BYLAWS

Consolidated Bylaws

1.0 PURPOSE AND APPLICATION

1.1 These Bylaws are enacted by the Board of Trustees (the “Board” or the “Board of Trustees”) of the Durham District School Board (the “DDSB”) to govern the Board and Committees of the Board and to advance good governance practices at the Board in accordance with the governance structure for school boards established under the *Education Act*. These Bylaws advance democratic decision making with rules that facilitate fair and respectful debate.

1.2 Committees of the Board are Committees with only trustees as voting members. Advisory Committees are not Committees of the Board and they are not governed by these Bylaws (except that certain Advisory Committees are established by the Bylaws and except that the Board is bound by these Bylaws in establishing or dissolving any such committee).

1.3 Subject to any applicable legislation or regulation, any procedural rule(s) in these Bylaws may be suspended by a two-thirds majority vote of the members present and voting.

1.4 The rules contained in the latest edition of Robert’s Rules of Order (“RONR” or “Robert’s Rules of Order”), shall govern all matters of procedure provided they are not inconsistent with these Bylaws or any special rules of order that the Board may adopt, or with any applicable statutes or regulations.

1.5 Subject to any applicable legislation or regulations, these Bylaws may be amended by a two-thirds majority vote of the members present and voting. A proposed amendment should come to the Board in the same manner as a policy amendment under Section 5.5.8.

SECTION 2: ROLES AND RESPONSIBILITIES

2.1 Board of Trustees

2.1.1 The Board of Trustees is the governing body of the DDSB. Decision-making authority for matters before the Board of Trustees rests with the Board, as a whole, and not with individual trustees.

2.1.2 The Board of Trustees is required to carry out its mandate as stipulated in the *Education Act*, and in particular, as set out in Section 169.1(1).

2.1.3 Board members shall each comply with the provisions of section 218.1 of the *Education Act* and the DDSB's Member Code of Conduct.

2.1.4 The DDSB's Member Code of Conduct is attached to these Bylaws as Appendix "A".

2.2 Chair/Vice-Chair

2.2.1 The Chair of the Board of Trustees, as an individual member, has no greater rights or powers than any other member of the Board but does have a unique role as expressly set out in the *Education Act*.

2.2.2 Consistent with the terms of s.218.4 of the *Education Act,* the role of the Chair of the Board of Trustees is to:

- (a) Preside over meetings of the Board in an impartial and fair manner;
- (b) Conduct meetings in accordance with these Bylaws;
- (c) Establish draft agendas for Board meetings in consultation with the Director;
- (d) Ensure the members of the Board have the information needed for informed discussion of the agenda items;
- (e) Act as spokesperson to the public on behalf of the Board, unless otherwise determined by the Board;
- (f) Convey the decisions of the Board to the Director;
- (g) Provide leadership to the Board in maintaining the Board's focus on the Multi-Year Strategic Plan and the Board's mission and vision;
- (h) Share with the Board of Trustees any correspondence delivered to the Chair in that capacity that addresses the business of the Board of Trustees. Subject to any issue of urgency, such correspondence shall be shared at the next meeting of the Board of Trustees. However, the Chair shall not share any correspondence that contains personal attacks against any individual Trustee or staff member. In any such case, the Chair shall consider the Code of Conduct in determining how best to respond to the correspondence;
- (i) Sit on the Durham Student Transportation Services (DSTS) Governance Committee; and,
- (j) Assume such other responsibilities as may be assigned by the Board of Trustees.

2.2.3 The role of the Vice-Chair is to stand-in for the Chair in the Chair's absence in relation to the obligations set out above (except in relation to the Chair's obligations on the DSTS Governance Committee, as there are specific provisions in these Bylaws for the election of a "Trustee Designate" to stand-in for the Chair on the DSTS Governance Committee).

2.3 Committee Chair or Vice-Chair

2.3.1 The role of the Committee Chair (or Vice-Chair in the Chair's absence) is to:

(a) Preside over meetings of the Committee in an impartial and fair manner;
(b) Establish agendas for Committee meetings, in consultation with the Director;
(c) Conduct meetings in accordance with these Bylaws;
(d) Ensure that members of the Committee have the information needed for informed discussion of the agenda items;
(e) Liaise with the Director to bring forward Committee recommendations to the Board, or to the Committee of the Whole – Standing, through a staff report delivered on behalf of the Committee.

2.4 Student Trustees

2.4.1 Student Trustees are students elected by their peers to sit on the Board as non-members. They play an important role in representing the interests of students through their participation in meetings of the Board and its Committees. The nature and scope of the role of Student Trustees is set out in the Education Act and the regulations made thereunder, as may be amended from time to time.

2.4.2 Student Trustees shall serve a one-year term starting on August 1 of the year in which they are elected and ending on July 31 of the following year.

2.4.3 Student Trustees:

(a) Have a right to:
   i. Attend Board and Committee meetings;
   ii. Attend closed session of a Committee, except for when matters that include the disclosure of intimate, personal or financial information with respect to a member of the Board or Committee, an employee or prospective employee of the DDSB, a pupil or their parent or guardian are being considered;
   iii. Require that a matter before the Board be put to a recorded vote;
   iv. Suggest a motion to be moved by a member;
   v. Raise a point of order, question of privilege, parliamentary inquiry, or point of information as described in Section 5 of these Bylaws;
   vi. Except as limited by the Act, the same opportunities for participation at meetings of the Board and its Committees as a member has.

(b) May not:
   i. Move or second motions, including an appeal of a ruling of the Chair;
   ii. Exercise a binding vote on a matter.

(c) Where they have a pecuniary interest, direct or indirect on a matter, must disclose any interest to the Board or Committee, and shall not, thereafter, participate in the discussion, attempt to influence members, suggest a motion, or exercise a non-binding vote on the matter.

2.4.4 A person is qualified to act as a Student Trustee if they are enrolled in the senior division and are a full-time pupil of the DDSB or an exceptional pupil.

2.4.5 Despite section 2.4.4, a student is not qualified to be elected or to act as Student Trustee if they are serving a sentence of imprisonment in a penal or correctional institution, or if they are absent from three (3) consecutive meetings of the Board without prior authorization from a resolution of the Board. A person who ceases to be qualified to act as Student Trustee shall resign from the position.

2.4.6 Student Trustees shall be expected to:

(a) Freely advocate in the interest of students and report students' matters to the Board;
(b) Attend regular Board meetings and notify the Secretary of the Board when unable to;
(c) Provide a Student Trustee report at meetings of the Committee of the Whole – Standing;
(d) Participate in and ensure that the Student Senate is organized and fulfills its mandate;
(e) Communicate and forward all resolutions passed and recommendations made by the Student Senate to the Board;
(f) Refer students' operational concerns to appropriate staff members;
(g) Comply with Board policies, procedures, and Bylaws, including the Member Code of Conduct;
(h) Not disclose confidential information acquired by virtue of their office or during closed session to any member of the public.

2.4.7 The amount of the honorarium for Student Trustees as referenced in subsection 5.5 (8) of the Education Act is:

(a) $2,500, if the Student Trustee holds office for a complete term of office;
(b) $2,500 prorated according to the proportion of a term for which the Student Trustee holds office, if the Student Trustee holds office for less than a complete term of office.

2.4.8 The term of office of a Student Trustee starts on August 1 of the year in which he or she is elected and ends on July 31 of the following year as long as they remain eligible.

SECTION 3: ORGANIZATIONAL MEETING

3.1 Purpose of Organizational Meeting

3.1.1 An inaugural meeting of the Board shall take place at the first meeting of the Board in November of each year (the "Organizational Meeting") during which the Board shall:

(a) Elect the Chair and Vice-Chair of the Board;

(b) Elect members to Committees of the Board and confirm quorum;

(c) Elect members of legislated committees in accordance with the terms of appointment stipulated by the applicable legislation;

(d) Elect the Vice-Chair of the Committee of Whole – Standing and appoint the Vice Chair of the Board as the Chair of the Committee of the Whole – Standing;

(e) Elect members to represent the Board on external organizations;

(f) Elect the "Trustee Designate" that may stand in for the Chair of the Board on the DSTS Governance Committee if the Chair is unable to attend one or more meetings for any reason;

(g) Elect the Student Trustee Mentor;

(h) Adopt an annual schedule of meetings for Board and Committee of Whole - Standing meetings;

(i) Receive the Board and Committee of the Whole – Standing attendance records for members of the Board of Trustees for the preceding 12 months.

3.2 Scheduling of Organizational Meeting

3.2.1 In an election year, the Board will hold the Organizational Meeting within seven (7) days after the day on which the term of office of the Board commences and then, in each subsequent year, at the first meeting on or after the anniversary date the term of office of the Board began.

3.3 Presiding Officer

3.3.1 At the Organizational Meeting, the Chief Executive Officer shall preside until the election of the Chair or, in the absence of the Chief Executive Officer, the members present shall designate the person to preside until the election of the Chair and if a member of the Board is so designated, they may vote on the election of the Chair.

3.4 Election of Chair and Vice-Chair of the Board and Vice Chair of the Committee of the Whole - Standing

3.4.1 When two or more members are nominated and have agreed to stand, voting for each position shall be by secret ballot.

3.4.2 When one one member has been nominated or has self-nominated, they shall be acclaimed.

3.4.3 Nominees for the position of Chair and Vice-Chair shall be present at the Organizational Meeting or, if absent, shall have declared in writing to the Secretary of the Board their intention to stand as candidates for the position(s).

3.4.4 The presiding officer ordesignate and other scrutineers so designated by the presiding officer shall count the ballots. The count on any vote shall not be declared.

3.4.5 The member receiving a majority vote of the members present and voting shall be declared the Chair.

3.4.6 Should no member receive such a majority, the name of the member receiving the smallest number of votes shall be dropped and the members shall proceed to vote anew and so continue until the Chair is elected.

3.4.7 In the event of an equality of votes, there shall be another ballot and, should there be another equality of votes, the candidates shall draw lots to fill the position.

3.4.8 The presiding officer shall announce the result by declaring the name of the member who has been elected Chair.

3.4.9 Once elected, the Chair shall then assume the role of Chair/Presiding Officer.

3.4.10 This same procedure in this section (3.4) shall apply to the election of the Vice-Chair of the Board and the Vice Chair of the Committee of the Whole - Standing.

3.4.11 The Chair and Vice-Chair serve in these roles until the next Organizational Meeting but may resign from that role upon one week's written notice delivered to the Secretary of the Board. The Chair and/or Vice-Chair may be removed from the role on a two-thirds majority vote of the members present and voting.

3.4.12 If the Chair of the Board resigns the office or is removed from office, the Vice-Chair of the Board shall assume the role of Chair until the next regularly scheduled Board meeting. At that meeting, the election of a new Chair shall be held and, if the Vice-Chair is elected as the Chair, the election of a new Vice-Chair shall also be held.

3.4.13 The term of office of a Committee Chair and Vice-Chair shall be one year, or until the first meeting of the Committee following the next Organizational Meeting.

3.4.14 A Committee Chair and Vice-Chair may be re-elected to a subsequent term(s) of office by the Committee, subject to any appointments made at the Organizational Meeting each year.

SECTION 4: COMMITTEE STRUCTURE AND COMPOSITION

4.1 Approval of Committees

4.1.1 The Board shall consider and approve the Board's Committee structure and composition on an annual basis at the Organizational Meeting and as otherwise may be deemed appropriate by the Board.

4.2 Committee of the Whole and Committee of the Whole - Standing

4.2.1 The Committee of the Whole will be composed of all Trustees with full participation and voting privileges.

4.2.2 The term of the Committee of the Whole will coincide with the term of the Board.

4.2.3 During a Board meeting, the Board may convene into Committee of the Whole by majority vote of members present and voting to consider matters in closed session, as permitted under section 207 of the *Education Act*, or for any other reason the Board may deem appropriate. In any such case, the presiding officer for the Committee of the Whole will be the Vice-Chair of the Board.

4.2.4 The Committee of the Whole shall also meet regularly on the first (1st) Monday of the month (which shall be referred to as "The Committee of the Whole – Standing"), except as provided below. The Board shall approve the annual schedule of regularly scheduled Committee of the Whole - Standing meetings at the Organizational Meeting each year. The calendar will typically not include meetings in July, August or December. Should the 1st Monday of the month fall on a statutory, civic, school holiday, or on a DDSB recognized protected date of significance, the approved calendar shall schedule the meeting for the Tuesday of the same week or the Monday of the following week, or such other date as the Board may deem appropriate when it approves the annual calendar. The September meeting shall not be scheduled on the first day of school.

4.2.5 The Board may vary the approved calendar for regular Committee of the Whole – Standing meetings at a Board meeting at any time during the year on resolution of a two-thirds majority of the members present and voting. A variance to the approved calendar may only include the removal of a meeting. Additional meetings that may be called throughout the year are not considered to be part of the annual approved calendar of meetings.

4.2.6 The Committee of the Whole may also meet in closed session prior to any Regular Board Meeting or Regular Committee of the Whole-Standing meeting (as those terms are defined in section 5.7 below), provided notice of same and a draft agenda are provided as may be required under the terms of these Consolidated By-Laws. Any such meeting is to typically commence at 6:00 p.m. Committee of the Whole meetings may also be scheduled and included in the annual calendar of meetings if they are prior to any Regular Board Meeting or Regular Committee of the Whole-Standing meeting.

4.2.7 A Chair and Vice-Chair of the Committee of the Whole shall be elected at the Organizational Meeting of the Board in accordance with the process set out at section 3 of these Bylaws. The presiding officer for any closed session of the Committee of the Whole shall be the Vice-Chair of the Committee.

4.2.8 It is the function of the Committee of Whole – Standing to consider and debate matters in a more informal way than may be available at Board meetings and provide to the Board, in concise form, relevant information and recommendations. Except for matters considered in closed sessions, any and all resolutions of the Committee of Whole – Standing shall be set out in a numbered list as an appendix to the minutes and shall be referenced by the Board when it moves to adopt any such resolution.

4.2.9 Public presentations to the Committee of Whole - Standing are welcomed. The individual or group seeking to make a presentation shall follow the process and rules set out in these Bylaws.

4.2.10 The terms of reference of the Committee of the Whole – Standingare as follows:

(a) Evaluate and promote the educational programs of the Board and make recommendations to the Board with respect to the operation, amendment, addition or deletion of, or to, the same;
(b) Conduct, from time to time, studies of existing or proposed educational programs of this or other Boards and report to the Board;
(c) Receive and seek representations and opinions from staff, area residents, and others, with respect to Board policy, including proposed new policy or a proposed amendment to an existing policy;
(d) Receive reports regarding curriculum development, implementation, and assessment projects;
(e) Receive and consider communications regarding curriculum issues from agencies, councils, commissions, associations, and societies;
(f) Consider other matters involving the Board, including, but not limited to, curriculum, facilities and Employee Relations, and make recommendations to the Board as required.

4.3 Statutory Committees

4.3.1 The Board shall establish Statutory Committees as called for in the *Education Act* and the Regulations made thereunder including:

(a) Audit Committee;
(b) Parent Involvement Committee;
(c) Special Education Advisory Committee;
(d) Supervised Alternative Learning Committee(s);
(e) Accommodation Review Committees.

4.3.2 The mandate, membership composition and terms of reference for Statutory Committees shall be governed by applicable legislation and regulations.

4.3.3 The term of appointment of the three Board members on the Audit Committee shall be a two-year term.

4.4 Additional Standing Committees

4.4.1 There shall be an Education Finance Standing Committee, a Governance and Policy Standing Committee, and a Director of Education Performance Appraisal Standing Committee, the membership and terms of reference of which are as follows:

Education Finance Standing Committee:

(a) Develop and maintain the procedures by which the Board establishes budget objectives and audits the budget expenditures;
(b) When deemed necessary by the Board, study and recommend to the Board desirable changes in the Board's financial system;
(c) Recommend to the Board expenditures other than those within the Budget;
(d) Consider and recommend to the Board the annual Budget;
(e) Review the annual financial statement and all expenditures, revenues, trust, capital account reserves, and investment reports;
(f) Consider the annual transportation budget;
(g) All trustees are eligible to sit on the committee; membership and quorum shall be established annually at the Organizational Meeting.
(h) The Chair and Vice Chair shall be elected annually by the members of the Committee at its first meeting following the Organizational Meeting in accordance with the voting process established in these Bylaws.

Governance and Policy Standing Committee:

(a) To ensure all of the Board's policies are up-to-date, accurate and consistent with the current legislation and government requirements;
(b) To ensure that the Board of Trustees reviews policies at least once every five years or when required by a new legislative act or regulation, new government policy, resolution of the Board or as recommended by staff;
(c) To develop policies that are developed with evidence-based data, equitable and reflect the Board's vision, values and strategic plan;
(d) Monitor the effectiveness of Board policies through consultation and evidence-based data;
(e) Monitor the effectiveness of Board policies in addressing human rights and equity in consultation with the Human Rights and Equity Advisor, through the Director of Education;
(f) Report and make recommendations to the Board of Trustees on governance and Board policies;
(g) Review bylaws/policies for ad-hoc committees and develop/review/document procedures (document mandate, clearly identify quorum, membership);
(h) The committee shall meet at least twice annually;
(i) All trustees are eligible to sit on the committee; membership and quorum shall be established annually at the Organizational Meeting.
(j) The Chair and Vice-Chair shall be elected annually by the members of the Committee at its first meeting following the Organizational Meeting in accordance with the voting process established in these Bylaws.

Director of Education's Performance Appraisal Standing Committee:

(a) As set out in the Director of Education's Performance Appraisal Policy.
(b) There shall be a minimum of three and a maximum of seven members on the Committee.
(c) Membership and quorum shall be established annually at the Organizational Meeting.
(d) In the event of an excess of seven members expressing interest in being a member, voting will take place by secret ballot to determine the seven members.
(e) The Chair shall be elected annually by the members of the Committee at its first meeting following the Organizational Meeting in accordance with the voting process established in these Bylaws.

4.5 Advisory Committees

4.5.1 In addition to the Statutory Committees set out in section 4.3 above, there shall be an Indigenous Education Advisory Committee (which shall be referred to as the Indigenous Education Advisory Circle) and such other Advisory Committees that the Board may establish from time to time. The establishment of any new Advisory Committee is contingent upon the Director of Education confirming to the Board of Trustees that adequate staff support is or can be available for any new Advisory Committee(s) established during the term of office of a Board of Trustees shall terminate at the conclusion of the term of office for that Board of Trustees.

4.5.2 The purpose of an Advisory Committee is to consider and make policy recommendations to the Board, on any matter within the jurisdiction of the Board, that the Board may determine in setting the Terms of Reference for the committee. The Board may, at its discretion, seek recommendations from the committee as to terms of reference, which must, in any case, be approved by the Board of Trustees. The Board may amend the Terms of Reference for an Advisory Committee at any time.

4.5.3 Advisory Committees may, through the non-voting staff member(s) on the Committee, deliver oral or written reports to the Director of Education on non-policy/operational matters.

4.5.4 For all Advisory Committees except the Indigenous Education Advisory Circle, the following terms and conditions shall apply:

(i) The Director of Education shall engage appropriate community members to inform a recruitment and selection strategy, including selection criteria, for each Advisory Committee and shall make recommendations to the Board in that regard. The recommendations shall include the proposed number of Advisory Committee members. The Board shall, by ordinary resolution, approve the recruitment and selection strategy and numbers of members, for each Advisory Committee. Following such approval, and subject to the Board of Trustees appointing the 2 (two) Trustee non-voting members, the Director or delegate(s) will form the committee.
(ii) In all cases, Advisory Committees are to include 2 Trustees and 1 staff person as non-voting members of the Committee. The Director has the discretion to assign one additional staff person as a non-voting member. Trustee members will be selected annually at the Organizational Meeting, failing which they may be selected at any regular or special meeting of the Board.
(iii) The Chair of an Advisory Committee shall be a community member selected by the committee. Draft agendas and meeting times and locations shall be approved by at least one non-voting member of the committee before circulation.
(iv) Community members on any Advisory Committee must participate in an orientation session which is to include mandatory anti-bias and anti-oppression training and must agree to be bound by a Code of Conduct for Advisory Committee members developed by the Director of Education.
(v) Any report from an Advisory Committee to the Board of Trustees shall be made by the non-voting DDSB staff member(s) assigned to the committee, who may engage another member or other members of the Advisory Committee in presenting the report to the Board. The Director of Education may deliver an independent report at the same time, or subsequently, addressing or commenting upon any recommendations brought forward by an Advisory Committee.
(vi) Advisory Committees are not committees of the Board under the Education Act and are not subject to public meeting requirements. The non-voting staff member(s) of the committee, in consultation with the chair of the committee, may determine to open any meeting to the public.

4.6 Additional Committees

4.6.1 In addition to any committees established under these Bylaws, the Board may by resolution, establish any Standing Committee, Ad Hoc Committee or Advisory Committee as it may deem appropriate at any time, subject to these Bylaws and any applicable legislation. The Board shall stipulate, by resolution, the terms of reference for any such Standing Committee or Ad Hoc Committee stipulating the mandate and membership of the Committee. The Board may, by resolution, seek the recommendation from a Standing Committee or Ad Hoc Committee on the appropriate terms of reference for the committee.

4.7 Committee Structure

4.7.1 The members of Standing Committees and Ad Hoc Committees shall be Trustees. The members of a Statutory Committee are as stipulated by legislation or regulation.

4.7.2 The members of an Advisory Committee may include Trustees, Student Trustees, staff members and members of the community, but shall include at least one trustee or staff member.

4.7.3 The Chair of an Ad Hoc Committee or Standing Committee may be determined by the Chair of the Board, the Board or, failing which, by the committee. The Chair of an advisory committee shall be determined by the committee.

4.7.4 The Director shall assign one (non-member/non-voting) senior staff person to every Ad Hoc and Standing Committee and any other (non-member/non-voting) staff person(s) that the Director, in consultations with the Chair of committee, may deem appropriate.

4.7.5 If there is no staff person on an Advisory Committee, the Director shall assign one (non-member/non-voting) senior staff person and any other (non-member/non-voting) staff person(s) that the Director, in consultation with the Chair of the Advisory Committee, may deem appropriate.

4.7.6 Except for any committee established under these Bylaws or Board policy, the Board may dissolve any Standing or Ad Hoc Committee at the Organizational Meeting or by resolution at any time as the Board may deem necessary or appropriate, subject to applicable legislation. Committees constituted under these Bylaws or Board policy may only be dissolved by an amendment or revocation of the applicable provisions in these Bylaws or Board policy, as the case may be. The terms of reference of any Standing Committee or Ad Hoc committee not established in these Bylaws or in a Board policy may be amended by ordinary resolution.

4.7.7 Committees are not decision-making bodies and may only make recommendations. Ad Hoc Committees report to the Committee of Whole - Standing. Standing Committees report to the Board of Trustees.

4.7.8 A Trustee who is not a member of a Statutory Committee, Standing Committee or Ad Hoc committee cannot move a motion, vote on matters before the committee for consideration including the election of the committee Chair or Vice Chair, or be counted towards quorum, but may attend any such committee meeting.

4.7.9 Once an Ad Hoc Committee has satisfied the terms of reference, it shall report to the Committee of Whole – Standing confirming that it has satisfied the terms of reference at which point it shall be automatically dissolved.

SECTION 5: BOARD AND COMMITTEE MEETINGS - RULES AND PROCEDURES

5.1 Purpose

5.1.1 The purpose of these rules and procedures, as supplemented by RONR, is to facilitate meaningful, respectful, and orderly debate to advance the interest of the Board. All Trustees will endeavor to comply with these rules and procedures, but it is recognized that, in many circumstances, good judgment, co-operation and good faith will do more to advance the interests of the Board than strict adherence to procedural technicalities.

5.2 Quorum

5.2.1 Quorum of the Board shall consist of a majority of the Board members elected or appointed to the Board under the statutes of Ontario.

5.2.2 Quorum of a Board Committee shall consist of a majority of the members of the Committee.

5.2.3 Should there be no quorum present at a meeting within fifteen minutes after the time appointed for the commencement of the meeting, the names of those present shall be recorded and the meeting shall stand adjourned until the next regular or special meeting unless there is unanimous consent of those present to delay adjournment for an additional fifteen minutes, in which event, unless a quorum then be present, the meeting shall be so adjourned.

5.3 Public Sessions

5.3.1 Except as permitted under section 207 of *the Education Act*, and the regulations thereunder, all meetings of the Board and Committees of the Board shall be open to the public.

5.3.2 No member of the public or staff will engage in conduct that is negative, critical, or derogatory towards any other person, or engage in any behaviour that is disruptive to the meeting. Any such conduct may result in exclusion from a meeting.

5.4 Closed Sessions

5.4.1 Resolutions passed in closed session of a Committee are of no force or effect unless and until approved at a meeting of the Board. Any such approval will be done by adopting the resolution(s) of the Committee in a manner that maintains the confidentiality of the matter unless the Committee has pre-authorized making the resolution(s) public.

5.4.2 Minutes of all Committee closed sessions shall be provided to the Committee of Whole – Standing for consideration, except for Committee of the Whole – Standing whose minutes shall be provided to the Board for consideration, and shall remain confidential, unless the Committee has pre-authorized the release of all or part of the information.

5.4.3 A staff recording secretary should be present for all closed session Committee meetings. In the absence of the recording secretary during a closed session, the presiding officer shall appoint any member or other staff person to act as secretary for that meeting.

5.4.4 Committee sessions closed to the public may have staff in attendance as may be determined appropriate by the Chair of the Committee in consultation with the Director. The Chair of a Committee may require that the Director not attend all or part of a closed session when the Director's performance, employment contract or related matters are under consideration by the Committee.

5.4.5 Matters discussed in closed session of a Committee must not be communicated to any person not present at the closed session, unless: the person is a Trustee; or the disclosure is pre-approved by the Committee; or the disclosure is to the Integrity Commissioner in relation to the Code of Conduct.

5.4.6 Trustees are expected to maintain strict confidentiality of any matter dealt with in closed session and are bound by the confidentiality and protection of privacy provisions under the *Education Act*, the DDSB's Member Code of Conduct and the *Municipal Freedom of Information and Protection of Privacy Act (MFIPPA)*.

5.5 Scheduling and Agendas

5.5.1 Regular Meetings of the Board will be held on the third (3rd) Monday of each month commencing at 7:00 p.m., except as provided below. The Board shall approve the annual schedule of regularly scheduled Board meetings at the Organizational Meeting each year. The calendar will typically not include Board meetings in July or August. The calendar will include the annual Organizational Meeting in November and will therefore typically not include a Board Meeting in November. The December Board meeting will typically be scheduled to take place on the first Monday in December. Should the third Monday of the month during which a Board meeting is being held, fall on a statutory, civic, school holiday, or on a DDSB recognized protected date of significance, the approved calendar shall schedule the meeting for the Tuesday of the same week or the Monday of the following week, or such other date as the Board may deem appropriate when it approves the annual calendar.

5.5.2 The Board may vary the schedule for regular Board meetings at any time during the year on resolution of a two-thirds majority of the members present and voting. A variance to the approved calendar may only include the removal of a meeting. Additional meetings that may be called throughout the year are not considered to be part of the annual approved calendar of meetings.

5.5.3 Subject to the procedures described below, draft agendas for Board meetings shall be determined by the Chair in consultation with the Director; while agendas for Committee meetings shall be determined by the Committee Chair in consultation with the Director.

5.5.4 The Chair and the Vice-Chair of the Board and the Chair and Vice-Chair of the Committee of Whole – Standing together with the Director of Education and such other staff as the Director may engage from time to time, shall hold at least one session per month (either in-person or electronically) to consider and discuss the agendas for upcoming Board and Committee of the Whole – Standing meetings. The Chair of the Board has the discretion to invite chairs of any committee of the Board to attend all or part of an agenda planning meeting. An additional Trustee shall be entitled to attend at each meeting. Attendance shall be scheduled annually following the Organizational Meeting with Trustees being scheduled in reverse alphabetical order.

5.5.5 All Trustees shall be provided with advance notice of the date of the meeting referenced in the preceding paragraph and may email the Chair and Vice-Chair of the Board and/or the Chair and Vice-Chair of the Committee of the Whole-Standing to request that an item of business be added to the draft agenda for an upcoming meeting. The email shall disclose the rationale for the proposed addition to the agenda and any factors as to the appropriate timing for the matter to be addressed. If the matter is not added to the draft agenda, the Chair of the Board or the Chair of Committee of the Whole – Standing, as the case may be, shall advise by email of the reason it was not added to the draft agenda and shall copy all Trustees.

5.5.6 The Director or designate shall deliver an e-mail notice of each regular Board meeting and Committee of the Whole – Standing accompanied by the agenda and any supporting materials for the meeting, to each Trustee no later than three days prior to the meeting (not counting the day of the meeting but counting the day of delivery). At the discretion of the Chair of the Board or Chair of the Committee of the Whole – Standing, as the case may be, supporting materials may be delivered within the three day notice period based on urgency or exceptional circumstances.

5.5.7 A matter not on the agenda or directly related to matters on the agenda cannot be introduced at a Board or Committee meeting unless approved by the presiding officer prior to the start of the meeting based on urgency or exceptional circumstances or if a majority of the Committee or Board amends the agenda prior to approval. If a member seeks to introduce a matter not on the agenda or directly related to matters on the agenda during the meeting following the approval of the agenda, it may only be introduced by a two-thirds majority of the members present and voting. Notice of any change to a draft agenda made prior to the meeting shall be provided to Trustees as soon as possible.

5.5.8 The introduction of a new Board policy, rescission of a Board policy or an amendment to an existing Board policy shall come before the Board on the recommendation of the Governance and Policy Committee. In bringing a matter to the Board for consideration, the Governance and Policy Committee shall recommend to the Board whether the matter should be considered at that meeting or at the next meeting of the Board.

5.5.9 In addition to regularly scheduled meetings, a special meeting of the Board may be called by the Chair or by a majority of the members. In either case, email notice of the call for a special meeting shall be sent to the Secretary of the Board or designate. Reasonable efforts should be made to schedule any such meeting to avoid a scheduling conflict with other scheduled Committee meetings. A special meeting is not a "regular meeting" under the *Education Act* or the regulations thereunder.

5.5.10 The Director or designate shall deliver an e-mail notice of a special meeting to the members, accompanied by the agenda and any supporting materials for the meeting no later than 24 hours prior to the meeting. At the discretion of the Chair, the 24-hour notice period may be waived based on urgency or exceptional circumstances but notice, the agenda and any supporting materials should be delivered as early as possible prior to the commencement of the meeting.

5.5.11 A matter that is not on the agenda for a special meeting cannot be considered at the special meeting, unless all members are present and consent to amend the agenda to consider the matter.

5.6 Record of Decisions

5.6.1 At all Board and Committee meetings, the Director or designate (typically the recording secretary) shall maintain the minutes of the meeting to make a record of resolutions passed by the Board or Committee, as the case may be, including any recorded votes and any declarations of a conflict of interest.

5.6.2 At each regular Board meeting, draft minutes from the prior regular Board meeting, together with any special Board meeting that may have occurred since the prior Board meeting, shall be presented to the Board for approval.

5.7 Attendance at Meetings

5.7.1 The Education Act and the Regulations thereunder governing electronic meetings, include requirements as to physical attendance at certain meetings and available exemptions to the physical attendance requirements (the “Attendance Requirements”).

5.7.2 The Attendance Requirements speak to mandatory attendance at regular Board meetings and regular Committee of the Whole meetings. The Board adopts the following definitions in relation to the Attendance Requirements:

(i) A “Regular Board Meeting” is a meeting of the Board of Trustees that occurs pursuant to a set schedule of board meetings established in the Board’s Consolidated Bylaws and included as such in the annual calendar of regular board meetings approved each year at the Organizational Meeting. In the event that the Board of Trustees varies the meeting schedule during the year, in accordance with the terms of the Board’s Consolidated Bylaws, to remove a Regular Board Meeting from the approved calendar, that meeting will no longer be considered a Regular Board Meeting.

(ii) A “Regular Committee of the Whole Meeting” is a meeting of the Committee of the Whole - Standing or any other meeting of the Committee of the Whole that occurs pursuant to a set schedule of Committee of the Whole meetings established in accordance with the Board’s Consolidated Bylaws and included as such in the annual calendar of regular Committee of the Whole meetings approved each year at the Organizational Meeting. In the event that the Board of Trustees varies the meeting schedule during the year, in accordance with the terms of the Board’s Consolidated Bylaws, to remove a Regular Committee of the Whole Meeting from the approved calendar, that meeting will no longer be considered a Regular Committee of the Whole Meeting.

5.7.3 In accordance with the Attendance Requirements, Trustees are required to be physically present at every Regular Board Meeting and Regular Committee of the Whole Meeting (the “Mandatory Meetings”), subject to the terms set out below.

5.7.4 Trustees may attend a Mandatory Meeting electronically provided they submit a written request to do so, prior to start of the meeting, and provided that request is approved by the Chair of the Board (or the Vice-Chair of the Board where the request is from the Chair of the Board).

5.7.5 The request is to be sent electronically to the Chair, or Vice-Chair as the case may be, as well as to the Trustee Services Coordinator and Director of Education. The request must include the reason for the request so that the Chair, or the Vice-Chair as the case may be, may determine whether one of the circumstances permitting electronic participation, is engaged. The circumstances permitting electronic participation in a Mandatory Meeting are as follows:

1. *The member's primary place of residence within the area of jurisdiction of the board is located 125 kilometres or more from the meeting location.*
2. *Weather conditions do not allow the member to travel to the meeting location safely.*
3. *The member cannot be physically present at a meeting due to health-related issues.*
4. *The member has a disability that makes it challenging to be physically present at a meeting.*
5. *The member cannot be physically present due to family responsibilities in respect of*
   - *i. the member's spouse,*
   - *ii. a parent, step-parent or foster parent of the member or the member's spouse,*
   - *iii. a child, step-child, foster child, or child who is under legal guardianship of the member or the member's spouse,*
   - *iv. a relative of the member who is dependent on the member for care or assistance, or*
   - *v. a person who is dependent on the member for care or assistance and who considers the member to be like a family member.*

5.7.6 Unless there is verifiable information to the contrary, the request shall be treated as having been made by the trustee in good-faith and shall be approved if it is based upon one of the circumstances permitting electronic participation as stipulated above.

5.7.7 The request shall not be approved if it would result in fewer than one member of the board, in addition to the Chair or their designate, being physically present in the meeting room. The Vice-Chair shall not approve a request from the Chair unless the Chair's designate will be physically present in the meeting room.

5.7.8 The Chair of the Board, or Vice-Chair as the case may be, has no authority to approve a trustee's total absence from a Mandatory Meeting (only whether participation in a Mandatory Meeting may be electronic).

5.7.9 If a Trustee is unable to attend a Mandatory Meeting physically or electronically (or if electronic participation is not approved), the Trustee may seek a Board resolution authorizing the absence and should do so at the first opportunity.

5.7.10 To the extent the request may engage consideration of private and confidential medical information, a Trustee may engage the Trustee Accommodation Policy in submitting a request.

5.7.11 The Chair or designate must be physically present in the boardroom for at least half of the meetings of the Board of Trustees for each 12-month period of a term (November - November).

5.7.12 Failure to be physically present at a Mandatory Meeting without obtaining prior approval to participate electronically, constitutes an absence for purposes of s.228 of the Education Act. A trustee that is absent from three consecutive Mandatory Meetings, of the same type, without authorization from the Board of Trustees, shall be deemed to have vacated their seat.

5.7.13 When a seat is vacated, the provisions of the *Education Act*, and any relevant provision(s) of these Bylaws, shall govern the filling of the vacancy.

Conduct of Electronic Meetings

5.7.14 The chair of a committee of the board or their designate shall be physically present in the meeting room at every regular meeting of the committee of the board, except a committee of the whole board. The Director or designate shall be physically present in the meeting room for each meeting of the board and each meeting of a committee of the board, including a committee of the whole board.

5.7.15 The chair of a committee of the Board or their designate shall be physically present in the meeting room at every regular meeting of the committee. The chair of a committee or their designate may participate in a meeting of the committee by electronic means if another member of the committee, is physically present in the meeting room, subject to the rules governing attendance at Mandatory Meetings.

5.7.16 The Director of Education or their designate shall be physically present in the meeting room for each meeting of the Board of Trustees and each meeting of a committee of a board, including a committee of the whole board.

5.7.17 The electronic means shall permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously.

5.7.18 Members attending a meeting electronically must advise the Chair when they join the meeting. Members who leave the meeting before adjournment, whether temporarily or permanently, shall advise the Chair prior leaving the meeting.

5.7.19 Anyone participating electronically must use the mute function on their device when not speaking. Members attending electronically shall keep their camera on during the meeting.

5.7.20 The electronic means shall be provided in such a way that complies with the rules governing conflict of interest of members.

5.7.21 The Board shall provide members of the public with electronic means for participating in meetings, provided that such participation has been approved by the board. Even if there is no public participation, electronic meetings shall be made available for public viewing.

5.7.22 The Board may provide, at one or more locations within its jurisdiction, electronic means to permit any approved participation in meetings by members of the public.

5.7.23 Members of the public participating through electronic means shall not participate in any proceedings that are closed to the public. The electronic means being used shall ensure the security and confidentiality of any closed sessions.

5.7.24 Student Trustees who are participating electronically are not to participate in any closed session that concerns matters set out in sections 207(2)(b) of the Education Act.

5.7.25 Student Trustees are permitted to participate in any meeting electronically and do not need to have their electronic attendance approved in advance of a meeting.

5.7.26 At the Organizational Meeting each year, the Chair will deliver to the Board an annual report of Trustee attendance at Mandatory Meetings since the last Organizational Meeting.

5.8 Presiding Officer

5.8.1 Unless specified otherwise in these Bylaws, the Chair of the Board (or Vice-Chair in the Chair's absence) and the Chair of a Committee (or Vice-Chair in the Chair's absence) will be the presiding officer for meetings of the respective Board or Committee. If a meeting of a Committee moves into closed session, the Vice-Chair will be the presiding officer.

5.8.2 If the Chair does not attend within five minutes after the time appointed for the meeting, the Vice-Chair shall preside during the meeting or until the arrival of the Chair. In the absence of both, the members shall come to order, and a presiding officer shall be chosen by a majority of the members present and voting who shall preside during the meeting or until the arrival of the Chair or the Vice-Chair.

5.8.3 No member of the Board or Committee will preside at a meeting during the consideration of a motion when that member has declared a conflict of interest.

5.8.4 In the absence of the Director of Education, the presiding officer shall appoint a person to act as a secretary of the meeting.

5.9 Quorum

5.9.1 A quorum is the minimum number of members necessary to conduct a meeting which represents a majority of the members.

5.9.2 Where a member is participating electronically, their attendance will be included for quorum as long as they remain electronically connected to the meeting.

5.9.3 If a quorum is present, a meeting shall commence within fifteen (15) minutes of the meeting start time as shown in the agenda.

5.9.4 If a quorum is not present within fifteen (15) minutes after the scheduled start time shown in the meeting agenda, the names of the members present will be recorded, and the meeting will be cancelled.

5.9.5 At a Board meeting, if a quorum is lost during the course of the meeting, the Board will stand in recess. If quorum cannot be re-established within fifteen (15) minutes of the Board recessing due to a loss of quorum, the Board will stand adjourned.

5.9.6 At a Committee meeting, if a quorum is lost during the course of the meeting, and the remaining members of the Committee determine that quorum cannot be re-established, the Committee will stand adjourned.

5.10 Acknowledgement of Traditional Lands

5.10.1 All Board and Committee meetings will include an acknowledgement of the Traditional Territories/Ancestral Lands of Indigenous peoples recited by presiding officer or as the presiding officer may suggest.

5.11 Debate/Voting

5.11.1 Members and participants in a meeting will address their comments through the Chair of the meeting.

5.11.2 Members shall not interrupt another member who has the floor, except as permitted hereunder or under RONR (for example, to raise a point of order or question of personal privilege).

5.11.3 Members shall confine their comments to the merits of the motion being considered.

5.11.4 The Chair is entitled to move or second a motion, but only once they have passed the role of presiding officer to another member for the duration of the matter under consideration. The Chair will resume the role of presiding officer once the motion has been dealt with.

5.11.5 The mover of a motion shall be given first opportunity to speak. If a Student Trustee suggests a motion that gets moved by a member, the Student Trustee shall be given the first opportunity to speak. A member who has not spoken in debate has preference in recognition to speak over a member who has already spoken. At Board meetings, each member may speak twice, up to four minutes on the first occasion, two minutes on the second occasion, on each debatable motion. The Board may consider extending or limiting the time for debate at the commencement of the Board meeting or on any given motion, in accordance with the provisions of RONR.

5.11.6 At a Board meeting, a member who has not spoken to a motion may move that debate on the motion be closed and that the pending motion be put to a vote. Such a motion is not debatable. Before putting a motion to end debate to a vote, the Chair shall provide any member who has not spoken to the main motion with an opportunity to do so.

5.11.7 A motion to end debate at a Board meeting will only pass on two-thirds majority of the members present and voting. If the motion to end debate carries, no further debate can take place on the main motion and the Chair shall put the pending motion to a vote.

5.11.8 Trustees who are not members of a Committee may attend any Committee meetings but are not entitled to debate or vote. Only Committee members may debate and vote at Committee meetings.

5.11.9 A member, who is present and fails to vote on a motion, will be deemed to have abstained from voting. In counting the votes, only members present and voting count in determining whether the requisite majority threshold has been met.

5.11.10 It is for members to declare their own conflict of interest and no other member may declare a conflict of another member. A member who declares a conflict of interest must abstain from voting and will be recorded as abstaining due to a conflict of interest. When a member abstains due to a conflict of interest, their vote will be recorded neither for nor against the motion, and the number of members required to pass a vote will be reduced by the number of members with a declared conflict because the results of a motion are determined on the basis of the members present and voting.

5.11.11 Before a motion is voted on, a member may request that a motion containing divisible parts be voted on separately.

5.11.12 At any time before a motion is put to a vote, the Chair shall read the motion aloud.

5.11.13 When a motion is put to a vote, the Chair will first call votes in favour and then votes against. The Chair is entitled to vote on any motion, but it is expected that the Chair will typically abstain and only vote on a motion once all other votes have been counted and only if the Chair's vote would be determinative of the result of the motion. This is particularly applicable for the Board Chair and the Chair of the Committee of the Whole – Standing. It is expected that other Committee Chairs may choose to exercise their voting rights more often given the informal nature of committees.

5.11.14 After a vote is taken, the Chair shall declare whether the motion was carried or defeated.

5.11.15 A tie vote means the motion is defeated.

5.11.16 Votes taken at Board and Committee meetings may be recorded.

5.11.17 A student Trustee is not a member of the Board and is not entitled to exercise a binding vote on any matter before the Board or any of its Committees.

5.11.18 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.

5.11.19 A Student Trustee is entitled to require that a matter before the Board or one of its Committees on which the Student Trustee sits be put to a recorded vote, and in that case, there shall be a recorded non-binding vote that includes the Student Trustee's vote and a recorded binding vote that does not include the Student Trustee's vote.

5.11.20 Subject to the notice requirements as to a new Policy or an amendment to an existing Policy or to these Bylaws, any member present at a Board meeting, or at a Committee meeting on which the member sits, may move or second a motion related to an item on the Agenda, unless disqualified from participating due to a conflict of interest.

5.11.21 A motion that has been moved and seconded is considered to be on the floor and will be decided by a vote. A motion need not be seconded during a Committee meeting, except during meetings of Committee of the Whole and Committee of the Whole – Standing.

5.11.22 A member who moved a motion may only withdraw it from consideration before the vote is taken on the motion if no other member present objects to the withdrawal.

Motions - Order of Precedence

5.11.23 When a motion is being considered, no other motion will be considered except a motion of precedence, as set out in RONR.

5.11.24 A motion of precedence may be introduced and will take precedence over any current motion under consideration.

5.11.25 If a motion of precedence is defeated, another motion of precedence to the same effect cannot be made until some other business has been taken up and decided.

Chair Ruling on Motion

5.11.26 The Chair may rule a motion out of order, including if it is not within the jurisdiction of the Board, is contrary to the *Education Act* or regulations thereunder, is contrary to these Bylaws, is dilatory, frivolous, vexatious or contains no rational proposition.

5.11.27 If a Chair rules a motion out of order, the Chair shall state the rationale for the ruling.

5.11.28 A ruling by the Chair that a motion is out of order is subject to appeal and will be reversed on a majority vote of the members present and voting.

Amendments to a Motion

5.11.29 A motion on the floor may be amended, except those motions that are not debatable or motions that are not amendable. Motions that are not amendable include:

(a) Appeal the ruling of Chair or presiding officer;
(b) End debate;

(c) Postpone consideration of a motion indefinitely;
(d) Reconsider a previous decision of the Board;
(e) Temporarily suspend a provision of the Bylaws;
(f) Lay a motion on the table;
(g) Take a motion from the table; or
(h) Withdraw a motion.

5.11.30 To be in order, an amendment must:

(a) Directly relate to the motion it proposes to amend;
(b) Propose some change in the substance or form of the motion; and,
(c) Not be contrary to the main concept of the motion it proposes to amend.

5.11.31 The vote on the motion, an amendment and any amendment(s) to the amendment(s) will be taken separately and in the reverse order of that in which they were moved.

Motion to Refer

5.11.32 A matter may be referred to:

(a) The Board;
(b) Any Committee of the Board; or
(c) The Chair of the Board; or
(d) The Director of Education or designate.

Extending Meeting Time

5.11.33 Unless provided for otherwise in these Bylaws, no Board or Committee meeting will continue in session beyond 10:00 p.m., unless upon the consent of the majority of members present and voting, the meeting is extended for a defined period of time to finish debate on matters currently on the floor or to address any matter on the agenda that may be of an urgent or time sensitive nature. Additional motions to further extend the meeting time are in order. In no case, will the meeting extend beyond 11:00 p.m.

Motion to Reconsider

5.11.34 Subject to the limits prescribed in RONR:

(a) a decision of the Board made earlier in an ongoing (current) meeting may be reconsidered on a motion without notice. A reconsideration motion may only be brought by a member who voted on the prevailing side of the previous motion.

(b) a previous decision of the Board cannot be reconsidered for at least twelve (12) months after the decision was made unless by resolution approved by a two-thirds (2/3) majority of the members present and voting and provided notice of the proposed reconsideration shall have been provided at the prior Board meeting.

Point of Order

5.11.35 A member may advise the Chair when they believe that a departure from the Bylaws, as supplemented by RONR, has taken place by raising a point of order.

5.11.36 Subject to certain exceptions as stipulated in RONR, a point of order must be raised promptly at the time of the alleged breach. A member may interrupt another member to raise a point of order.

5.11.37 The point of order in question must be clearly stated by the member.

5.11.38 The Chair shall decide on the point of order without debate.

5.11.39 The Chair may consult with the General Counsel and may declare a recess in order to consider the point of order.

5.11.40 A member may interrupt the meeting to introduce a motion to appeal the ruling of a Chair. A majority of members present and voting will overturn a ruling of the Chair.

5.11.41 If the appeal from the decision of the Chair results in a tie vote, the Chair’s decision on the point of order will be upheld.

Questions of Privilege

5.11.42 Any member may raise a question of privilege, either a question of privilege affecting the Board, or a question of personal privilege.

5.11.43 Questions of privilege affecting Board include matters such as noise, comfort or safety. Questions of personal privilege affecting a member include the reputation or treatment of the member or staff, as well as any member of the public and the member’s ability to exercise rights and privileges.

5.11.44 A question of privilege must be stated clearly and should include the remedy or resolution requested by the member.

5.11.45 A question of privilege will not be in order if the remedy or resolution requested exceeds the power or ability of the Chair, Committee or Board.

5.11.46 The Chair will decide on the question of privilege without debate.

5.11.47 The Chair may consult with the General Counsel and may declare a recess in order to consider a question of privilege in order to make a decision.

5.11.48 A member may appeal the ruling of a Chair on a point of privilege. A majority vote of members present, and voting will overturn a decision of the Chair.

5.11.49 If the appeal from the Chair's decision results in a tie vote, the Chair's decision on the question of privilege will be upheld.

Parliamentary Inquiry

5.11.50 A member may ask a question about the rules of procedure relevant to any matter or issue before the Board. The Chair will answer the question if it would assist the member to make an appropriate motion, raise a proper point of order or understand the effect of a motion or ruling. The Chair is not obliged to answer hypotheticals. The Chair may consult with the General Counsel in providing an answer.

5.11.51 The answer provided by the Chair is an opinion and is not subject to appeal. The member may act contrary to the opinion and may then appeal any adverse ruling by the Chair.

Point of Information

5.11.52 A member may ask a question directed to the Chair, or through the Chair to another member, for information relevant to the matter at hand but unrelated to parliamentary procedure.

5.12 Public Participation in Meetings

5.12.1 In keeping with the Board's Policy on Public Consultation, the Board welcomes presentations by individuals and groups. Presentations shall be made in the first instance to the Committee of Whole – Standing.

5.12.2 In order to obtain permission to make a presentation to the Committee of Whole – Standing, the person shall email the Director at least eight working days before the next scheduled meeting of the Committee of Whole – Standing. A presenter to the Committee of Whole – Standing may also be invited to present at a Board Meeting, at the discretion of the Chair of the Board.

5.12.3 Any application submitted to the Director shall be forwarded to the Chair of the Committee of Whole - Standing.

5.12.4 An email requesting permission to present to the Committee of Whole - Standing shall:

(a) State the matter to be discussed;
(b) Include materials intended to be distributed to trustees and/or be presented at the meeting;
(c) Provide the name of any organization or interested party to be represented;
(d) Confirm the authority of the spokesperson.

5.12.5 Any application to present at the Committee of Whole – Standing Committee may be approved at the good faith discretion of the Chair of the Committee of Whole – Standing who shall, in considering whether to grant approval:

(a) Consider if an opportunity for presentation is available through any other public consultation process, which shall be utilized prior to approval being given;

(b) Consider if the matter is a matter within the scope and authority of the Board of Trustees or whether the matter is operational in nature or within the jurisdiction of the Ministry of Education or some other entity;

(c) Consider whether the proposed presentation would be consistent with the Board's commitments and statutory duties and responsibilities under the Education Act, the Ontario Human Rights Code, the Board's Human Rights Policy and/or the Board's Indigenous Education Policy. If there is a concern with the manner in which a proposed presentation is designed or framed, the requester is to be given an opportunity to rectify the issues prior to any denial. If the denial is maintained, the proposed presentation shall nonetheless be circulated to all trustees by email with a summary note as to the nature of the presentation and the basis of the denial. If two or more trustees are concerned about the denial of a proposal, a motion may be brought at the next meeting of the Board for consideration of the presentation and shall reference the summary note but not include the proposed presentation. Provided there is a two thirds majority to have the motion debated, the Chair will declare the motion to be on the floor and it is debatable. Where appropriate, the Board may move into closed session of Committee of the Whole to debate the matter. In the absence of a two thirds majority, the motion is not debatable, and the Chair shall call a vote.

(d) Consider the time available for presentations at a given meeting and whether allowing the proposed presentation will allow the Committee of Whole – Standing sufficient time to conduct its business.

5.12.6 The Chair of Committee of the Whole-Standing shall inform the members of the Board when an application has been denied, including the rationale.

5.12.7 The Chair may waive the eight working days' notice period.

5.12.8 Presenters should use the appropriate format and protocol for presentations, available from the Director's office.

5.12.9 Anyone wishing to make a presentation shall be informed if the issue to be addressed will be discussed at any meeting of the Board or Committee of Whole - Standing prior to her or his opportunity to present.

5.12.10 Presenters shall be limited to speaking not more than 15 minutes including time for questions. At the discretion of the Chair of the Committee of Whole – Standing, this may be extended for a specific amount of time or deferred to a later point in the meeting.

5.12.11 Presenters shall be restricted to topics outlined in the application.

5.12.12 One or more presentations on a topic do not necessarily lead to a Committee of Whole - Standing or Board decision. The topic of a presentation should not be debated by Trustees unless and until it is on an agenda.

5.12.13 Members of the public may also pose questions of a general nature or regarding Board processes to the Board at any regular Board meeting.

5.12.14 The Board encourages questions on a wide variety of topics, while making sure that adequate time is available for regular business. The Chair shall establish time limitations as necessary to achieve these objectives and may group together questions of a similar nature. In order to complete the business of the Board, public question period shall not exceed 30 minutes. Time may be extended in extenuating or special circumstances at the discretion of the Chair or a majority of the Board. Any approved questions not answered at the Board meeting shall be responded to through the website.

5.12.15 The Board reserves the right to deny an individual or party the opportunity to ask a question, or to otherwise limit a question where the question is designed or framed in a manner that would be contrary to the Board's commitments and statutory duties and responsibilities under the Education Act, the Ontario Human Rights Code, the Board's Human Rights Policy and/or the Board's Indigenous Education Policy and Procedures. If there is concern with the manner in which a proposed question is designed or framed, the requester is to be given an opportunity to rectify the issue prior to any denial. If the denial is maintained, the proposed question shall nonetheless be circulated to all trustees by email.

5.12.16 The following procedure applies to public question period:

(a) Before the beginning of the Board meeting, the Questioner shall submit the question in writing through the appropriate form made available on the DDSB website;
(b) The approved question shall be displayed on the screens in the Boardroom;
(c) The Questioner shall be allowed to ask the approved question. At the discretion of the Chair, the Questioner may be prompted if further clarification is required on the answer provided and/or direct the Questioner to the email address to which the question may be submitted;
(d) The Questioner shall have the option to ask their question in-person or virtually subject to availability and at the discretion of the Chair;
(e) The Questioner or, if the Questioner prefers, the Chair, shall read the question;
(f) The question shall be addressed by the Chair who may direct staff to answer;
(g) Questions to individual Trustees or staff will not be addressed at public question period;
(h) Individual Trustees will not respond or comment on questions posed.

SECTION 6: FILLING TRUSTEE VACANCIES

6.1 The Education Act

6.1.1 Section 221 of the *Education Act* provides for the Board to fill a Trustee vacancy by either:

i. Requiring the municipality to hold a by-election, or

ii. appointing a qualified person (as defined in the *Education Act*) to the position, within 90 days of the office becoming vacant. The method of appointment is not specified in the Act.

6.1.2 A by-election may not be held after March 31 in an election year (i.e., within approximately 8 months of a regularly scheduled municipal election). All costs for a by-election are borne by the Board (subsection 7(3) Municipal Elections Act, 1996).

6.2 Vacancy Committee

6.2.1 In the event of a vacancy, the Board shall establish a Vacancy Committee to address the vacancy in accordance with the terms of the Policy on Filling a Trustee Vacancy.

SECTION 7: TRUSTEE DETERMINATION AND DISTRIBUTION

7.1 The Durham District School Board ("DDSB") is a statutory corporation under section 58.5 of the *Education Act*, R.S.0, 1990, C. E.2, (the "*Education Act*"). The Board of Trustees is the governing body of the DDSB. The duties and powers of the Board of Trustees are as set out in the *Education Act*. Decision-making authority rests with the Board of Trustees as a single body, not with individual trustees.

7.2 The number and distribution of elected trustees is determined pursuant to the provisions of the *Education Act* and the regulations thereunder.

SECTION 8: EXECUTION OF DOCUMENTS AND CORPORATE SEAL

8.1 Corporate Seal of the Board

8.1.1 The corporate seal of the Board shall be in the form impressed on the original copy of Bylaws located in the Administrative Offices of the Durham District School Board.

8.2 Signing Authority

8.2.1 The Chair or the Vice-Chair of the Board and the Treasurer shall be authorized to sign cheques and orders for payment of money on behalf of, and in the name of, the Board.

8.2.2 The Treasurer shall be authorized to endorse bills of exchange, cheques, drafts, and orders for payment of money, for deposit to the credit of the Board, and to receive all paid cheques and vouchers, and any documents the bank may have from time to time, belonging to the Board, and to sign the bank's form of settlement and release.

8.2.3 The Treasurer shall be authorized to sign cheques by means of a cheque signing machine and a facsimile of the signatures of the Chair of the Board and the Treasurer.

8.2.4 The Chair of the Board and the Treasurer shall be authorized to sign all necessary bank forms or documents required by the bank to implement the authority granted to them under these Bylaws.

8.2.5 The Treasurer shall be authorized to have printed all the necessary forms required for the banking business of the Board.

Reference Documents

Appendix:
Appendix A: Board Member (Trustee) Code of Conduct

Effective Date
2022-03-22

Amended
2022-09-19
2023-05-15
2023-06-19
2023-10-16
2024-01-22
2024-06-17
2024-09-03
2024-10-21
2025-02-18
2025-03-17
2025-06-16
2026-01-19
2026-03-23