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**SUPERIOR-GREENSTONE
DISTRICT SCHOOL BOARD**

BYLAWS

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38 **P R E A M B L E**

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40 **A. PURPOSE**

41
42 The following organizational bylaws are established by the Superior-
43 Greenstone District School Board for the orderly dispatch of its business
44 by board members and staff.

45
46 These bylaws shall be subject to the provisions of any Statute or
47 Regulation of the Province of Ontario and in the event of any conflict, the
48 statutory provisions shall prevail.

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51 **B. NAME OF THE BOARD**

52
53 The name of the Board shall be SUPERIOR-GREENSTONE DISTRICT
54 SCHOOL BOARD.

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56
57 **C. JURISDICTION**

58
59 The area served by the Board shall be as delineated by Government
60 Regulation and as it may be altered by Regulation from time to time.

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62
63 **D. BOARD STATUS**

64
65 Pursuant to section 58.5(1) of the *Education Act*.

66
67 "Every district school board is a corporation and has
68 all the powers and shall perform all the duties that are
69 conferred or imposed on it under this or any other
70 Act".

71
72 But, pursuant to section 58.6 of the *Education Act*.

73
74 "A district school board shall be deemed to be a local
75 board and a school board for the purposes of the
76 *Municipal Elections Act, 1996*".

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**BYLAWS
OF THE
SUPERIOR-GREENSTONE DISTRICT SCHOOL BOARD**

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ARTICLE I - Name

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The name of this Board shall be SUPERIOR-GREENSTONE DISTRICT SCHOOL BOARD.

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ARTICLE II - Purpose

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The purpose of the Superior-Greenstone District School Board shall be to inspire students to succeed and make a difference.

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ARTICLE III - Definitions

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Section 1. Definitions

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1.1 *“Act”* means the *Education Act*, Revised Statutes of Ontario, as amended from time to time.

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1.2 *“Ad Hoc Committee”* also referred to as a special committee, means a committee established by the Board, as the need arises, to consider a specific, assigned matter, and report back thereon to the Board by a fixed date.

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1.3 *“Administrative Officers”* means the Director of Education as Secretary of the Board and the Superintendent of Business as Treasurer of the Board.

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1.4 *“Appointed Members”* means members appointed by the Board to sit as members with full or partial rights and to include (a) First Nations representative(s) and (b) Student Trustee(s).

1.5 *“Board”* means the Superior-Greenstone District School Board.

1.6 *“Board Officers”* means the Chair, Vice-Chair, Secretary and Treasurer of the Board.

1.7 *“Bylaws”* means the document that contains an organization’s own basic rules relating principally to itself as an organization, rather than to the parliamentary procedure it follows.

1.8 *“Chair”* means the Chair of the Board.

1.9 *“Committee Chair”* means a Chair of a committee of the Board.

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- 1.10** *“Committee of the Whole”* means the Board meeting as a whole within the rules and regulations of a committee and open to the public unless, in accordance with the *Education Act*, the subject matter under consideration permits the meeting to be closed to the Public (“In-Camera”).
- 1.11** *“Director”* means Director of Education, Secretary of the Board and its Chief Executive Officer.
- 1.12** *“Elected Board Officers”* means the Chair and Vice-Chair of the Board.
- 1.13** *“Ex-Officio”* refers to a member who is permitted to act by virtue of office, with the right, but not the obligation, to participate in the proceedings of the committee, and is not counted in determining the number required for quorum or whether a quorum is present at a meeting.
- 1.14** *“Majority”* means more than half.
- 1.15** *“Majority vote”* (unqualified) means more than half of the votes cast by persons entitled to vote, excluding blanks or abstentions, at a regular or other properly called meeting.
- 1.16** *“Member”* means a Trustee, elected or appointed, of the Board.
- 1.17** *“Notice”* means the written announcement at the preceding meeting of a proposal to be brought before the Board at the following meeting or a special meeting called for the purpose to address the proposal.
- 1.18** *“Quorum”* means the number or proportion of members that must be present at a meeting of an organization to enable it to validly transact business.
- 1.19** *“Standing Committee”* means a committee established by the Board to consider, on an ongoing basis, a specific, fixed area of the Board’s operations.
- 1.20** *“Statutory Committee”* means any committee established by requirement of statute or regulation.
- 1.21** *“Sub Committee”* means any subcommittee established by a committee of the board (except a committee of the whole) which is responsible to and reports to the committee and not to the Board.
- 1.22** *“Vice-Chair”* means the Vice-Chair of the Board.

180 **ARTICLE IV - Members**

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183 **Section 1. Elected Trustees**

184
185 Elected Trustees are elected at a regular election in accordance with the
186 *Municipal Elections Act, 1996.*

187
188 **Section 2. First Nations Representative**

189
190 The First Nations Representative(s) is appointed to the board to represent the
191 interests of the First Nation students and is deemed to be an elected member of
192 the board, with all the rights, privileges and responsibilities of any other member
193 in accordance with the *Education Act.*

194
195 **Section 3. Student Trustee**

196
197 The Student Trustee is a pupil(s) enrolled in the senior division of a school of the
198 board and elected by his or her peers in accordance with the *Education Act.*

199
200 Once elected, the Student Trustee attains a limited membership and term of
201 office as outlined in the *Education Act* and referenced in Appendix C Regular
202 Meetings.

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205 **ARTICLE V - Officers**

206
207 **Section 1. Elected Board Officers**

208
209 The elected board officers shall be a Chair and a Vice-Chair of the Board. These
210 officers shall serve for a term of one year and until their successors are elected.

211
212 **Section 2. Administrative Officers**

213
214 The Secretary of the Board shall be the Director of Education in accordance with
215 the *Education Act.*

216
217 The Treasurer of the Board shall be the Superintendent of Business.

218
219 **Section 3. Duties of Officers**

220
221 Officers shall perform duties as outlined in the *Education Act*, Provincial
222 Regulation, Board Policy and Procedures, and as prescribed in these bylaws,
223 special rules of order, and the parliamentary authority adopted by the Board as
224 well as those outlined in Appendix F, Code of Conduct for Trustees.
225

226 Matters or procedures not specifically described in these bylaws, special rules of
227 order, the adopted parliamentary authority, or procedures outlined in the attached
228 appendices, shall be handled in a manner established by the Chair subject to
229 unanimous consent or, if any objection, a majority vote. Any such procedure will
230 be in effect only until the matter at hand is disposed of.

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233 **ARTICLE VI - Meetings**

234

235 **Section 1. Regular Meetings**

236

237 Regular Meetings of the Board shall be held as determined by Board resolution
238 at the Annual Organizational meeting, stipulating the date, time, and location of
239 such meetings.

240

241 Due to extenuating circumstances, the Chair in consultation with the Director,
242 may cancel, reschedule, or relocate a meeting when deemed necessary,
243 provided as much notice as possible is provided to members.

244

245 **Section 2. Annual Organizational Meeting**

246

247 The Annual Organizational Meeting of the Board for the second, third and fourth
248 years of a Board's term of office shall be held no later than the first seven (7)
249 days of December at the Board's Head Office, unless the Board otherwise
250 directs.

251

252 The Annual Organizational Meeting shall be for the purpose of electing officers
253 and electing board members to committees and for any other items of business
254 deemed necessary.

255

256 **Section 3. Inaugural Meeting**

257

258 The Inaugural Meeting of a newly elected Board shall be held no later than the
259 first seven (7) days of December at the call of the Board Secretary and according
260 to the *Education Act*.

261

262 This meeting shall be held at the head office of the Board in Marathon, Ontario
263 unless extenuating circumstances require otherwise.

264

265 **Section 4. Special Meetings**

266

267 Special Meetings of the Board may be held at the call of the Chair, in consultation
268 with the Director, or on the written request submitted to the secretary of not less
269 than a majority of the Members of the Board.

270

271 The purpose of the special meeting shall be stated in the call, which shall be sent
272 to all members. Only business stated in the call shall be transacted.

273

274 **Section 5. Quorum**

275

276 Quorum for Regular, Inaugural, Annual, or Special meetings of the Board shall be
277 a majority of the members of the Board, excluding the Student Trustee.

278

279 **Section 6. Notice of Meetings**

280

281 The notice of meetings shall be a minimum of five (5) days whenever possible.
282 Notice, along with an agenda and supporting materials shall be forwarded to
283 members prior to the holding of any meeting. Under extenuating circumstances
284 notice may be waived.

285

286 **Section 7. Electronic Meetings**

287

288 It shall be possible and permitted for members, including appointed members,
289 upon request to the Secretary of the Board, to participate using electronic means,
290 so long as all members can simultaneously participate in the meeting and as
291 outlined in Board Policy and Provincial Regulations. Electronic means must
292 allow for secure two-way communication for any in-camera meetings.

293

294 Despite the availability of electronic meetings, attendance must comply with the
295 provisions outlined in the *Education Act*.

296

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298

ARTICLE VII - Elections

299

300 **Section 1. Elections**

301

302 All elections shall be conducted by ballot according to the balloting procedures
303 outlined in Appendix B, Election Procedures. If only one person is nominated or
304 elects to stand for a position, that member shall be declared elected by
305 acclamation.

306

307 **Section 2. Election Procedures**

308

309 The procedures at an Inaugural Meeting and succeeding Annual Organizational
310 Meetings shall be in accordance with the *Education Act* and election procedures
311 as outlined in Appendix B, Election Procedures.

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ARTICLE VIII - Committees

Section 1. Statutory Committees

Statutory Committees are established under Provincial Regulations and have mandates, composition, and terms of reference as required by the Regulations.

Statutory Committees of the Board include the Special Education Advisory Committee (SEAC), Parent Involvement Committee (PIC), Audit Committee, and Supervised Alternative Learning Committee (SAL).

Section 2. Standing Committees

Standing Committees may be established by the Board and comprised of Board members as well as non-members of the Board. Standing Committees are established to consider, on an ongoing basis, a specific fixed area of the Board's operation.

Standing Committees of the Board shall include: Board Student Discipline Committee, Board Policy Review Committee (BPRC), Native Education Advisory Committee (NEAC), Occupational Health and Safety Committee (OH&S), Transportation Committee, Education Committee, and Business Committee.

Section 3. Ad Hoc (Special Committees)

Ad Hoc Committees (Special Committees) may be established by the Board and comprised of individuals deemed necessary to provide input to the Board on a topic or group of topics as determined by the Board.

Section 4. Sub Committees

Sub Committees may be established by committees of the Board to undertake specific assigned matter(s) and report back to the striking committee by a fixed date.

Section 5. Additional Committees

Additional committees may be established by the Board, or as directed by regulation, as deemed necessary.

Section 6. Ex-officio

The Chair and Vice-Chair of the Board shall be ex-officio members of all board committees, unless elected or appointed as members resulting in ex-officio status no longer applying.

363 **ARTICLE IX - Parliamentary Authority**

364
365 The rules contained in the current edition of Robert's Rules of Order Newly
366 Revised (RONR) shall govern the Superior-Greenstone District School Board in
367 all cases to which they are applicable and in which they are not inconsistent with
368 these bylaws and any special rules of order that the Board may adopt.
369

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371 **ARTICLE X - Amendment of Bylaws**

372
373 Provisions within these bylaws may be amended at any regular board meeting or
374 at a special meeting of the Board called for the sole purpose to amend the
375 bylaws, by a two-thirds vote with notice.
376

377 Provisions within these bylaws may not be suspended.
378

379 Any reference to Acts or Regulations in these bylaws that require changes as a
380 result of changes to Acts or Regulations shall be considered as written into the
381 present bylaws with the new reference and alternate numbering, as required.
382

383
384 **ARTICLE XI – Amendment of Appendices**

385
386 Provisions within the attached appendices may be amended at any regular board
387 meeting or at a special meeting of the Board called for the sole purpose to
388 amend the appendices, by a 2/3 vote without notice or by a majority vote with
389 notice.
390

391 Provisions within the attached appendices may be suspended by a 2/3 vote.
392

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395
396 **Note:** *As the Code of Conduct remains to be amended, it will remain as is*
397 *and require a majority vote to amend until which time changes are made.*
398 *Thereafter the bylaws will be changed to reflect the will of the Board*
399 *regarding requirements for amending the Code of Conduct.*
400 *This note will automatically be removed at that point without requiring a*
401 *formal amendment of the bylaws.*
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Special Rules of Order

The following special rules of order adopted by the Superior-Greenstone District School Board shall take precedence over the parliamentary authority, that being the most current edition of Robert’s Rules of Order Newly Revised (RONR), adopted by the Board.

A. Ballot

The results of a ballot vote will be announced, but not the count.

B. Committee of the Whole

The Chair of the Board shall chair the committee of the whole meeting.

C. Debate

Members may speak in debate twice up to two (2) minutes each time on any debatable motion. A motion to Limit or Extend Limits of Debate may be adopted by a 2/3 vote.

D. Ex-officio

While ex-officio members shall have all the rights to speak, they will not have voting rights and will not affect the quorum.

E. Reconsideration

The motion to reconsider will follow the current edition of RONR, with the following provision:

The same or substantially the same motion that receives the same outcome two meetings in a row shall not be re-visited for 6 months, unless the members, by a 2/3 vote, agree to do so.

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Election Procedures

Procedures

The procedures at the Inaugural Meeting and each succeeding Annual Organizational Meeting shall be as follows.

Secretary Assumes Chair

The Secretary shall assume the Chair until the election of a Chair is concluded.

Call to Order

The Secretary shall:

- (a) call the meeting to order; and
- (b) if a quorum is present proceed to (c); or if no quorum is present proceed with available options:
 - i) recess
 - ii) adjourn
 - iii) fix the time to which to adjourn
 - iv) take measures to acquire a quorum
- (c) in an election year, read the returns of the clerks of the municipalities, if available, certifying as to the election of the members; and
- (d) declare the Board to be legally constituted when all members present have taken the declaration and oath, if taken, and they constitute a majority of all of the members of the Board.

Ballots

The Secretary shall have ballots prepared for each office.

Electronic secret voting shall be allowed. The voting member shall phone the scrutineer. The scrutineer shall fill in the ballot and place the ballot for the member.

Scrutineer

The Secretary shall designate two staff members to act as scrutineers.

501 **Elections**

502

503 The Secretary shall conduct the election for the Office of Chair by calling for
504 nominations from the floor and each member so nominated shall indicate
505 whether or not he/she will stand.

506

507 A seconder for a nomination is not required.

508

509 The following provisions shall apply.

510

511

(a) Acclamation

512

If only one person is nominated or elects to stand, that
513 member shall be declared elected by acclamation.

514

515

(b) Contested

516

Where more than one member stands, a vote shall be taken
517 by secret ballot, and the member receiving the majority vote
518 shall be declared elected.

519

520

(c) Addressing the Members

521

Time will be allocated for each candidate for the office of
522 Chair and one (1) nominator for each candidate to address
523 the Board in public session, if they chose to do so.

524

525

The nominator will be allowed up to two (2) minutes to
526 speak.

527

The candidate will be allowed up to three (3) minutes to
528 speak.

529

530

The time allowed will be strictly adhered to.

531

532

(d) No Majority on First Ballot

533

If no nominee receives a majority on the first ballot, the name
534 of the member receiving the fewest votes shall be removed
535 and the members shall proceed to vote anew, again by
536 secret ballot, and so on until a Chair has been duly elected.

537

538

(e) Tie for Fewest Votes

539

If no nominee receives a majority and two or more nominees
540 are tied respecting the fewest votes, those nominees so tied
541 shall draw lots to determine which name shall remain on the
542 ballot and which name shall be removed.

543

544

(f) Drawing Lots

545

In the event of an equality of votes for the position of Chair, a
546 further ballot shall be taken. If, upon the second ballot the

547 equality remains, the nominees shall draw lots to fill the
548 position of Chair.

549
550 **Procedures for Drawing Lots**
551

552 Two ballots shall be prepared: one stating the name of the position to be filled
553 and the other blank. The person drawing the ballot stating the name of the
554 position shall be declared the winner.

555
556 **Balloting**
557

558 The Secretary shall announce the results of any ballot, but shall not declare the
559 count.

560
561 **Assuming Chair**
562

563 Upon election, the newly-elected Chair shall assume the role of Chair, and will
564 preside over the remainder of the meeting.

565
566 **Destroying Ballots**
567

568 Once the successful candidate for chair is declared and assumes the role, the
569 chair shall announce that the ballots are to be destroyed. No vote is required.

570
571 **Vice-Chair**
572

573 The Chair shall then conduct the election of the Vice-Chair of the Board, in the
574 same manner as for the election of the Chair.

575
576 **Committee Members**
577

578 **Elections**

579 The Chair shall then conduct the election for members of
580 Committees in the order as presented in the bylaws

581
582 **Destroy Ballots**

583 Once the successful members are declared, the Chair shall
584 announce that the ballots are to be destroyed.

585
586 **Committee Chairs**

587 Committee Chair elections shall occur by ballot, unless by
588 acclamation, at the first meeting of the committee.

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590 **Other Business**
591

592 Any other general business of the Board shall then be conducted.

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Term of Office

The term of office for all elected Board Officers shall be for one (1) year and until their successors are elected.

There shall be no restrictions as to how many consecutive terms an individual member shall serve as an Officer of the Board.

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REGULAR MEETINGS OF THE BOARD PROCEDURES

641

Agenda

643

644 All matters to be placed on the agenda of a Regular Board Meeting are subject to
645 the approval of the Chair. The Chair may not deny the requests by
646 Administration for agenda items arising from an Administrator's discharge of duty
647 under the *Education Act* and Regulations or the procedures of the Board, and all
648 such requests shall be granted by the next available meeting.

649

Quorum

651

652 The quorum shall be a majority of the members of the Board, excluding the
653 Student Trustee.

654

655 As required in Regulation, the MINIMUM attendance required to be physically
656 present in the meeting room of the Board shall be:

- 657 (a) the Chair of the Board or designate
- 658 (b) at least one additional member of the Board; and
- 659 (c) the Director or designate.

660

Member Absence:

662

663 It shall be the responsibility of each member to notify the Secretary of expected
664 absences prior to the time of each regular meeting. Those providing such notice
665 will be marked "absent with regret". Those not providing such notice will be
666 marked "absent".

667

Agenda (Order of Business)

669

670 The business before the Board shall generally be dealt with in the following order:

671

- 672 1. Roll Call
- 673 2. Approve Agenda
- 674 3. Declaration of Conflict of Interest
- 675 4. Approve Minutes of Previous Meeting(s)
- 676 5. Business Arising out of Minutes
- 677 6. Delegations, Representations
- 678 7. Reports and Matters for Decision
- 679 8. New Business
- 680 9. Notices of Motion
- 681 10. In-Camera (Closed to the Public)

- 682 11. Correspondence and Information Items
683 12. Adjournment.

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Unfinished Business

687 If the adjournment of a meeting results in items of business on the Agenda
688 remaining unfinished, the Chair, in consultation with the Director, may call
689 another meeting of the Board for the sole purpose of completing the Agenda.
690 Alternatively, the Chair may schedule the unfinished items of business to the next
691 meeting of the Board.

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Participation of Appointed Members

First Nations Representative

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698 Once appointed, the member representing First Nations is deemed to be an
699 elected Member and, as such, has all the rights, privileges and responsibilities of
700 any other member, and is subject to the same rules and regulations.

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Student Representative

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706 Once elected, the Student Trustee attains only a limited membership, and
707 the Student Trustee may:

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- 718 (a) regularly attend Board Meetings and the Committee of the Whole In-
719 Camera Sessions, however will be excused from discussions related
720 to the “Personnel” section of In-Camera Agendas and those related
721 to students and/or their parent(s)/guardian(s);
- 722 (b) request that items be placed on or added to the Agenda, subject to
723 the approval of the Chair and/or the Director;
- 724 (c) request that a matter before the Board, or one of its Committees on
725 which the Student Trustee sits, be put to a recorded vote and, in that
726 case, there shall be:
 - 727 — 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;
- 728 (d) make presentations to the Board;
- 729 (e) generally provide advice to the Board from the perspective of a
730 student within the system;
- 731 (f) sit on Board Committee Meetings as other Trustees; however, not on
732 a Committee that requires one or more “Members of the Board”.
733 When Board Policy governs Committee membership, the Board
734 could amend its Policy to allow a Student Trustee to sit on the
735 Committee.

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- 728 The Student Trustee may NOT:
729 (a) move or second a motion; however, is entitled to suggest a motion
730 on any matter at a Meeting of the Board, or of one of its Committees
731 on which the Student Trustee sits and, if no Member of the Board or
732 Committee, as the case may be, moves the suggested motion, the
733 record shall show the suggested motion;
734 (c) participate in any Committee or Subcommittee dealing with
735 employee matters;
736 (d) serve as Chair or Vice-Chair.

737

738 ***Public Access to Meetings and Minutes***

739

740 Meetings

741

742 All Meetings of the Board and its Committees shall be open public meetings
743 except for those portions held In-Camera in accordance with the provisions of the
744 *Education Act*.

745

746 Minutes

747

748 Minutes of Regular Board Meetings shall be made available on the Board
749 website.

750

751 ***Exclusion of Persons***

752

753 The Chair or Presiding Officer may expel or exclude from any meeting any
754 person who has been guilty of improper conduct during the meeting.

755

756 ***Temporary Chair***

757

758 If at any meeting there is no Chair or Vice-Chair present, the members present
759 may by consensus appoint a member in attendance with the Director or
760 designate to be the Chair for that Meeting.

761

762 ***Voting by Chair***

763

764 The presiding Chair may vote with the other Members of the Board upon all
765 motions. This provision shall apply to all meetings of the Board and its
766 Committees.

767

768 ***Presiding Officer's Participation***

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770 It shall be the policy and practice of the Board to allow the full participation of the
771 Chair or Vice-Chair of the Board or any Committee without that individual having
772 to relinquish the Chair.

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Reconsideration

The same or substantially the same motion that receives the same outcome two meetings in a row shall not be re-visited for six months, unless the members, by a 2/3 vote, agree to do so.

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824 **DELEGATIONS**

825

826 ***Conditions***

827

828 Persons or groups wishing to appear before the Board shall be permitted to do
829 so, provided:

830 A) Subject Matter

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832 a matter within the jurisdiction of the Board; and

833

834 B) Request

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836 a request is received by the Chair or the Director or
837 designate at least six (6) days prior to the meeting at which
838 the delegation is requesting permission to be heard.

839

840 ***Approval***

841

842 Requests from delegations by or on behalf of employees of the Board shall
843 require the approval of the Board.

844

845 ***Specifics***

846

847 Requests from delegations must specify the nature of the topic to be addressed,
848 and the name of the spokesperson for the group.

849

850 **In Camera Topics**

851

852 Where the subject matter of the delegation involves matters that according
853 to the *Education Act* are to be discussed in camera, the delegation will be
854 included on the Agenda for the Committee of the Whole Board in Camera
855 part of the Regular or Special Meeting.

856

857 ***Handouts***

858

859 If a delegation wishes to provide written materials as part of the presentation, up
860 to five (5) pages will be copied by the Board and will be included for the Members
861 as part of their agenda package, if received at least seven (7) business days prior
862 to the meeting date.

863

864 ***Exception***

865

866 Time and other requirements herein may be waived at the discretion of the Chair
867 in consultation with the Director.

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Refusal

Delegations may be refused if they would appear on the same agenda as a similar item to be voted upon by Trustees at the same meeting.

Referred to Committee

The Chair or Director may assign a requested delegation to a Committee of the Board.

Time Limit

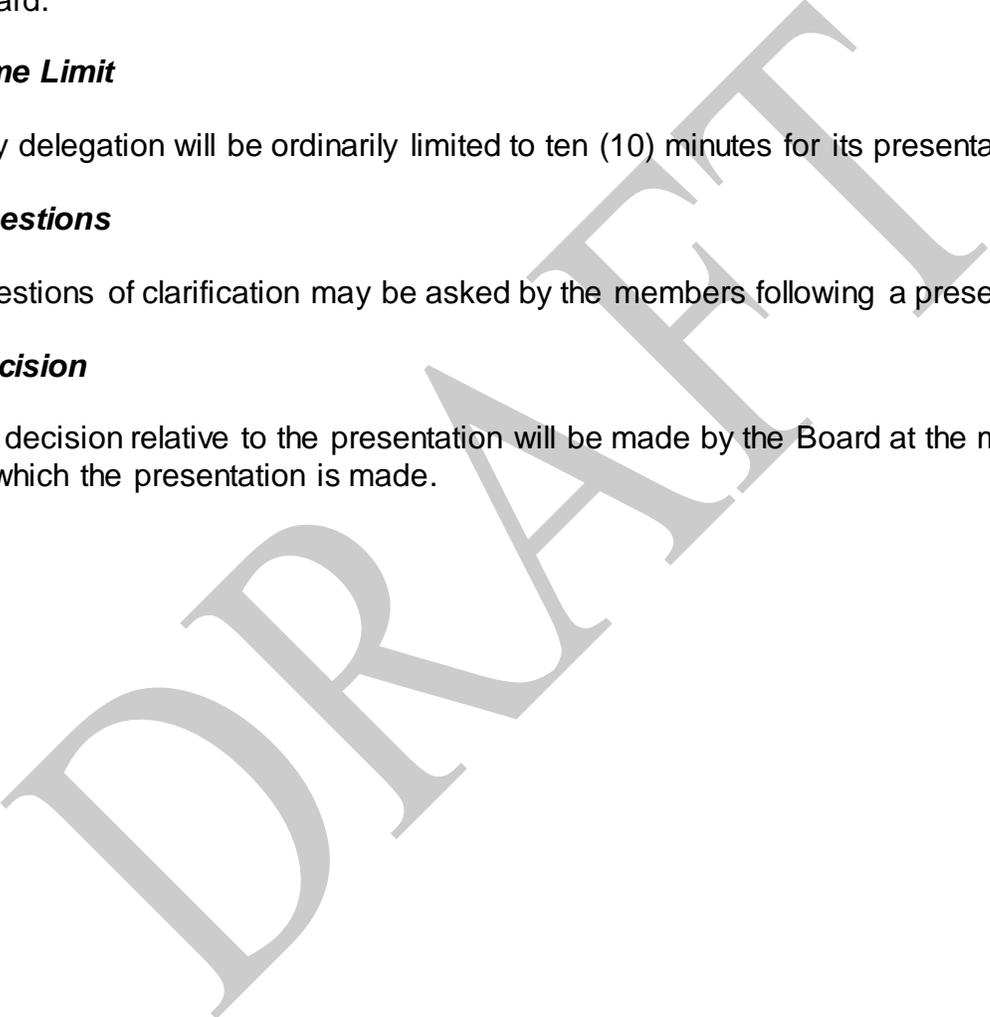
Any delegation will be ordinarily limited to ten (10) minutes for its presentation.

Questions

Questions of clarification may be asked by the members following a presentation.

Decision

No decision relative to the presentation will be made by the Board at the meeting at which the presentation is made.



914

915 **Code of Conduct For Members of**
916 **Superior-Greenstone District School Board**

917

918

919 **Preamble**

920

921 The members of the Superior-Greenstone District School Board of Trustees
922 occupy positions of public trust and confidence. They are expected to discharge
923 their duties and responsibilities in a professional and impartial manner.

924

925 It is imperative that the Trustees be, and be seen to be acting in the best
926 interests of the public they serve.

927

928 Without limiting the generality of the foregoing, a Trustee would compromise
929 themselves in the discharge of their duties by failing to declare a conflict of
930 interest as required pursuant to the *Municipal Conflict of Interest Act*, by
931 contravening any other law, by disclosing confidential business, personnel or
932 student information, and by misappropriating Board resources.

933 This Code of Conduct is applicable to all members of the Board of Trustees.

934

935 **Decorum**

936

937 Trustees shall at all times act with decorum and shall be respectful of other
938 Trustees and members of staff, as well as the public.

939

940 A Trustee may comment on or disagree with a decision made by the Board.
941 However, in accordance with s. 218.1(c) of the *Education Act* and this Code of
942 Conduct, a Trustee is required to uphold the implementation of any Board
943 Resolution after it is passed by the Board. A Trustee may not make disparaging
944 remarks about or speculate on the motives of a Trustee or a group of Trustees
945 when commenting on or expressing disagreement with a decision made by the
946 Board.

947

948 Any Trustee who resists the rule of the Board, uses offensive language, disobeys
949 the decision of the Chair or the Board on points of order, or makes any disorderly
950 noise or disturbance may, unless an apology is offered, be ordered by the Chair
951 to leave for the remainder of the meeting, and in the case of refusal to do so,
952 may, on the order of the Chair, be removed from the Board Room and Board
953 Office. Such removal is to be recorded in the Minutes of the Meeting. (See
954 section 207(3) of the *Education Act*).

955

956 **Complying with the Law**

957

958 Trustees shall comply with Board Policies and Procedures, Ministry of Education
959 requirements, as well as the provisions of the *Education Act* and Regulations,

960 *Municipal Conflict of Interest Act, Municipal Freedom of Information and*
961 *Protection of Privacy Act, and any other Act or Regulation that may be applicable*
962 *to the Trustee’s duties from time to time.*
963

964 — Specific Requirements under Part VI of the Education Act
965 (as amended effective December 15, 2009, by Bill 177 – An Act to amend the
966 Education Act with respect to student achievement, school board governance
967 and certain other matters)
968

969 All Trustees are expected to comply with the following duties of Board members
970 as set out in section 218.1 of the *Education Act*.

971
972 “A member of a board shall,
973

- 974 (a) carry out his or her responsibilities in a manner that assists the board in
975 fulfilling its duties under this Act, the regulations and the guidelines issued
976 under this Act, including but not limited to the board’s duties under section
977 169.1;
978
979 (b) attend and participate in meetings of the board, including meetings of board
980 committees of which he or she is a member;
981
982 (c) consult with parents, students and supporters of the board on the board’s
983 multi-year plan under clause 169.1(1)(f);
984
985 (d) bring concerns of parents, students and supporters of the board to the
986 attention of the board;
987
988 (e) uphold the implementation of any board resolution after it is passed by the
989 board;
990
991 (f) entrust the day to day management of the board to its staff through the
992 board’s director of education;
993
994 (g) maintain focus on student achievement and well-being [through the
995 development of policies]; and
996
997 (h) comply with the board’s code of conduct.”
998

999 **Additional Duties of the Chair**

1000
1001 In addition to the duties of Trustees set out in s. 218.1 of the *Education Act*, the
1002 Chair of the Board is expected to comply with the additional duties set out in s.
1003 218.4 of the *Act*.

1004
1005 “In addition to any other duties under the Act, the chair of a board shall,

- 1006
1007 (a) preside over meetings of the board;
1008
1009 (b) conduct the meetings in accordance with the board's procedures and
1010 practices for the conduct of board meetings;
1011
1012 (c) establish agendas for board meetings, in consultation with the board's
1013 director of education or the supervisory officer acting as the board's director
1014 of education;
1015
1016 (d) ensure that members of the board have the information needed for informed
1017 discussion of the agenda items;
1018
1019 (e) act as spokesperson to the public on behalf of the board, unless otherwise
1020 determined by the board;
1021
1022 (f) convey the decisions of the board to the board's director of education;
1023
1024 (g) provide leadership to the board in maintaining the board's focus on the
1025 multi-year plan established under section 169.1;
1026
1027 (h) provide leadership to the board in maintaining the board's focus on the
1028 board's mission and vision; and
1029
1030 (i) assume such other responsibilities as may be specified by the board."

1031
1032 **Conflict of Interest**
1033

1034 All Trustees are expected to comply with the *Municipal Conflict of Interest Act*,
1035 R.S.O., 1990, c. M-50 provisions, which requires a Trustee to declare and
1036 disclose the general nature of the interest for all direct and indirect pecuniary
1037 conflicts of interest and abstain from discussions and voting.
1038

1039 In all situations where a Trustee or their spouse, child or parent has a pecuniary
1040 interest in a matter before the Board, that Trustee must declare a conflict of
1041 interest, disclose the general nature of the interest, and abstain from discussions
1042 and voting with respect to that issue. Where such conflict of interest arises
1043 during an in-camera session of the Board, the Trustee must absent themselves
1044 from the room during discussion and deliberation of the issue for which they have
1045 a conflict.
1046

1047 It is an expectation of the Board that Trustees will not only comply with the
1048 requirements of the *Municipal Conflict of Interest Act*, but also avoid conflicts of
1049 interest as defined by this Code of Conduct.
1050

1051 Pursuant to this Code of Conduct a conflict of interest exists when the decisions
1052 and/or actions of a Trustee during the course of exercising their duties are
1053 affected by or perceived by another party or person to be affected by the
1054 Trustee's personal, financial or business interests or the personal, financial or
1055 business interests of a relative, friend, and/or business associate of the Trustee.
1056

1057 Every Trustee is responsible and accountable for exercising good judgment and
1058 avoiding situations that might present a conflict of interest or the appearance of a
1059 conflict of interest, and where a conflict of interest might exist each Trustee has
1060 an affirmative duty to disclose such conflict when it becomes apparent.
1061

1062 No Trustee shall use their position, authority or influence for personal, financial or
1063 material gain or personal business purposes or for the personal, financial or
1064 material gain or business purposes of a relative, friend and/or business
1065 associate. Every Trustee shall uphold and enhance all Board business
1066 operations by:
1067

- 1068 (i) Maintaining an unimpeachable standard of integrity in all their relationships,
1069 both inside and outside the Board;
- 1070
- 1071 (ii) Fostering the highest standard of professional competence amongst those
1072 for whom they are responsible;
- 1073
- 1074 (iii) Complying with and being seen to be complying with the letter and spirit of:
1075 — The laws of Canada and the Province of Ontario,
1076 — Contractual obligations applicable to the Board; and
1077
- 1078 (iv) Rejecting and denouncing any business practice that is improper or
1079 inappropriate or may appear to be improper or inappropriate.
1080

1081 A Trustee shall not use their position, authority or influence to give any person or
1082 organization special treatment that might, or might be perceived to, advance the
1083 interests of the Trustee, or the interests of a relative, friend and/or business
1084 associate of the Trustee.
1085

1086 A Trustee must not participate in any decision or recommendation in which they
1087 or a relative, friend or business associate may have a financial, commercial or
1088 business interest.
1089

1090 All Trustees shall disclose a conflict of interest or potential conflict of interest, and
1091 the general nature of the interest, to the Board of Trustees.
1092

1093 **Confidentiality**

1094

1095 All Trustees acknowledge that as part of their duties to the Board they may be
1096 privy to private, confidential and/or legally privileged financial, business and/or

1097 commercial information belonging to the Board that may provide a financial,
1098 business, commercial or competitive advantage, and that they may be privy to
1099 private and confidential student and personnel information, and/or legal matters
1100 and opinions. Such information may include, but is not limited to, information
1101 relating to the Board's organizational structure, operations, business plans,
1102 technical projects, business costs, research data results, inventions, trade
1103 secrets or other work produced, developed by or for the Board.

1104
1105 Except as required by law, all Trustees and former Trustees agree not to use,
1106 directly or indirectly, for the Trustee's benefit or for the benefit of any person,
1107 organization, firm, or other entity, the Board's proprietary or confidential
1108 information disclosed or entrusted to that Trustee, and Trustees recognize that
1109 such inappropriate use of confidential information for their benefit may constitute
1110 a criminal breach of trust contrary to s.122 of the *Criminal Code* (Canada).

1111
1112 Except as required by law, and in accordance with the *Education Act* and
1113 *Municipal Freedom of Information and Protection of Privacy Act*, all Trustees
1114 agree not to use or disclose the personal and/or educational information of
1115 students and their families that may come to the attention of such Trustee.

1116
1117 Except as required by law, and in accordance with the *Municipal Freedom of*
1118 *Information and Protection of Privacy Act*, all Trustees agree not to use or
1119 disclose the personal and/or employment information of Board employees and
1120 their families that may come to the attention of a Trustee.

1121
1122 A Trustee's duty of confidentiality with respect to private and confidential
1123 financial, business and/or commercial information, personnel information, student
1124 information, and legal matters and opinions survives their term as Trustee.

1125
1126 **Board Resources**

1127
1128 No Trustee shall use Board resources for personal gain. No Trustee shall permit
1129 relatives, friends and/or business associates to use Board resources for personal
1130 gain. Trustees recognize that such inappropriate use of Board resources directly
1131 or indirectly for their benefit may constitute a criminal breach of trust contrary to
1132 s.122 of the *Criminal Code* (Canada).

1133
1134 All Trustees shall abide by Board Policies and General Administrative
1135 Procedures regarding the use of Board resources including information
1136 technology resources.

1137
1138 **Enforcement of Code of Conduct & the Municipal Conflict of Interest Act**

1139
1140 In accordance with the provisions of s. 218.3 of the *Education Act*, a breach of
1141 this Code of Conduct by a Trustee may be dealt by the following procedures.

1142

1143 A Trustee who has reasonable grounds to believe that another Trustee has
1144 breached this Code of Conduct may bring the alleged breach to the attention of
1145 the Board.

1146
1147 If an alleged breach is brought to the attention of the Board, the Board shall make
1148 inquiries into the matter and shall, based on the results of the inquiries, determine
1149 whether there has been a breach.

1150
1151 If the Board determines that a Trustee has breached this Code of Conduct, the
1152 Board may impose one or more of the following sanctions:

- 1153
1154 (a) Censure of the Trustee
1155
1156 (b) Barring the Trustee from attending all or part of a meeting of the Board or
1157 a meeting of a committee of the Board
1158
1159 (c) Barring the Trustee from sitting on one or more committees of the Board,
1160 for the period of time specified by the Board.

1161
1162 A Trustee who is barred from attending all or part of a meeting of the Board or a
1163 meeting of a committee of the Board is not entitled to receive any materials that
1164 relate to that meeting or that part of the meeting and that are not available to the
1165 members of the public.

1166
1167 In appropriate circumstances, the Board may also resolve to disassociate the
1168 Board from any action or statement of a Trustee.

1169
1170 In addition to the sanctions above, the Board may declare the office of the Chair
1171 and/or Vice-Chair to be vacant effective as of the date of the Board's
1172 determination, where the Chair and/or Vice-Chair:

- 1173
1174 (a) becomes disqualified as a Trustee;
1175
1176 (b) deliberately breaches any relevant legislation;
1177
1178 (c) deliberately breaches any Board policy or practice; and/or
1179
1180 (d) acts in such a manner as to lose the confidence of the Board.

1181
1182 If such determination is made, the Board shall elect an interim Chair and/or Vice-
1183 Chair respectively, as the case may be. A new Chair and/or Vice-Chair will be
1184 elected at the next regular meeting of the Board.

1185
1186 If a Board determines that a Trustee has breached this Code of Conduct, the
1187 Board shall give the Trustee written notice of the determination and of any
1188 sanction imposed by the Board.

1189

1190 The notice shall inform the Trustee that he or she may make written submissions
1191 to the Board in respect of the determination or sanction by the date specified in
1192 the notice that is at least 14 days after the notice is received by the Trustee.

1193

1194 The Board shall consider any submissions made by the Trustee and shall confirm
1195 or revoke the determination within 14 days after the Trustee's submissions are
1196 received.

1197

1198 If the Board revokes a determination that a Trustee has breached this Code of
1199 Conduct, any sanction imposed by the Board is also revoked.

1200

1201 If the Board confirms a determination that a Trustee has breached this Code of
1202 Conduct, the Board shall, within 14 days after the Trustee's submissions were
1203 received, confirm, vary or revoke the sanction(s) imposed by the Board.

1204

1205 If a sanction is varied or revoked, the variation or revocation shall be deemed to
1206 be effective as of the date the original determination about the alleged breach
1207 was made by the Board.

1208

1209 Despite subsection 207(1) of the *Education Act* which requires meetings of the
1210 Board to be open to the public, but subject to the requirements below for specific
1211 resolutions of the Board to be made in public, the Board may close to the public
1212 the part of the meeting during which a breach or alleged breach of this Code of
1213 Conduct is considered when the breach or alleged breach involves any of the
1214 following matters:

1215

1216 (a) the security of the property of the Board;

1217

1218 (b) the disclosure of intimate, personal or financial information in respect of a
1219 Trustee or committee, an employee or prospective employee of the board or
1220 a student or his or her parent or guardian;

1221

1222 (c) the acquisition or disposal of a school site;

1223

1224 (d) decisions in respect of negotiations with employees of the Board; or

1225

1226 (e) litigation affecting the Board.

1227

1228 The Board shall do the following things by resolution at a meeting of the Board,
1229 and the vote on the resolution shall be open to the public:

1230

1231 (a) Make a determination that a Trustee has breached this Code of Conduct.

1232

1233 (b) Impose a sanction on a Trustee for a breach of this Code of Conduct.

1234

1235 (c) Confirm or revoke a determination regarding a Trustee's breach of this
1236 Code of Conduct.

1237

1238 (d) Confirm, vary or revoke a sanction after confirming or revoking a
1239 determination regarding a Trustee's breach of this Code of Conduct.

1240

1241 A Trustee who is alleged to have breached this Code of Conduct shall not vote
1242 on any of the resolutions listed above.

1243

1244 When a resolution listed above is passed, the resolution shall be recorded in the
1245 Minutes of the meeting.

1246

1247 The *Statutory Powers Procedure Act* does not apply to any the enforcement
1248 provisions under section 218.3 of the *Education Act*.

1249

1250 Nothing in this Code of Conduct prevents a Trustee's breach of the *Municipal*
1251 *Conflict of Interest Act* from being dealt with in accordance with that *Act*.

1252

1253

1254 **Declaration of Interest**

1255

1256 Where a conflict of interest arises, or when a potential conflict of interest
1257 emerges, the Trustee has a duty to inform the Board of Trustees that such a
1258 conflict exists, the general nature of the interest, and that they cannot participate
1259 in any decisions of the Board with respect to such issue. Further, the Trustee
1260 shall not discuss the issue with which they have a conflict with any Trustees, nor
1261 will the Trustee remain in the room when the issue is discussed during an in-
1262 camera meeting of the Committee of the Whole Board of Trustees.

1263

1264 Any personal interest that may impinge or might reasonably be deemed by others
1265 to impinge on a Trustee's impartiality or judgment in any matter relevant to their
1266 duties should be declared to the Board of Trustees and that Trustee should
1267 absent themselves from participating in any decisions related to such issue.

1268

1269 **Confidentiality and Accuracy of Business / Corporate Information**

1270

1271 The confidentiality of business/corporate information received in the course of
1272 duties must be respected and should not be used for personal gain. Information
1273 given in the course of fulfilling duties should be true and fair and not designed to
1274 mislead. For example, it is considered unethical and damaging to the Board's
1275 reputation to allow vendor's proprietary/confidential information to pass to
1276 another vendor, potential vendor or any person with a financial interest in the
1277 information, whether potential or actual, direct or indirect.

1278

1279 The confidentiality of personal/educational student and family information
1280 received in the course of duties must be respected, protected and kept

1281 confidential. Information received should not be discussed or reviewed in public
1282 or where another student, parent or member of the school community could
1283 accidentally overhear or read such information.
1284

1285 The confidentiality of personal/employment and family information about Board
1286 employees must be respected, protected and kept confidential. Information
1287 received should not be discussed or reviewed in public or where another
1288 employee or member of the public could accidentally overhear or read such
1289 information.
1290

1291 **Hospitality and Gifts**

1292

1293 Moderate hospitality and gifts are an accepted courtesy of a business
1294 relationship. However, the recipients should not allow themselves to reach a
1295 position whereby they might be influenced in making a business decision as a
1296 consequence of accepting such hospitality.
1297

1298 **Offering or Accepting Gifts and Hospitality**

1299

1300 Although the exchange of common courtesies, such as the occasional gift or
1301 meal of nominal value is recognized as acceptable business practice, there is a
1302 danger in offering or accepting hospitality, gifts, gratuities or favours that could be
1303 mistaken for improper payment.

1304 Trustees should not use their position for improper gain, nor under any
1305 circumstances accept gifts of cash, bonds, securities, personal loans, airline
1306 tickets, use of a vacation property or costly entertainment.
1307

1308 **Conditions for Accepting Gifts and Hospitality**

1309

1310 A Trustee may accept the hospitality of another or gift from another, in the course
1311 of the professional relationship, if:

- 1312
- 1313 (a) a Trustee believes that the donor is not trying to obligate them, or
1314 improperly influence a decision;
1315
 - 1316 (b) it is "normal business practice" for the purposes of courtesy and good
1317 business relations; and
1318
 - 1319 (c) acceptance is legal and consistent with generally accepted ethical
1320 standards.
1321

1322 **Examples of Acceptable Gifts**

1323

1324 Examples of acceptable gifts include:

- 1325
- 1326 • Holiday gifts, such as fruit baskets or candy

- 1327 • inexpensive advertising and promotional materials (eg - give-a-ways, such
1328 as pens or key chains)
1329 • inexpensive awards to recognize service and accomplishment in civic,
1330 charitable, educational or religious organizations (such as nominal gift
1331 certificates to book stores).
1332

1333 Gifts of Considerable Value
1334

1335 Where it would be extraordinarily impolite or otherwise inappropriate to refuse a
1336 gift of obvious value, the gift may be accepted on behalf of the Board. As noted
1337 below under Reporting Gifts, report the gift and to determine how to deal with it.
1338 Such gifts may not be taken for the Trustee's home use or enjoyment. Trustees
1339 might ask themselves if public knowledge of the gift would cause personal
1340 embarrassment or embarrassment to the Board. If there is still uncertainty
1341 regarding what is considered an appropriate gift to give or receive, this should be
1342 discussed with the Chair/Vice-Chair, as appropriate.
1343

1344
1345 Reporting Gifts and Hospitality
1346

1347 Trustees must notify the Chair by e-mail and the Chair must notify the Vice-Chair
1348 of any gifts and hospitality received including meals, over \$200.00. (A distinction
1349 could be made between hospitality and gifts, or there can be discretion with
1350 respect to the amount, rather than a set amount).
1351

1352 All forms (which are available from the office of the Director) will be retained in
1353 the Office of the Chief Executive Officer and Secretary to the Board.
1354
1355
1356