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## BOARD BY-LAWS

Pursuant to the provisions of the *Education Act* and its Regulations, the By-Laws of the Niagara Catholic District School Board shall regulate the powers and responsibilities of the Board, its officers and committees, and shall be observed for the procedure and dispatch of business at the meetings of the Board and its committees.

The By-Laws of the Niagara Catholic District School Board shall be approved by the Board and reviewed bi-annually as directed by the Board or recommended by the Director of Education/Secretary-Treasurer.

Definitions used in these By-Laws and not otherwise defined in the text shall have the meanings set out in the attached Definitions Schedule.

## BOARD ORGANIZATION

The administrative organization of Niagara Catholic District School Board shall be subject to periodic review to ensure that it is designed to meet the needs of the school system.

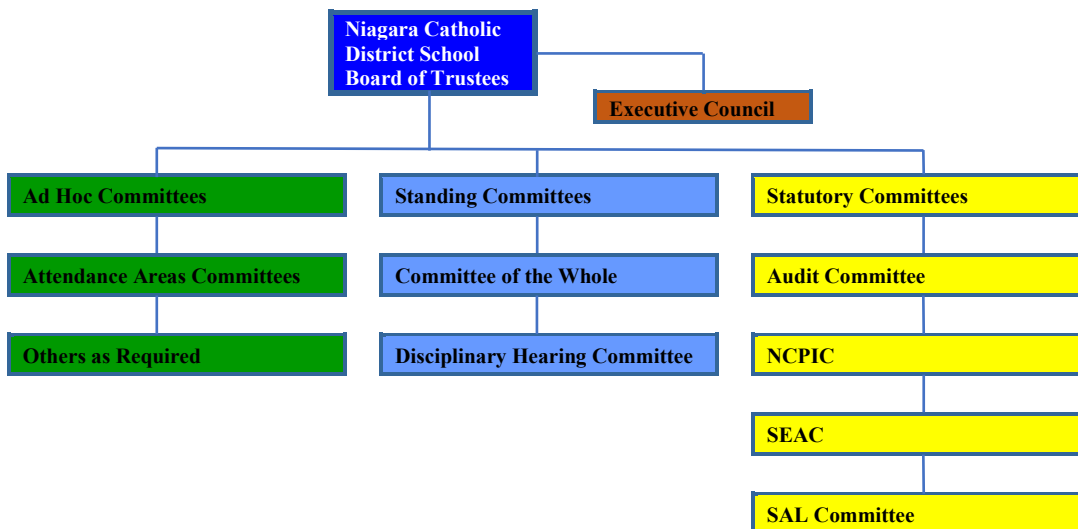
### 1. NAME AND JURISDICTION OF THE BOARD

The name of the Board shall be “Niagara Catholic District School Board” and it shall have jurisdiction as is provided by the *Education Act* and Regulations.

### 2. MISSION STATEMENT

”We are a Christ-centred Catholic faith community that celebrates diversity and fosters spiritual growth, inspiring all to reach their full potential in mind, body and spirit.”

### 3. ORGANIZATION CHART



## 4. STRUCTURE OF THE BOARD

The Structure of the Board, its Sections and its Committees will be set up according to the Organization Chart in Section 3 and the following description.

### i. **Board of Trustees**

The Board shall be composed of all eight (8) Trustees and the two (2) Student Trustees and shall perform duties in accordance with the *Education Act* and its Regulations, Board By-Laws and Governance Policies.

### ii. **Executive Council**

The Executive Council shall be composed of the Chair of the Board, the Vice-Chair of the Board and the Director of Education/Secretary-Treasurer. It shall review and assist with the preparation of the agendas for Committee of the Whole and Board meetings.

### iii. **Committees**

The Board is required by the *Education Act* to have the following Statutory Committees:

- Audit Committee
- Niagara Catholic Parent Involvement Committee (NCPIC)
- Special Education Advisory Committee (SEAC)
- Supervised Alternative Learning Committee (SAL)

In addition, the Board has the following standing committees:

- Committee of the Whole
- Disciplinary Hearing Committee

The Board may also put in place other committees as required from time to time.

### iv. **Terms of Reference**

#### **Audit Committee**

The Audit Committee is a statutory Committee of the Board established annually. The composition and role of the Audit Committee is outlined in the *Education Act* and its Regulations and in particular O. Reg 361/10 – *Audit Committee*.

The Audit Committee assists the Board in fulfilling its duties related to financial governance and oversight. The duties of the Audit Committee fall under the following key areas: the financial reporting process, internal control framework, risk management practices, performance and function of the Board's internal and external auditors and the Board's compliance with its obligations under legislation.

The Audit Committee shall meet at least three (3) times in each fiscal year, plus Ad Hoc meetings as the Chair considers advisable and shall be governed in accordance with section 11 of O. Reg 361/10. At the first meeting of the Audit Committee in each fiscal year, the members of the committee shall elect the Chair of the committee for the fiscal year of the Board from among the members appointed to the committee. If at any meeting of the Audit Committee the Chair is not present, the members present may elect a Chair for that meeting.

The Committee is made up of three (3) trustees and two (2) who are not members of the Board, all as approved by the Chair, Vice-Chair and the Director of Education.

## **Niagara Catholic Parent Involvement Committee (NCPIC)**

The Niagara Catholic Parent Involvement Committee is a statutory Committee of the Board established annually, but prior to November 15<sup>th</sup> of the school year and before the first meeting of the committee in the school year. The composition and role of the Parent Involvement Committee is outlined in the *Education Act* and its Regulations and in particular O. Reg 612/00 - *School Councils and Parent Involvement Committees*.

The purpose of the Niagara Catholic Parent Involvement Committee (NCPIC) is to support, encourage and enhance parent engagement at the Board level in order to improve student achievement and well-being. The NCPIC provides information and advice on parent engagement to the Board; communicates with and supports Catholic School Councils of the Board; and undertakes activities to help parents of pupils of the Board support their children's learning at home and at school.

The NCPIC is comprised of the number of parent members the Board determines appropriate; the Director of Education/Designate; two (2) members of the Board appointed by the Board and the number of community representatives, specified in the By-Laws of the NCPIC. Subject to the By-Laws of the NCPIC, the Board may appoint one (1) elementary principal, one (1) secondary principal, one (1) elementary teacher other than a principal or vice-principal, one (1) secondary teacher other than a principal or vice-principal and one (1) person employed by the Board, other than a principal, vice-principal or teacher.

The NCPIC shall meet at least four (4) times in each school year and shall be governed in accordance with s. 40 of O. Reg 612/00.

## **Special Education Advisory Committee (SEAC)**

The Special Education Advisory Committee is a statutory Committee of the Board established annually. The Special Education Advisory Committee will be responsible to the Board for examining, reviewing and making recommendations, as appropriate, relative to the provision of special education programs and services. The composition and role of the Special Education Advisory Committee is outlined in the *Education Act* and its Regulations and in particular O. Reg 464/97, *Special Education Advisory Committees*.

## **Supervised Alternative Learning (SAL)**

The Supervised Alternative Learning for Excused Pupils Committee is a statutory Committee of the Board established annually. The composition and role of the Supervised Alternative Learning for Excused Pupils Committee is outlined in the *Education Act* and its Regulations and in particular O. Reg 374/10 - *Supervised Alternative Learning And Other Excusals From Attendance At School*.

# **5. OFFICERS OF THE BOARD**

The Officers of the Board shall consist of the Chair, the Vice-Chair of the Board who are elected trustees, and the Director of Education/Secretary-Treasurer, who is the Chief Executive Officer. They shall have such duties as are assigned to them by the *Education Act* and its Regulations, Board By-Laws and Governance Policies.

## 6. DUTIES OF BOARD OFFICIALS

### i. Trustees of the Board

In accordance with the *Education Act* and its Regulations, trustees, in addition to other duties under the *Education Act* and its Regulations, Board By-Laws and Governance Policies, are required to;

- (a) act in the best interest of publicly funded Catholic Education;
- (b) carry out their responsibilities in a manner that assists the Board in fulfilling its duties under the *Education Act*, the Regulations and the guidelines issued under the Act, Board By-Laws and Board Governance Policies;
- (c) attend and participate in meetings of the Board, including meetings of Board committees of which they are members;
- (d) consult with parents, students and supporters of the Board on the Boards Multi-Year Strategic Plan;
- (e) bring concerns of parents, students and supporters of the Board to the attention of the Board;
- (e) uphold the implementation of any Board resolution after it is passed by the Board;
- (f) entrust the day-to-day management of the Board to its staff through the Director of Education;
- (g) promote student achievement and well-being;
- (h) ensure effective stewardship of the Board's resources;
- (i) develop, monitor and evaluate the effectiveness of Governance Policies;
- (j) develop and annually review the Board Multi-Year Strategic plan;
- (k) comply with the Board Code of Conduct Policy as addressed in Section 21 of these By-Laws.

### ii. Chair of the Board

In accordance with the *Education Act* and its Regulations, the Chair of the Board, in addition to other duties under the *Education Act* and its Regulations, Boards By-Laws and Governance Policies, is required to;

- (a) act in the best interest of publicly funded Catholic Education;
- (b) preside over meetings of the Board;
- (c) conduct the meetings in accordance with the Boards procedures and practices for the conduct of Board meetings;
- (d) establish agendas for Committee of the Whole and Board Meetings, in consultation with the Director of Education or the Supervisory Officer acting as the Boards Director of Education;
- (e) ensure that members of the Board have the information needed for informed discussion of the agenda items;
- (f) with the Director of Education, act as spokesperson to the public on behalf of the Board, unless otherwise determined by the Board;
- (g) convey the decisions of the Board to the Director of Education or the Supervisory Officer acting as the Director of Education;
- (h) provide leadership to the Board in maintaining the Board's focus on the Multi-Year Strategic Plan;
- (i) provide leadership to the Board in maintaining the Board's focus on the Boards Mission, Vision and Values;
- (j) serve as an Ad Hoc member of any Board committee;
- (k) be an official signing officer of the Board;
- (l) assume such other responsibilities as may be specified by the Board; and
- (m) perform such duties as are related to their position as a trustee.

ii. **Vice-Chair of the Board**

In accordance with the *Education Act* and its Regulations, the Vice-Chair of the Board, in addition to other duties under the *Education Act* and its Regulations, Boards By-Laws and Governance Policies, is required to;

- (a) act in the best interest of publicly funded Catholic Education;
- (b) act in place of the Board Chair when absent and fulfill the duties of the Chair of the Board
- (c) chair Committee of the Whole and Board Meetings;
- (d) review and assist with the preparation of the agendas for Committee of the Whole and Board meetings, in consultation with the Director of Education and the Chair of the Board;
- (e) perform such duties as determined by the Board or by the Chair;
- (f) perform such duties as are related to their position as a trustee; and
- (g) be an official signing officer of the Board and shall assume all responsibilities and duties of the Chair in the event that the Chair is absent or incapacitated for a period exceeding forty-eight (48) hours.

iii. **Director of Education – Chief Executive Officer**

The Director of Education is the Chief Education Officer and the Chief Executive Officer (CEO) of the Board. The Chief Executive Officer of a Board shall ensure that Board staff comply with the duties under the *Education Act* and its Regulations, Board By-Laws and Governance Policies established by the Board and shall develop and maintain an effective organization and programs required to implement the *Education Act* and its Regulations, Board By-Laws, Governance Policies and Administrative Operational Procedures.

In accordance with the *Education Act* and its Regulations, the Director of Education, in addition to other duties under the *Education Act* and its Regulations, Board By-Laws and Governance Policies, is required to;

- (a) act in the best interest of publicly funded Catholic Education;
- (b) oversee the day-to-day management of the Board through Board staff;
- (c) annually review with the Board the Multi-Year Strategic Plan;
- (d) ensure that the Multi-Year Strategic Plan establishes the Board's priorities and identifies specific measures and resources that will be applied in achieving the priorities and in carrying out its duties under the *Education Act*, in particular, its responsibility for student achievement;
- (e) implement and monitor the implementation of the Multi-Year Strategic Plan; and other reports as required as CEO of the Board or as determined by Executive Council or by Board motion to provide the Board with information to fulfill their duties as trustees and as CEO of the Board;
- (f) report periodically to the Board on the implementation of the Multi-Year Strategic Plan and other reports as required as CEO of the Board and as determined by Executive Council or by Board motion to provide the Board with information to fulfill their duties as trustees and as CEO of the Board;
- (g) act as Secretary to the Board;
- (h) immediately upon discovery, bring to the attention of the Board any act or omission by the Board that in the opinion of the Director of Education may result in or has resulted in a contravention of the *Education Act* or any policy, guideline or regulation made under the *Education Act*; and
- (i) advise the Deputy Minister of Education if the Board does not respond in a satisfactory manner to an act or omission brought to its attention under clause (h).

iv. **Board Officers**

The duties of Board Officers shall be as outlined in the *Education Act* and its Regulations and in the job description and Terms and Conditions approved by the Board from time to time.

## 7. INAUGURAL MEETING OF THE BOARD

i. The Board shall hold its Inaugural Meeting not later than seven days after the day on which the term of office of the board commences on such date and at such time and place as the Board determines and, failing such determination, at 8 p.m. at the head office of the Board on the first Wednesday following the commencement of the term of office. Notwithstanding the foregoing, on the petition of a majority of the members of a newly elected or appointed Board, the appropriate supervisory officer may provide for calling the first meeting of the Board at some other time and date.

ii. The Agenda for the Inaugural Meeting of the Board will be:

**A. ROUTINE MATTERS**

1. Meeting Called to Order – (*Director of Education or Designate*)
2. Land Acknowledgement
3. Opening Prayer (*Bishop of St. Catharines or Designate*)
4. Roll Call
5. Declaration of Conflict of Interest
6. Returns of Election – (*Director of Education*)
7. Declaration of Office and Oath of Allegiance (*Director of Education or Designate*)
8. Election of Chair and Vice-Chair
9. Chair's Remarks
10. Vice-Chair's Remarks
11. Appointment of Board Auditors
12. Board Committees

**B. MOMENT OF SILENT REFLECTION**

**C. ADJOURNMENT**

iii. At the Inaugural Meeting following a municipal election, the Director of Education shall read the returns of the election to the Board as certified to them by the municipal clerks and may request that a Judge attend the Inaugural Meeting to take the Declaration and the Oath of Allegiance as set out in the *Education Act*.

iv. At the Inaugural Meeting following a municipal election, every person elected to the Board shall make and sign the Declaration and the Oath of Allegiance before the Director of Education/Secretary-Treasurer of the Board or before any person authorized to administer an oath unless such requirement was fulfilled prior to the organizational meeting.

v. **Election of Chair & Vice-Chair**

- (a) The members shall elect one of themselves to be Chair at the Inaugural Meeting and at the first meeting after a vacancy occurs in the office of Chair.
- (b) The Director of Education shall name the scrutineers appointed for the election of the Chair and Vice-Chair.
- (c) The election of the Chair shall be by nomination and vote by ballot. The candidate

receiving a clear majority of votes cast by all members present shall be elected but the count shall not be declared. Should no candidate receive a clear majority of votes cast, the candidate receiving the least number of votes shall be dropped and balloting shall be continued in this manner until a majority of ballots cast shall be in favour of one (1) person or an equality of votes results in a tie, in which case one (1) further ballot shall be held. If an equality of votes shall result again, the candidates shall draw lots (straws) to fill the position. The drawing of lots shall be done in alphabetical order and the person who draws the longest straw shall be elected.

- (d) The person elected Chair shall be Chair until the next organizational meeting and shall at once take the chair and preside over the election of Vice-Chair (in the manner set out with respect to the election of the Chair in section (v (c) above) and the further conduct of the meeting. The Chair has the right to vote as any other trustee for the position of Vice-Chair. The person elected Vice-Chair shall be Vice-Chair until the next organizational meeting of the Board.
- (e) Ballots - The scrutineers shall be instructed by resolution to destroy the ballots.

## **8. ANNUAL ORGANIZATIONAL MEETING OF THE BOARD**

- i. Excluding the Inaugural Meeting of the Board, annually, the first Tuesday of December will be designated as the Annual Organizational Meeting unless otherwise determined by the Board.
- ii. At such meeting, at the appointed time, the Director of Education who is the Chief Executive Officer (CEO) or in their absence a person designated by a two-thirds (2/3) majority of the trustees present at the meeting shall preside until the election of the Chair.
- iii. **The Agenda for the Annual Organizational Meeting of the Board will be:**

### **A. ROUTINE MATTERS**

- 1. Meeting Called to Order (*Director of Education or Designate*)
- 2. Land Acknowledgement
- 3. Opening Prayer and Comments (*Bishop of St. Catharines or Designate*)
- 4. Roll Call
- 5. Approval of Agenda
- 6. Declaration of Conflict of Interest
- 7. Election Procedures
- 8. Election of Chair
- 9. Election of Vice-Chair
- 10. Chair's Remarks
- 11. Vice-Chair's Remarks

### **B. COMMITTEE AND STAFF REPORTS**

- 1. Board Committees

### **C. MOMENT OF SILENT REFLECTION FOR LIFE**

### **D. ADJOURNMENT**

- iv. **Election of Chair & Vice-Chair**

- (a) The members shall elect one of themselves to be Chair at the Annual Organizational Meeting.



- (b) The Director of Education/CEO shall name the scrutineers appointed for the election of the Chair and Vice-Chair.
- (c) The election of the Chair shall be by nomination and vote by ballot. The candidate receiving a clear majority of votes cast by all members present shall be elected but the count shall not be declared. Should no candidate receive a clear majority of votes cast, the candidate receiving the least number of votes shall be dropped and balloting shall be continued in this manner until a majority of ballots cast shall be in favour of one (1) person or an equality of votes results in a tie, in which case one (1) further ballot shall be held. If an equality of votes shall result again, the candidates shall draw lots (straws) to fill the position. The drawing of lots shall be done in alphabetical order and the person who draws the longest straw shall be elected.
- (d) The person elected Chair shall be Chair until the next organizational meeting and shall at once take the chair and preside over the election of Vice-Chair (in the manner set out with respect to the election of the Chair in section (iii. (c) above) and the further conduct of the meeting. The Chair has the right to vote as any other trustee for the position of Vice-Chair. The person elected Vice-Chair shall be Vice-Chair until the next organizational meeting of the Board.
- (e) Ballots - The scrutineers shall be instructed by resolution to destroy the ballots.

## **9. REGULAR MEETINGS OF THE COMMITTEE OF THE WHOLE AND BOARD**

### **i. Schedule of Meetings**

All regular Committee of the Whole and Board Meetings will be communicated publicly before the start of the school year. With some exceptions, regular meetings of the Committee of the Whole shall be held on the second Tuesday of the month, except July and August when there shall be no meetings. With some exceptions, the Board Meeting shall be held on the fourth Tuesday of the month, except July and August when there shall be no meetings, unless otherwise decided by the Board or the Director of Education, in consultation with the Chair of the Board. In the event of a change to the posted schedule of meetings, the change will be publicly communicated through the Board's communication process.

### **ii. Agenda Distribution**

A copy of the agenda for regular meetings of the Committee of the Whole and the Board shall be transmitted electronically to Trustees and to Senior Administrative Council through the Director of Education/Secretary-Treasurer of the Board at least two (2) clear days, including Saturday and Sunday, before the time of the meeting.

To the extent possible, agendas with background material will be posted on the Board's website the day before the regular scheduled meetings.

Hard copies of the agenda will also be available for the public in attendance at meetings. Portions of the agenda dealing with In-Camera items shall be distributed only to Board members and if applicable to Supervisory Officers.

### **iii. Physical Presence**

The Chair or designate, the Vice-Chair or designate and the Director of Education/Secretary to the Board or designate must be physically present at all public (open) and in-camera (closed)

sessions of the Board Meeting in the Board Room or at a site otherwise determined by the Board.

The Chair or designate, the Director of Education or designate and at least one (1) other Trustee must be physically present at all public (open) and in-camera (closed) sessions of an electronic meeting of the Board Meeting in the Board Room or at a site otherwise determined by the Board. All Trustees must be physically present for at least three (3) public (open) meetings of the Board for any 12 month period beginning November 15th.

**iv. Amendment of Agenda**

The agenda may be amended at the opening of the meeting with the consent of the majority of the trustees present at the meeting.

**v. Trustee Absences and Attendances at Meetings**

Trustees are expected to attend all Board meetings and all meetings of Board committees of which they are members, either physically or through electronic means. A member of the Board who participates in a meeting through electronic means in compliance with. Reg 463/97 – *Electronic Meetings and Meeting Attendance*, is considered to be present at the meeting. (Reference Board Policy: 100.8 – Electronic Meetings Board and Committees)

A trustee who is unable to attend a scheduled Board meeting must request that the Board excuse them at that Board meeting, by so requesting through the Director of Education/Secretary-Treasurer of the Board. Trustees excused from a Board meeting will be marked as excused in the official minutes of the Board.

A trustee, who, prior to the adjournment of a meeting, have excused themselves or depart at any time during a Board meeting for the remainder of the meeting, will have the time of departure noted in the official minutes of the Board.

Trustees who are not excused from attendance at a Committee of the Board or a Board meeting or fail to notify the Director of Education/Secretary-Treasurer of the Board or designate if unable to attend a Committee of the Board or Board meeting will be marked as absent in the official minutes of the Committee of the Board or Board meeting.

Subject to any exemptions identified in O. Reg 463/97, a trustee must be physically present in the meeting room of the Board for at least three regular meetings of the Board during each 12-month period. A trustee will lose his or her seat for being absent for three (3) consecutive meetings of the Board, including special meetings of the Board, without being authorized as entered in the minutes.

Trustees are required to notify the Director of Education/Secretary-Treasurer of the Board if unable to attend a Committee of the Whole or a Board meeting.

**vi. Closing Hour of Meeting**

The Board and all its committees shall not remain in session later than 9:30 p.m. unless a time is otherwise determined by a 2/3 majority of the trustees present at the time such determination is made.

**vii. Presiding Officer**

In the absence of the Chair, the Vice-Chair shall preside. In the absence of both the Chair and the Vice-Chair, the Director of Education/Secretary-Treasurer of the Board shall call the meeting to order and if there is quorum the Director of Education/Secretary-Treasurer shall

request that the trustees present at the meeting appoint a Chair for the meeting by a vote of the trustees present at the meeting. In the case of an equality of votes at the election of a Chair, the candidates shall draw lots to fill the position of Chair.

In the absence of the Vice-Chair, the Chair will select the Vice-Chair to preside with the Chair.

In the absence of the Director of Education/Secretary-Treasurer from any meeting, the Chair or other member presiding may appoint any member or other person to act as secretary for that meeting.

## 10. SPECIAL MEETINGS OF THE BOARD

Special meetings of the Board shall be held by order of the Board, on the written request of three (3) trustees, to the Chair or the Director of Education, on the call of the Chair, or at the request of the Director of Education. The trustees shall be given a twenty-four (24) hour notice for special meetings except in emergency situations. Such meetings shall be called for specific reasons. Such subjects shall be stated in the notice calling the meeting. Notwithstanding any other provisions to the Boards By-Laws, no other business shall be considered at a special meeting other than the subjects stated in the notice.

## 11. ELECTRONIC MEETINGS OF THE BOARD

The Chair or designate, the Director of Education or designate and at least one (1) other trustee must be physically present at all public (open) and in-camera (closed) sessions of an electronic meeting of the Board in the Board Room or at a site otherwise determined by the Board.

At the request of a trustee or student trustee to join any meeting electronically, the Board shall provide the appropriate technology to ensure that two way communication is available for trustee participation in the meeting. A written request to join electronically shall be made to the Director of Education a minimum of forty-eight (48) hours (excluding weekends or holidays and Special Board meetings) prior to the date of the meeting. At the discretion of the Chair, failure to notify the Director within the minimum timeframe may result in the Trustee being marked as an unexcused absence. However, all trustees must be physically present for at least three (3) public (open) meetings of the Board for any 12 month period beginning November 15th.

Subject to any condition or limitations provided for under the *Education Act* or its Regulations, a member of the Board who participates in the full Committee of the Whole meeting, Board meeting or Committee meeting through electronic means shall be deemed to be present at the said meeting for the purposes of every *Act* and shall be recorded as being in attendance, electronically, in the minutes of the meeting. (Reference Board Policy: 100.8 – Electronic Meetings (Board and Committees).

A trustee or student trustee will be entitled to vote on any matter on which they are eligible to vote.

## 12. QUORUM

- i. At all meetings of the Board, the presence of a majority of all trustees constituting the Board shall be necessary to form a quorum.
- ii. At meetings of all Committees of the Board the presence of a majority of all trustees constituting the committee shall be necessary to form a quorum.

- iii. Trustee attendance at Board and Committee meetings and notification of absence is dealt with under Trustee Absence and Attendance at Meetings within these By-Laws (Section 9 Sub v).
- iv. Where required, alternates to Board Committees will be determined at the time of selection to Board Committees, recorded in the minutes and posted on the Board Committee Membership Form. Alternates have all rights and privileges as the appointed trustee.
- v. Only Board approved alternates may represent the Board on Board Committees and participate on Board committees.
- vi. Unless there is a quorum present within thirty (30) minutes after the time appointed for the start of the meeting, the Director of Education/Secretary-Treasurer of the Board or Chair of the Board Committee shall record the names of those present, the time of adjournment, and the Board and its Committees shall stand adjourned.
- vii. Board appointed ex-officio members of committees are not to be considered in the count for a quorum but, if present, have the right to vote.

### 13. RIGHT OF THE PRESIDING OFFICER TO VOTE

The presiding officer, except where he or she is the Chief Executive Officer and is not a trustee, may vote only once with the other members of the Board upon all motions, and any motion on which there is an equality of votes is lost. The presiding officer shall be recorded as voting yea, nay or abstaining on a recorded vote.

### 14. ACCESS TO MEETING

- i. The meetings of the Board, and meetings of committees of the Board, including the Committee of the Whole, shall be held on regular meeting dates, and shall be open to the public, except when the subject matter under consideration involves:
  - (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 their parent or guardian;
  - (c) the acquisition or disposal of a school site;
  - (d) decisions in respect of negotiations with employees of the Board;
  - (e) litigation or possible litigation affecting the Board; or
  - (f) an ongoing investigation under the *Ombudsman Act* respecting the Board.
- ii. To the extent possible all public meetings will be live streamed and accessible to the public during the meeting. All in-camera meetings may also be recorded but not accessible to the public unless challenged by the Ombudsman.
- iii. The presiding officer shall expel or exclude from any meeting any person(s) who is demonstrating improper conduct at the meeting.

### 15. ACCESS TO RECORDS

Any person may, at all reasonable hours, at the head office of the Board (Catholic Education Centre, 427 Rice Road, Welland, Ontario), inspect the minute book, the audited annual financial report and the current accounts of the Board and, upon written request of any person and upon the payment to the Board at the rate in compliance with legislation or at such lower rate as the Board

may fix, the Director of Education/Secretary-Treasurer of the Board shall furnish copies of them or extracts therefrom certified under their hand in accordance with the *Freedom of Information and Protection of Privacy Act* and all relevant legislation and regulations.

## 16. DELEGATIONS

- i.
  - (a) Any Niagara Catholic School supporter (a “Delegation”) may request to address or ask questions of the Board.
  - (b) The Delegation or individual must provide the request in writing to the Director of Education or the Chair of the Board, at least 6 (six) business days prior to the next regular meeting of the Board at which the Delegation may be heard.
  - (c) The decision to allow the Delegation rests with Executive Council.
  - (d) The request shall contain the topic to be discussed or questions to be asked and the identity of the Spokesperson(s).
  - (e) Copies of the complete presentation shall be shared with the Board or Committee at the same time that the agenda is distributed.
  - (f) In any case, the subject matter of the Delegation will not be discussed nor will a decision be made at the meeting at which the presentation is made.
  - (g) Following the presentation by the Delegation, questions of clarification only will be allowed by the Chair.
  - (h) A Delegation’s presentation will be limited to ten (10) minutes with a ten (10) minute question period following. Amendments as to the length of time and the number of delegations are at the discretion of the Chair.
  - (i) In Camera rules shall apply to Delegations of an In Camera nature.
  - (j) The person or persons wishing to address the Board, Section or Committee shall be notified of the date, time and location of the meeting at which the presentation may be made.
  - (k) Delegations will upon notification have these regulations shared with them prior to their presentation.
- ii. Notwithstanding the above, the Board retains discretion to decide all matters concerning Delegations. Decisions however, will not be discussed nor decided at the meeting at which the presentation is made.

## 17. OPEN QUESTION PERIOD

The purpose of the Open Question Period is to allow members of the Catholic school supporting public to ask about items on that night’s public agenda, and the Board to answer.

- i. Questions shall be submitted in writing to the Chair or Director of Education/Secretary-Treasurer to the Board prior to 12:00 p.m. on the day of the Board meeting. The submission must include the name, address and telephone number of the questioner.
- ii. The Director of Education or designate will validate that the individual submitting the question is a member of the Catholic school supporting public through the Municipal Property Assessment Corporation.
- iii. The Chair will determine the validity of the questions.
- iv. The Open Question Period will last a maximum of fifteen (15) minutes. The Chair will attempt to provide a response or direct the question to another trustee or to the Director of Education. If no immediate response can be provided, a verbal response will be communicated by the Board to the questioner at the earliest possible date, through the Director of Education as Secretary to the Board. Copies of any written responses to question will be added to the minutes of the subsequent regular Board meeting.

## **18. ORDER OF BUSINESS**

### **THE ORDER OF BUSINESS FOR THE COMMITTEE OF THE WHOLE SHALL BE AS FOLLOWS:**

- A. Routine Matters**
  - 1. Opening Prayer
  - 2. Roll Call
  - 2. Approval of Agenda
  - 4. Declaration of Conflict of Interest
  - 5. Approval of Minutes of Board Meeting
  - 6. Consent Agenda Items
- B. Presentations**
- C. Governance Policies**
- D. Committee and Staff Reports**
- E. Information**
- F. Other Business**
- G. Business In-Camera**
- H. Report on the In Camera Session**
- I. Adjournment**

### **THE ORDER OF BUSINESS FOR BOARD MEETINGS SHALL BE AS FOLLOWS:**

- A. Routine Matters**
  - 1. Land Acknowledgement
  - 2. Opening Prayer
  - 3. Roll Call
  - 4. Approval of Agenda
  - 5. Declaration of Conflict of Interest
  - 6. Approval of Minutes of Board Meeting
  - 7. Consent Agenda Items
- B. Delegations**
- C. Presentations**
- D. Committee and Staff Reports**
- E. Trustee Items, Open Question Period & Other Business**
- F. Notices of Motion**
- G. Business In Camera**
- H. Report on the In Camera Session**

- I. **Future Meetings and Events**
- J. **Moment of Silent Reflection for Life**
- K. **Adjournment**

## 19. COMMITTEE MEETINGS

- i. Only members of a committee are required to attend that committee's meeting. All members of the Board shall receive notice, agenda, and minutes of all committee meetings. All Board members shall be permitted to attend committee meetings and may take part in discussion, but only appointed trustees of the committee shall have voting power.
- ii. In dealing with committee reports at the Board meeting, it shall be the prerogative of the Chair to rule on a request by a trustee to have the recommendations dealt with item by item or as a whole.
- iii. Committee reports shall be considered public documents, except the reports and minutes presented to the In-Camera session.
- iv. In accordance with the *Education Act*, In-Camera agenda items and minutes may only involve:
  - (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 their parent or guardian;
  - (c) the acquisition or disposal of a school site;
  - (d) decisions in respect of negotiations with employees of the Board;
  - (e) litigation or potential litigation affecting the Board; or
  - (f) an ongoing investigation under the *Ombudsman Act* respecting the Board.
- v. All committees shall be established by Board resolution. The Chair, in consultation with the Vice-Chair, shall, by the Board meeting following the meeting at which a committee is established, appoint members to Board committees, excluding the Committee of the Whole, which is made up of all trustees.

- (a) **Committee of the Whole**

All trustees and the Director of Education/Secretary-Treasurer are members of this committee. The Vice-Chair of the Board chairs the Committee of the Whole meeting. In the absence of the Vice-Chair, the Chair shall preside. In the absence of both the Chair and the Vice-Chair, trustees present at the meeting shall appoint a Chair for the meeting by a two-thirds (2/3) majority of the trustees present. The Chair will select the Vice-Chair to preside with the Chair.

Regular meetings of the Committee of the Whole shall be held on the second (2<sup>nd</sup>) Tuesday of the month (except July and August) unless otherwise decided by the Board.

As a standing item of the Committee of the Whole, the committee members shall consider the areas in which policy formation and/or review is desirable. (Reference Board Policy 100.5, The Establishment and Cyclical Review of Policies).

- (b) **Ad-Hoc Committees**

The Board may establish Ad-Hoc committees as required. The establishing motion shall indicate the specific mandate of the committee, the membership of the committee, and

the due date of the final report. All Ad-Hoc committees shall require a new Board motion at the yearly organizational meeting of the Board. The Chair of the Ad-Hoc committees shall be elected at the first meeting of the committee by the members of the committee held after the Annual Organizational Meeting of the Board.

- vi. Meetings of a committee shall be called by the Chair of the committee. If the Chair of a committee neglects to call meetings, it is the duty of the committee to meet on the call of any two (2) of its members. All meetings shall be called or cancelled through the Office of the Director of Education. In the absence of the Chair, providing there is a quorum, the members will elect an interim Chair.
- vii. The Chair of the Board shall be an ex-officio member of all committees of the Board. Ex-Officio members of committees are not to be considered in the count for a quorum but, if present, have the right to vote (By-Laws Section 12 Sub vii). The Chair may delegate some of the ex-officio duties to the Vice-Chair of the Board.

## 20. RULES OF ORDER

- i. Any of these By-Laws may be temporarily suspended by a vote of three-quarters (3/4) of the members present at a duly constituted Board meeting. The By-Laws shall not be repealed, altered, or amended without a minimum of one (1) month's previous notice in writing having been given to the Committee of the Whole or the Board of the intended alteration or amendment.
- ii. Temporary suspension of any of these By-Laws shall be active for a specified period not to exceed two (2) months in any one (1) calendar year.
- iii. Whenever an adjournment takes place in consequence of there not being a quorum present, the time of adjournment and the names of the members present shall be entered in the records of the Board.
- iv. The Chair or other presiding officer shall preserve order and decorum and decide upon all questions of order.
- v. In the absence of the Chair and Vice-Chair for any cause, the Board may, from the members present, appoint a presiding officer who, during such absence, shall have the powers of the Chair of the Board.
- vi. The Chair may participate in any debate or discussion from their position as Chair. Should the Chair elect to vacate the chair to take part in any debate or discussion or for any other reason, they shall call upon the Vice-Chair or in their absence one (1) of the members to fill their place until they resume it. The right of the Chair to vote is outlined in Section 13 of these By-Laws.
- vii. Where a question is before the Board, the mover may speak first and the seconder may speak next, and the Chair will attempt to allow each person wishing to speak the opportunity to speak once before any member may speak for a second time. The mover also has the prerogative to be the last speaker before the question is decided and the seconder shall be the penultimate speaker.
- viii. No member shall speak for more than a total of fifteen (15) minutes or more than three (3) times (not to exceed five (5) minutes each time) on the same question without the permission of the Chair of the Board.



- ix. Any decisions of the chair can be appealed as per Roberts Rules

## 21. MOTIONS AND DEBATE

In all cases not provided for by these By-Laws, the rule and practice of the most recent edition of “Robert’s Rules of Order” shall govern so far as applicable.

- i. All motions shall be recorded in the minutes of the meeting in which it is presented and discussed and shall be seconded before being stated by the Chair, whereupon the Chair shall ask if there is any future discussion on the motion, before the vote.
- ii. When a motion has been stated by the Chair, it shall be open to debate and shall be disposed of only by a vote, unless the mover, by permission of the seconder, withdraws it, in which case such motion shall not appear in the minutes of the meeting.
- iii. Any trustee of the Board may require the question under discussion to be read at any part of the debate, but not so as to interrupt a speaker.
- iv. A member, prior to speaking to any question or motion, shall address the Chair. The member shall confine remarks to the question at hand.
- v. When two (2) or more members wish to speak at the same time, the Chair shall name the member who is to speak.
- vi. No member shall be interrupted while speaking, except in a case where the member is called to order by a member for a transgression of rules of the Board, in which case the member shall remain silent until the point of order has been decided by the Chair.
- vii. Where a member wishes to make a point of order or to seek clarification, they should so indicate in addressing the Chair and the Chair will rule on such matters before the next speaker is allowed to speak.
- viii. When the question under consideration contains two (2) or more distinct propositions, any particular proposition upon the request of any member, shall be considered and voted upon separately.
- ix. If it is desired to defer action on a question until a particular time, the proper motion to make is “to postpone it to that time”. This motion allows limited debate, which must be confined to the propriety of the postponement to that time; it can be amended by altering the time, and this amendment allows the same debate.
- x. Whenever a motion has been made and seconded, it is the duty of the Chair, if the motion is in order, to state the question, so that the members may know what question is before them.
- xi. In stating the question on an amendment, the Chair should read the passage to be amended; the words to be struck out, if any, the words to be inserted, if any; and the whole passage as it will stand if the amendment is adopted.
- xii. The motion to adjourn is not debatable, it cannot be amended, or have any other subsidiary motion applied to it; nor can a vote on it be reconsidered.
- xiii. If a trustee does not put new motions or amendments in writing for the Chair, the motion, as stated by the Chair and recorded by the secretary, shall be the motion.

(a) **Amendment(s) to Motion**

An amendment may be in any of the following forms:

- (i) to “add” or “insert” certain words or paragraphs;
- (ii) to “strike out” certain words or paragraphs, and if this fails it does not preclude any other amendment than the identical one that has been rejected;
- (iii) to “strike out certain words and insert others,” which motion is indivisible, and if lost does not preclude another motion to strike out the same words and insert different ones;
- (iv) to “substitute” another resolution or paragraph on the same subject for the one pending;
- (v) to “divide the question” into two (2) or more questions as the mover specifies, so as to get a separate vote on any particular point or points;
- (vi) if an amendment is defeated, vote on the motion. If an amendment is carried, vote on the amended motion.

(b) **Notice of Motion**

A member of the Board must give notice of motion in writing so that it appears on the agenda of the meeting at which the notice of motion is presented, if they wish to:

- (i) repeal or make permanent amendment to any of the Board By-Laws;
- (ii) recommend an action which has not been considered and recommended to the Board by a committee of the Board;
- (iii) consider a matter by the Board without reference to a committee.

(c) **Regulations - Notice of Motion**

- A Notice of Motion shall not be discussed or seconded at the meeting at which it is initially presented.
- Before any discussion shall take place at the meeting at which a Notice of Motion is presented as a proposed Board motion / resolution, a trustee must second it.
- The number of Notices of Motion which are presented as proposed Board motions / resolutions at any single meeting shall be limited in number at the discretion of the Chair.
- Notices of Motion which are not presented for discussion as proposed motions / resolutions at the meeting, shall be presented at the next regular meeting.
- Notices of Motion which require reports, or information, shall be presented to the Board without any written reports by the Director of Education. The Director of Education or Delegate, may be permitted to make oral statements relating to these Notices of Motion at the time of presentation.
- The Director of Education or Delegate may make written reports and/or recommendations supporting or opposing Notices of Motion, when they are presented as Motions, and which if carried will require direct action by the Board or its officials.

(d) **Reconsideration of a Motion**

- An adopted motion can be re-visited, provided that it (or the parts that the Board wishes to change or cancel) was not acted upon.
- Adopted Motion: An adopted motion that was not acted upon can be brought back for consideration at the same meeting, by majority vote. The motion to reconsider must be made by a trustee who voted in favor of the motion. If the motion to

reconsider is adopted, the motion to which it applies is re-opened for debate and a new vote.

- Defeated Motion: A defeated motion can be brought back for consideration at the same meeting if the trustees, by a majority vote, agree to do so. Only a member who voted against the motion may make the motion to reconsider in this case.

## 22. VOTING

### (a) Voting by ballot for the Election of the Chair and Vice-Chair of the Board

- i. Voting by ballot will only take place for the election of the Chair and Vice-Chair of the Board.
- ii. The Director of Education should appoint two (2) or more persons to conduct the vote by distributing, collecting and counting the ballots. Following the voting by ballots, the Director of Education will announce the vote publicly. The Chair will move to destroy the ballots.
- iii. Trustees electronically attending the Inaugural or Annual Organizational Meeting of the Board may cast their vote by communicating their decision electronically through a private communication link with the Board solicitor (or designate) as determined by the Board solicitor. The Board solicitor (or designate) shall be present physically at the meeting and will cast the communicated decision of the trustee by ballot with the other ballots casted by trustees present at the Board meeting. Trustee(s) joining electronically for the Inaugural or Annual Organizational Meeting of the Board and requesting to cast their vote electronically are to provide the Director of Education, Secretary to the Board 48 hours of advanced notice to make the necessary arrangements with the Board Solicitor or designate.

### (b) Recorded Vote

Each member's vote shall not be recorded upon any motion unless requested by a member before the Chair calls upon the members to vote upon the question. Provided a request is made in the manner herein before mentioned, the names of those who vote in favour of the question, those who vote in opposition and those who abstain, shall be entered upon the minutes. Any member may request that their individual vote be recorded either before or after the Chair calls the question.

## 23. CONFLICT OF INTEREST

Any Conflict of Interest shall be declared and dealt with in accordance with the *Municipal Conflict of Interest Act*, these By-Laws and the Code of Conduct Policy.

## 24. CODE OF CONDUCT

All Trustees are required to be in full compliance with the Code of Conduct Policy as approved by the Board. The Board approved Code of Conduct Policy for Trustees is in compliance with the *Education Act*.

*Code of Conduct is addressed in the Niagara Catholic District School Board Trustee Code of Conduct Policy (100.12).*

## DEFINITIONS SCHEDULE

For this By-Law and all other By-Laws of the Board unless the context otherwise requires: Words

importing gender shall include all genders;

A reference to a statute, refers to that statute, and any regulations or rules issued thereunder, as amended, supplemented or replaced from time to time;

“**Annual Organizational Meeting**” means the meeting at which the Chair of the Board and the Vice-Chair of the Board are elected and members of committees are appointed in each year other than a year in which an inaugural meeting is held;

“**Board**” for the By-Laws means the Board of Trustees of the Niagara Catholic District School Board and, where the context requires, means the NCDSB;

“**Committee**” includes any committee or subcommittee of the Board established under this By-Law;

“**Committee of the Whole**” for the purposes of this By-Law references in the Act to a Committee of the Whole or of the whole board are to situations when the trustees meet as a body but not as the Board. All trustees are members of the Committee of the Whole as described in more detail in section 17(v);

“**Director of Education**” means the Director of Education, who is also the Chief Executive Officer of the Niagara Catholic District School Board as well as the Secretary-Treasurer;

“**Education Act**” and “**Act**” means the Education Act, R.S.O. 1990, c.E.2, and includes, where the context requires, the Regulations enacted thereunder;

“**Inaugural Meeting**” means the meeting at which the Chair of the Board and the Vice-Chair of the Board are elected and members of Committees are appointed in the year after a municipal election;

“**Meeting**” includes a meeting of the Board and a meeting of a Committee;

“**Multi-Year Strategic Plan**” means the plan developed by the Board in accordance with Article 2.1.6;

“**Municipal Elections Act**” means the *Municipal Elections Act*, 1996, S.O. 1996, c.32 and includes, where the context requires, the Regulations enacted thereunder;

“**NCDSB**” means the Niagara Catholic District School Board;

“**Policies**” means the governance policies put in place by the Board from time to time;

“**Roll Call**” means taking attendance by the Chair of the meeting by way of calling out the names of the Trustees;

“**Statutory Committee**” means any committee that, by law, the Niagara Catholic District School Board is required to establish;

“**Student Trustee**” means a secondary school student, elected by a student body, to represent the interest of students in the last two (2) years of the intermediate division and students in the senior division of the Niagara Catholic District School Board;

“**Trustee**” means a person elected, acclaimed, or appointed to the office of trustee of the Board of Trustees according to the provisions of the *Education Act* or the *Municipal Elections Act*;

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