voting Provision for Board Reports"
  - amended to specify "adoption of policy/governance procedure/by-law changes" to provide clarity regarding the intent to defer consideration when adopting policy/governance procedure/by-law changes.

### **Executive Summary of Changes to the By-law effective September 21, 2022**

1. Introduction
  - Use the same branding template as used in Policy and Governance Procedures documents (i.e. HDSB logo and revision information).
  - Renamed to Board Governance By-Law to reflect the nature of this by-law.
  - Added introduction stating the general purpose and application of the By-law.
2. Numbering
  - Use of "Parts", articles, section and subsection numbering system: Part 1; 1.1,1.2, 2.1, 2.2, and so on.
3. Review cycle
  - Added a review cycle of the By-law that is "no less than every four (4) years".
4. Part I - Interpretation
  - Definitions - Remove Definitions and create a separate "Definitions" document to be appended to the Policy and Procedure Framework Policy.
5. Part II
  - Changed the responsibility for communicating school based events from the Chair to individual Trustees.
  - Added an example of a reason why a Trustee vacancy might occur part way through a term.
6. Part III - Officers
  - Formatting (i.e. use of bulleted list).
  - Added notation regarding inaugural and organizational meetings of the Board.
  - Added "Secretary of the Board".
  - Extracted procedure for election of Chair and Vice-Chair to be considered separately as a separate Governance Procedure.
  - Revised subsection titles to reflect context of the subsection.
  - Added "Vacated Positions" subsection, with provisions of the Education Act.
7. Part IV - Meetings
  - Added references to the Education Act.
  - Notice - specified a time by which notice must be posted.
  - Agendas - Expanded on the meaning of "Consent Agenda" and consideration of same.

- Motions - Added bullet regarding Student Trustee motions, verbatim from the Education Act.
  - Minutes - added f) on recorded votes and added “third consecutive” to the requirement to record a motion regarding a Trustee’s absence.
  - Meetings - added faith-based days of significance and statutory holidays, simplified Private Session section, added reference to Committees and Appointments Governance Procedure, changed the requirement for Trustees to notify the Chair of an absence from “shall” to “may”.
8. Part VI - Amendments
- Added that the Chair and Vice-Chair shall sign the by-law once it has been ratified.
9. Appendices to be reviewed/revised
- Board Meeting Agenda (Public) - reviewed and amended
  - Board Meeting Agenda (Private) - removed
  - Move Committee of the Whole Agendas (Public and Private) to Committees Governance Procedure (Board Committees Working Group)
  - Create a Special Board Meeting Agenda Template
  - Create an appendix which includes the [Board Reports – Immediate or Deferred Consideration/Approval](#)
10. Revision History
- Re-insert Revision History as an appendix
  - Capture the revision history for changes made since June 2019, including this review
11. Feedback from Trustees
- Placement of Student Trustee Report on Agenda
  - Move all COTW items to Committees Governance Procedure (Board Committees Working Group)
  - Part III: Officers - Officers of the Board, item #3 clarified
  - Determine how often the By-laws should be reviewed
12. Update reference from ‘Robert’s Rules of Order’ to ‘Robert’s Rules of Order Newly Revised’
13. Housekeeping
- Revised order of “parts” so that appendices appear after all part of the By-law
  - Standardize spelling
    - All variations of “Vice-Chair”
    - All variations of “By-law”
  - Standardize word use
    - Where appropriate, used the term “Board of Trustees” and “Halton District School Board”, or “HDSB”, instead of “Board” for clarity.
    - Consistently use “shall” (replace all use of “will”)
  - Remove extraneous words
    - “Chair of the Board” -- Chair
    - “Vice-Chair of the Board” -- Vice-Chair
    - “Director of Education” -- Director
    - “Education Act” – *the Act*

- “Regular Board Meeting” -- regular meeting
- “Special Board Meeting -- special meeting

**Executive Summary of Changes to the By-laws effective December 1, 2021**

1. Part III: Officers of the Board -- The election of the Chair and Vice-Chair has been updated to ensure a process is in place should no Trustee put their name forward to run for these positions.

**Executive Summary of Changes to the By-laws effective October 20, 2021**

1. Part IV: Regular Meetings -- Meetings have been updated to ensure regular meetings do not occur while students are not in school.

**Executive Summary of Changes to the By-laws effective June 19, 2019**

1. The Delegations By-law included information that falls within the domain of Governance Policies and/or Governance Procedures. The Delegations By-laws was rescinded concurrent with the approval of Delegation Governance Policies and Governance Procedures.
2. Grammar, spelling and other general housekeeping changes have been made throughout the By-laws.

**Executive Summary of Changes to the By-laws effective April 17, 2019**

1. The Committees and Naming of Schools By-laws included information that falls within the domain of Governance Policies and/or Governance Procedures. The Committees and Naming of Schools By-laws were rescinded concurrent with the approval of their respective Governance Policies and Governance Procedures.

**Executive Summary of Changes to the By-laws effective October 17, 2018**

1. Additions:
  - a. Part I: Definitions have been updated to include Presiding Officer and Student Trustee
  - b. Part II: Trustee Communications section has been updated to include that correspondence directed by Board motion shall be shared publicly in the Chair’s Report in the Board agenda package, and shared on the Board website.
  - c. Part II: Trustee Communications section has been updated to include that Trustees are encouraged to liaise with various levels of government in their role as Trustee.
  - d. Part IV: Regular Meeting section has been updated to include that a motion to approve Trustee absences is required in keeping with the attendance requirements of *the Act*.
  - e. Part IV: Participation in Meetings through Electronic Means section has been added. Applicable references to legislation have been added throughout the By-laws.
2. Modifications:
  - a. Part III: Role of the Chair section has been amended as per applicable legislation
  - b. Part IV: Motions section has been amended to include that amendments must not be contrary to the main motion in keeping with Robert’s Rules of Order.

- c. Part VI: Meeting Minutes section has been amended as per applicable legislation.
  - d. Part VI: Recess and Adjournment of Meetings section has been amended in keeping with Robert's Rules of Order.
  - e. Part VI: Recess and Adjournment of Meetings section has been amended to include that Motions to Extend Meetings shall now require the length of extension (e.g. 15 minutes, 30 minutes). Subsequent motions to extend shall be permitted as required.
  - f. Part V: Debate of a Motion section has been amended to specify that debate of information items is limited to two opportunities and debate of action items is limited to three opportunities, each no longer than three minutes, with one follow-up allowed within the time limit – motions to extend debate beyond these limits can be accommodated for more significant items.
  - g. Part V: Suspend the Rules of Order section (previously entitled Waiving the Rules) has been updated in keeping with Robert's Rules of Order.
  - h. Part IX: Amendments to the By-laws has been amended to require a 2/3rds majority (currently just a simple majority) in keeping with Robert's Rules of Order.
3. Grammar, spelling and other general housekeeping changes have been made throughout the By-laws.