

# PEMBINA TRAILS SCHOOL DIVISION

## BY-LAW NO. 1

(as amended by By-Law No. 21, By-Law No. 34 and By-Law No. 48)

**being a by-law establishing rules of procedure for the guidance of the School Board in its meetings.**

**WHEREAS** The Public Schools Act, Section 33(1) provides that a school board shall pass by-laws establishing rules of procedure for the guidance of the school board in the conduct of its meetings,

**THEREFORE** Be it resolved that the following rules of procedure shall regulate the operation of the Board unless such rules of procedure be contrary to the provisions of the Public Schools Act.

## **PREAMBLE**

### **A. POWERS AND DUTIES OF THE BOARD OF TRUSTEES**

In addition to the duties the Board of Trustees is required to perform under the provisions of the Public Schools Act and other acts of the Legislature of Manitoba, the Board of Trustees shall be the policy-making body in all matters of concern to the School Division. Without in any way restricting the generality of the foregoing, the Board of Trustees shall:

1. assign duties and powers to all committees.
2. make policy.
3. organize such standing, special, and advisory committees as may be deemed necessary, and stipulate the terms of reference for each.
4. receive reports from all committees and take such action as may be deemed advisable.
5. assign various Trustees to such committees or to represent the Board as may be required from time to time, and instruct the Trustees so delegated as to their duties and responsibilities while acting on behalf of the Board.
6. undertake such consultation with parents, taxpayers, teachers, students and other groups as necessary to fully inform the Board in its deliberations.
7. exercise appropriate care in overseeing the operations of the School Division as a whole.
8. otherwise act wholly within the terms and conditions of the Public Schools Act and its regulations and such other legislation as may be applicable.

## **B. AUTHORITY OF SCHOOL TRUSTEES**

Trustees, severally, shall serve as the Board of Trustees of The Pembina Trails School Division and, as such, shall have, when acting as a Board, all of the powers, duties, and responsibilities as are set out in the Public Schools Act, its Regulations, and any other act of the Province of Manitoba applicable to the Boards of Trustees of school divisions.

Without in any way restricting the generality of the foregoing, individual Trustees shall:

1. attend duly called meetings of the Board of Trustees and any committee to which they are appointed.
2. serve as chairs of committees and of the Board as called upon and accept any other assignment given to them by the Board, unless they feel that they cannot fulfill the duties thus assigned.
3. inform the Chair of the Board, or ensure the Chair is informed, as to any absences contemplated which would affect their attendance at any Board or committee meeting to which they have been called.
4. keep in strictest confidence circumstances surrounding any matter brought to the Board's attention in Committee of the Whole.
5. direct complaints against Board policy, Board officials, principals, teachers, and other personnel through proper channels.
6. direct requests for appearance at Board or committee meetings by prospective delegations to the Chair of the Board and/or the appropriate administrator.
7. act as representatives of the Board at all public functions which they are called upon to attend in the capacity of a trustee.
8. make no statement, announcement, press or publicity release as representing Board policies, actions or plans, unless such policies, actions or plans have been formally adopted by the Board. This in no way restricts the rights of individuals to speak on their own behalf in respect to any proposed or existing Board policies, actions or plans.

## **SECTION I            INAUGURAL MEETING OF THE BOARD**

1. The Inaugural Meeting of the Board shall be held annually:
  - a) in a year that a regular election is held, at the first meeting of the Board after the regular elections, and
  - b) in any other year, at the first meeting of the Board in September.

2. At the Inaugural Meeting, the Trustees shall elect from among themselves a Chair and Vice-Chair who shall hold office until the next election of Chair and Vice-Chair. The Secretary-Treasurer shall preside at the election of the Chair and the Vice-Chair. Where two or more Trustees have been nominated for the position of Chair or for the position of Vice-Chair, a secret ballot election shall be held and the trustee receiving the greatest number of votes shall be elected Chair or Vice-Chair, as the case may be. In the event of a tie vote in electing the Chair or the Vice-Chair, the Board shall determine by lot who shall cast the deciding ballot. The consecutive number of terms served by the Chair shall not exceed two consecutive terms as Chair and the consecutive number of terms served by the Vice-Chair shall not exceed two consecutive terms as Vice-Chair.
  
3. After the election of the Vice-Chair, the newly elected Chair of the Board shall commence chairing the meeting and the balance of the business to be conducted at the Inaugural Meeting shall include:
  - a) Election of Standing Committee Chairs.
  - b) Appointment of Committee members after Chair invites volunteers.
 

Should the number of volunteers exceed the number of committee members required, the members may be elected. Alternatively, the Board may, at its discretion, increase the committee membership for that year to accommodate the number of Trustees volunteering for that committee. Such membership must be less than the number required for a quorum of the Board.
  - c) Setting forth regular meeting days and times for the Board.

## **SECTION II**            **MEETINGS OF THE BOARD**

### 1. Chair to Preside at Meetings

The Chair shall preside at meetings of the Board of Trustees and shall vote with the other Trustees on all questions; and any question on which there is an equality of votes shall be deemed to be negative.

### 2. Vice-Chair to Preside in Absence of Chair

When the Chair is absent from a duly called and regularly held meeting of the Board of Trustees, the Vice-Chair shall preside; and, while so presiding, has all the powers of the Chair. The Vice-Chair shall be Chair of the Committee of the Whole.

3. Notice of all Board meetings, regular and special, shall be given by the Secretary-Treasurer to all Trustees so that the notice will be received at every trustee's designated address at least twenty-four hours before the meeting, by

notifying each of them personally or in writing, setting the place, date and hour of the meeting.

4. The Board may hold a meeting at any time and any place to deal with an emergency situation if all the Trustees consent thereto and are present thereat.
5. A majority of the Trustees of the Division constitutes a quorum when present at a meeting. A quorum is a majority of the whole Board and no business can be legally transacted without a quorum present. A majority vote of such a quorum is valid and binds the school division.

If there is no quorum at the start of a meeting, those Trustees present may wish to proceed with the business of the meeting operating as a committee. This committee would not be referred to as a committee of the whole because a quorum for a committee of the whole would be the same number as a quorum for the Board. When a quorum is present, the legally constituted meeting would then be asked to approve the decisions made by the committee.

6. The Board shall not remain in session later than ten-thirty p.m. unless this paragraph is suspended pursuant to the suspension of the rules of procedure.
7. Every regular, special or emergency Board Meeting, but not necessarily Committee of the Whole or other Committee meetings, shall be held openly and no person shall be excluded or removed from any meeting except for improper conduct.
8. If, during the course of a meeting, the number of Trustees falls below a quorum, no resolution may be passed while a quorum is not present. When no quorum exists, the meeting shall be adjourned by the Chair.
9. On and from the date that the Board gives second and third reading to a policy pursuant to Manitoba Regulation 201/2004 authorizing attendance at a Board Meeting by a Trustee via electronic means, then the term quorum shall mean the number of Trustees physically present at the meeting plus the number of Trustees attending via electronic means.
10. Notwithstanding the provisions of this by-law to provide for Trustees to attend Board Meetings via electronic means or Board policy passed pursuant to Manitoba Regulation 201/2004:
  - a) each Trustee must be physically present at a regular meeting of the Board at least once every three months as required by Section 39.7.1(2) of the Public Schools Act;
  - b) At every Board Meeting the following persons shall be physically present in the meeting room of the Board:

- i. the Chair, or Vice-Chair or designate;
  - ii. at least one additional Trustee;
  - iii. the Superintendent or designate;
  - iv. The Secretary-Treasurer, Associate Secretary-Treasurer or designate.
11. Where Senior Administration has included written reports in the Board agenda with rationale, background, and a recommended motion, the Board shall assume that all members have read the reports prior to the Board Meeting. At the Board Meetings, Senior Administrators will not routinely review each report verbally but shall be prepared to answer questions.
  12. The Board shall designate a timekeeper to ensure that Educational Presentations, Special Administrative Reports, Delegations and Committee Meetings of the Whole agenda items are monitored and the Board informed by an audible and respectful display that the allotted time is nearing or at an end.
  13. Each Trustee and Senior Administrator shall recognize their individual responsibilities as part of the overall Team to assist the Chair and Vice-Chair to make the meetings as efficient as possible by limiting themselves with respect to personal speaking opportunities and avoiding duplication of points being made.
  14. The Chair and Vice-Chair shall work to ensure that the discussion at meetings focuses on the topic at hand and limits digression.
  15. Requests from Delegations shall ordinarily be referred to the next Board Meeting for a decision with a report and recommendation prepared by the Senior Administration for consideration at the next Board Meeting. If the Delegation request is non-controversial and the position of the Board is readily determinable and unanimous, the matter may be discussed at a Committee Meeting of the Whole following the Board Meeting with the Board Meeting being reconvened on the same evening to pass any motions.

### **SECTION III**                    **SUSPENSION OF RULES OF PROCEDURE**

The rules of procedure outlined in this by-law may be suspended at any regular, special or emergency meeting of the Board, or committee meeting of the whole, by unanimous consent of the Trustees present.

### **SECTION IV**                    **AGENDA PREPARATION AND DISSEMINATION**

1. The agenda shall be prepared jointly by the Secretary-Treasurer, the Superintendent, the Chair of the Board and/or Vice-Chair (Governance Committee).

2. Items of business may be suggested by any trustee, member of the Senior Administration Team, staff, student or resident of the Division. Inclusion of items suggested shall be at the discretion of the above-named in paragraph 1.
3. In order to ensure placement on the Board meeting agenda, items must reach the Superintendent or Secretary-Treasurer by Wednesday, 3:00 p.m., prior to agenda distribution.
  - a) The agenda and supporting material shall be delivered to the Trustees and members of the Senior Administration Team the Friday prior to the Board meeting.
  - b) Where a major report which has financial, staffing or legal implications is to be submitted to the Board at a Regular Board Meeting, that report must first be reviewed by members of Senior Administration Team and the Chair/Vice-Chair prior to inclusion on the agenda.
4. Items of business not on the agenda may be discussed and acted upon only if agreed to by the majority of the Trustees present at the time the meeting is called. It is recognized that occasions may arise where agenda items of some urgency have not been identified in sufficient time to be included on the agenda distributed for a given meeting. To allow for inclusion of such items, an opportunity to add items will be provided immediately after a meeting has been called to order by the Chair.
5. The agenda must be approved at every meeting. Items in addition to the prepared agenda may be brought forth.

The agenda format shall include:

- a) Approval of Agenda
- b) Approval of Minutes
- c) Informational Reports:
  - (i) All Standing Committee Reports and Committee Meeting of the Whole Reports including:
    - (aa) Reports of Committee Meetings of the Whole;
    - (bb) Committee Reports of Buildings, Property and Transportation Committee Meetings;
    - (cc) Committee Reports of Education Committee Meetings;
    - (dd) Committee Reports of Communication and Community Relations Committee Meetings;
    - (ee) Committee Reports of Finance and Planning Committee Meetings;
    - (ff) Committee Reports of Human Resources and Policy Committee Meetings;
    - (gg) Committee Reports of Negotiations Committee Meetings.

- (ii) All Special Committee Reports, including:
  - (aa) Pembina Trails School Division Educational Support Fund Corporate Board Meetings;
  - (bb) Advisory Committee For Community and Educational Support Services in Pembina Trails (A.C.C.E.P.T.);
  - (cc) Pembina Trails Voices;
  - (dd) Council of Presidents;
  - (ee) Board/Association Council on Education (B.A.C.E.).

- (iii) Other Informational Reports, including:

- (aa) Commendation Report;
- (bb) Disbursements List;
- (cc) Teacher Contracts Report;
- (dd) Contract Alterations Report;
- (ee) Resignation Report;
- (ff) Substitute Teacher Contracts Report;
- (gg) Minutes of the Winnipeg Technical College Governing Board Meeting;
- (hh) Bereavement Report;
- (ii) Enrolment Report.

- d) Hearing of Delegations
- e) Educational Presentations/Special Administrative Reports
- f) Business from Previous Board Meetings
- g) Business from Previous Committee Meetings of the Whole
- h) Consideration of By-Laws and/or Policies
- i) Correspondence For Discussion
- j) Standing and designated Special/Advisory Committee Reports
- k) Administrative Reports
- l) New Business
- m) Questions by Trustees
- n) Questions by Members of the Public in Attendance
- o) Requirement for Committee Meetings of the Whole
- p) Correspondence Distribution List
- q) Review of the Follow-Up File

- 6. All recommended motions coming forth from Committees shall be placed on the agenda under the various Committee sections for consideration by the Board.
- 7. When the agenda is approved at the start of the meeting, should a Trustee or Administrator express a desire to ask about or discuss any aspect of any of the Informational Reports, that report will be removed from the Informational Reports section and moved to the relevant section of the agenda where that report would otherwise have been placed in the current format.

8. When setting the agenda and scheduling Educational Presentations the Governance Committee shall exercise discernment to ensure that the Educational Presentations are of sufficient value to dedicate time at a Board Meeting and the Chair shall rigorously enforce the fifteen (15) minute period allowed for such presentations. In cases where an Educational Presentation by an Administrator or group is considered to be of such value so as to be permitted to exceed the fifteen (15) minute limitation it shall be considered to be a Special Administrative Report and be scheduled at the same place on the agenda as an Educational Presentation.
9. The agenda and supporting material for each regular meeting of the Board shall be circulated prior to the Board Meeting in accordance with the agenda distribution list as approved by the Board.
10. Board agenda material for the following categories shall be made available to the public subject to the conditions set out in paragraph 7.(d):
  - a) Delegation Material
  - b) Correspondence For Discussion
  - c) Correspondence Distribution List
  - d) Standing and designated Special/Advisory Committee Reports
  - e)
    - i. Where the names of students or staff are referenced in material in paragraphs (a) to (c) those materials shall not be made available to the public unless the Chair of the Board approves the release.
    - ii. The Chair of the Board, may use discretion in determining availability to the public, in whole or in part, of material referenced in paragraphs (a) to (d), where the Chair believes that disclosure would not be in the best interest of the Division.
  - f) Reports to the Board from Senior Administration when they are approved for public distribution by the Chair.

11. Other Board Agenda Material

Material submitted to the Board under other agenda categories would not be made available to the public unless expressly directed by the Board or Chair to do so.

Some information not releasable, pursuant to this by-law, may be required to be released, pursuant to a bona fide application under the Freedom of Information and Personal Privacy Act.

## **SECTION V            BOARD MINUTES**

1. The Secretary-Treasurer shall keep, or cause to be kept, minutes of all meetings of the Board.
2. Minutes of Board meetings shall record the names of Trustees in attendance as well as the names of Trustees who have communicated their regrets to the Chair. Where individual Trustees arrive subsequent to the commencement of a meeting or leave prior to adjournment, the arrival and/or departure shall be noted in an appropriate portion of the minutes.
3. Minutes of Board meetings shall record all motions made, the nature of delegations and correspondence, and the essence of topics and issues introduced and discussed under each of the agenda categories.
4. The Board shall, at the next regular Board meeting, review and approve, with corrections, if necessary, the minutes of the previous regular, special or emergency Board meetings.
5. Resolutions passed by the Board have effect immediately and do not have to await approval of the minutes at a subsequent Board meeting as outlined in paragraph 4.
6. Board minutes, subject to Board approval at the next regular meeting, shall be distributed in accordance with the Board minute distribution list as approved by the Board.

All minutes so made available shall be clearly marked "SUBJECT TO BOARD APPROVAL".

7. Unless otherwise directed by the Board, a memo report shall be kept for Committee Meetings of the Whole or Standing Committee Meetings of the Whole and where motions are made and passed for submission to a Board meeting, those motions shall be recorded in the memo report.

## **SECTION VI            DUTIES OF THE CHAIR OR VICE-CHAIR**

1. Chair to Preside at Meetings

The Chair shall preside at meetings of the Board of Trustees and shall vote with the other Trustees on all questions and any question on which there is an equality of votes shall be deemed to be negative.

2. Vice-Chair to Preside in Absence of Chair

When the Chair is absent from a duly called and regularly held meeting of the Board of Trustees, the Vice-Chair shall preside, and, while so presiding, has all

the powers of the Chair. The Vice-Chair shall be Chair of the Committee of the Whole.

### 3. Duties of the Chair at Meetings

The Chair shall preside at all meetings at which the Chair is present and in this duty shall:

- a) call the meeting to order at the hour for which the meeting is called, providing a quorum is present. If a quorum is present, but the Chair is absent, the Vice-Chair shall call the meeting to order.
- b) welcome any delegations or guests present and be the spokesperson of the Board in dealing with delegations.
- c) not communicate to the delegation any commitments of the Board on the matter at hand unless a decision is reached in the presence of the delegation.
- d) act with impartiality, preserve order and decorum at all times, and endeavour to conduct all business before the Board with propriety and dispatch.
- e) call upon the Vice-Chair to take the Chair in order to speak on any motion or to make a motion or amendment, and shall resume the Chair upon completion of any statement on the matter.
- f) reserve the right to speak to points of order before any other trustee and shall decide questions of order subject to an appeal to the Board duly moved and seconded by any two Trustees.
- g) rule on who shall have the floor to speak.
- h) see that all motions are duly moved and seconded.
- i) after due discussion, restate the question or request that the Secretary Treasurer restate the question, as required, and shall call for a vote and announce clearly the result of such a vote.
- j) in the absence of provisions in this by-law, be guided by Roberts' Rules of Order in the conduct of meetings, the acceptance of motions, amendments, sub-amendments, etc., and on the manner of voting thereon.

### 4. General Duties of the Chair

In addition to the duties required to be performed by a Chair under the provisions of the Public Schools Act, the Chair shall:

- a) call all meetings of the Board and preside at all meetings at which the Chair is present.

- b) approve, in advance of each Board meeting, the agenda for the meeting.
- c) act as the representative of the Board at all public functions attended in the capacity of Chair.
- d) make statements, announcements, commitments, press or publicity releases dealing with Board policies, actions, and plans as authorized by the Board.
- e) be an ex-officio member of all standing and special committees.

5. Duties of the Vice-Chair

The Vice-Chair shall act as Chair of the Board in the absence of the Chair and without in any way restricting the generality of the foregoing, the Vice-Chair shall:

- a) act as Chair of the Board in the absence of the Chair or when called upon to do so by the Chair, and assume all the duties and responsibilities thereof.
- b) become the Acting Chair and assume all the duties and responsibilities thereof upon the demise or resignation of the Chair until such time as the Board can choose a Chair at a duly called meeting.
- c) act as a representative of the Board at all public functions attended in the capacity of Vice-Chair or Acting Chair.
- d) make statements, announcements, commitments, press or publicity releases dealing with Board policies, actions, and plans, as authorized by the Board.

**SECTION VII**      **PUBLIC PARTICIPATION AT BOARD MEETINGS**

1. Delegations and Petitions Accompanied by Delegates

The Board of Trustees wishes to provide avenues for all residents of the Pembina Trails School Division to express their interests, wishes and concerns respecting any aspect of the educational system. Accordingly, except where a motion is made to convene in committee of the whole, all Board meetings shall be open to the public and the public is cordially invited to attend.

It is the right of any individual, organization or group of the Division to make a presentation to the Board. The Board may, on occasion, be in a position to make an immediate decision about a specific request presented, but it generally will require additional time to gather information or to have the subject matter studied. Notification of the Board's decision will be provided in a timely manner after appropriate study or review.

In order to ensure that persons or groups who wish to appear before the Board or to ask questions of the Board are given fair opportunity to do so, while at the same time allowing the Board to conduct its meeting properly and efficiently, the

Board adopts the following procedures and rules pertaining to public participation at Board meetings:

- a) Individuals or groups wishing to appear before the Board as a delegation shall notify the Secretary Treasurer's office of their intention by giving notice no later than 1:00 P.M. on the Thursday immediately preceding the regularly scheduled meeting of the Board at which they wish to appear.
- b) Individuals or groups wishing to appear as a delegation shall, at the time they give such indication, provide written information respecting the topic and content of their petition/presentation. The Chair of the Board has the right to waive the requirement for a written submission.
- c) Any persons wishing to appear as a delegation shall give their names, addresses, and the name of the group, if any, that is represented.
- d) Generally, presentations/petitions will be received at open Board meetings. Where appropriate, delegations may be heard in Committee of the Whole.
- e) The Board shall hear the delegation at the next regular meeting of the Board or at the earliest possible public meeting.
- f) The delegation will be advised of the time when the presentation will be heard, and will be provided with information on procedures pertaining to such presentations.
- g) Where possible, Administration shall distribute copies of written information regarding any given delegation with the agenda material for Trustees and Senior Administration Team.
- h) Presentations from any individuals or presentations made on behalf of any given group shall be limited to a maximum of 15 minutes, unless an extension of time is granted by formal resolution of the Board passed by the majority of Trustees present.
- i) The Board may make a video or audio recording of any presentation, if it so desires.
- j) The individual petitioner or the spokesperson for the delegation shall present when invited by the Chair to do so.
- k) At the conclusion of a given presentation, Trustees shall confine their remarks to questions for information and clarification.
- l) The hearing will be terminated by the Chair when satisfied that the Board has received as much information from the delegates as is required.
- m) At the conclusion of a presentation, the Chair shall indicate when an answer from the Board may be expected.
- n) In addressing the petition or presentation, the Board may:
  - i. act upon the matter, or
  - ii. table the matter pending receipt of additional information, or

- iii. refer it to committee, the Chair and/or Administration for further consideration and/or action.
- o) The Chair shall be responsible for recognizing all speakers and maintaining proper order and decorum in keeping with established Board policy. Where, in the opinion of the Chair, any person is unduly disrupting the meeting, the Chair may require such person to leave the meeting forthwith and, if necessary, may cause such person to be removed.
- p) Where, in the opinion of the Chair, there is substantive reason to do so, a delegation requesting to appear before the Board at a given meeting may be deferred to the next regular meeting of the Board.

## 2. Petitions Without Delegates

Petitions which are not intended to be supported by the appearance of the petitioners before the Board shall be dealt with as regular correspondence.

## 3. Public Question Period

- a) The Question Period shall allow any resident, student or employee of Pembina Trails School Division, apart from Trustees and senior administrators, to address the Board without serving prior notice and without being required to make a written submission.
- b) Questions posed by the public shall, when possible, be answered immediately by the Chair or by referral to administrative staff. Questions which, in the opinion of the Chair, may require investigation shall be referred to a Board committee, the Chair, and/or the Administration for consideration and later response.
- c) The nature of the address referenced in Section VII. Paragraph 3.(a) shall be limited to questions for information or clarification or to make a general comment to the Board. Requests to the Board to undertake a specific act, whether it be to make a grant of money, keep a school open, or any other concrete act, will not be entertained, and must be made by means of a delegation or other written communication to the Board.
- d) Speakers may offer such objective criticism of the system as may concern them, but the Board shall not hear in an open session personal complaints against any division personnel.
- e) The maximum duration for Question Period at any Board meeting shall be fifteen minutes unless extended by two-thirds majority vote of the Trustees in attendance.
- f) The Chair shall determine the order of speakers and may limit the time available to any one speaker during Question Period.
- g) Where, in the opinion of the Chair, a member or members of the public present is/are unduly disrupting and/or delaying a meeting during the public

question period, the Chair may entertain a motion to adjourn the public question period and, if such motion as passed by the majority of Trustees present, the Chair shall not entertain any additional questions from the public.

## **SECTION VIII**      **NEWS MEDIA SERVICES AT BOARD MEETINGS**

1. The Board believes that one of its paramount responsibilities is to keep the public informed as to its deliberations, policies, and actions. Therefore, the Board encourages the attendance of press representatives at all meetings excepting Committee of the Whole.
2. To facilitate understanding of the proceedings and issues, the Board undertakes to do the following:
  - a) Provide space for press representatives.
  - b) Provide press representatives with a copy of the public agenda supporting materials as decided by the Chair of the Board, Superintendent and Secretary-Treasurer.
  - c) In order that the Board may transact business with dispatch, questions from the press will not be entertained while meetings are in progress. However, the Chair and the Superintendent will be available after each meeting to answer questions of reporters on Board policy and to clarify points of discussion and action.

## **SECTION IX**      **RULES OF DEBATE AND GENERAL MATTERS IN BOARD MEETINGS**

1. General Regulations in Meetings
  - a) Each and every member of the Board has equal rights.
  - b) Every trustee, prior to speaking to any question or motion, shall address the Chair.
  - c) The first person recognized by the Chair as desiring to speak has the right to the floor.
  - d) No trustee shall be interrupted while speaking, except on point of order, on point of privilege, or for clarification.
  - e) When a trustee raises a point of order, the trustee shall ask leave of the Chair to raise a point of order and, after leave is granted, shall state the point of order to the Chair and remain silent until the Chair has stated and decided the point of order. Thereafter, a trustee shall only address the Chair for the

purpose of appealing the Chair's decision to the Board. If no trustee appeals, the decision of the Chair shall be final.

- f) However, if any trustee wishes to appeal the decision of the Chair made in (e) above, an appeal to the Board may be made. If this appeal is seconded, the vote on such appeals shall be taken without debate, except that the mover of the appeal may explain the reasons for appealing and the Chair may explain the reasons for the ruling. The Board shall then decide the question and its decision shall be final.
- g) When any matter is before the Board, the consideration of same cannot be interrupted except on a motion as set out in 2. (a) below.

## 2. Motions

- a) The following categories of motions may be introduced verbally, without written notice and without leave:
  - i. Debatable motions requiring a simple majority:
    - motions to postpone ( to a specific date or time)
    - motions to refer (to a committee or Administration)
    - motions to table (postpone indefinitely).

A motion for postponement takes precedence over a motion for referral and a motion for referral takes precedence over a motion to amend or a vote on the original subject.

The debate of a referral or postponement motion may relate only to whether or not the main question should be referred or postponed. The debate may not extend to a debate of the main question itself.

- ii. Non-debatable motions requiring a simple majority:

- motions to adjourn.

A motion to adjourn is not required at the conclusion of all the business of the agenda.

A motion for adjournment shall always be in order, except when the Board is voting on another question or while a Trustee is addressing the Board.

- iii. Non-debatable motions requiring a two-thirds majority:

- motions for the previous question (that the vote be now taken).

- b) A motion made must be seconded and then repeated distinctly by the Chair or read aloud before it is debated and every motion shall be reduced to writing if the Chair or any trustee so requires.
- c) When a motion has been made, the mover shall have an opportunity of speaking to the motion before any trustee is permitted to do so. In addition, the mover shall have the opportunity to be the final speaker to a motion.
- d) Following debate on a motion, that motion shall be read when requested by any member of the Board, or by the Secretary Treasurer, or any Administrator, before the vote is taken.
- e) Any trustee who has made a motion shall have liberty to withdraw it before debate with the consent of the seconder, without leave being granted by the Board. If debate has taken place thereon, the permission to withdraw is subject to a majority vote of Trustees present.
- f) Any trustee may require the question or motion under discussion to be read at any time during the debate, but not so far as to interrupt a trustee while speaking.
- g) An amendment may be moved on any motion and shall be decided before the original motion, but no more than one amendment to an amendment shall be entertained. An amendment can only modify the motion, not change the intent of the motion.
- h) All amendments shall be put in the reverse order in which they are moved and every amendment submitted shall be decided upon individually or withdrawn before the main question is put to vote. Once all amendments have been voted on, the initial motion, as amended, shall be put to the vote.
- i) By-laws must be given no fewer than two separate readings at two separate Board meetings and require a two-thirds majority of the Trustees present.
- j) A sitting on a given day adjourned from a previous meeting held that day may be considered as forming part of the same meeting.

### 3. Quorum

Refer to Section II. (5).

### 4. Voting Mechanism

- a) No motion once decided shall be rescinded without notice of motion from at least one Board meeting to another and without a majority of the whole Board voting in favour of rescission.
- b) Each Trustee shall be required to vote on every question unless excused by the Chair or by a majority vote of the Board for some particular reason. One reason acceptable for abstention could be an actual conflict of interest as defined in the Public Schools Act or where the trustee desiring to abstain from

voting perceives having a conflict of interest even where such is not considered to be a conflict of interest as defined in the Public Schools Act. If a Trustee abstains from voting without permission of the Chair, this abstention shall be considered as a negative vote.

- c) A motion may be rescinded at the same meeting at which it was passed, provided that the Board, by unanimous consent, votes in favour of rescission.
- d) The recording of yeas and nays on any question shall be recorded only when directed before a vote is taken by a majority of the Trustees present.
- e) Before or immediately after a vote is taken, when Trustees request that their own vote be recorded in the minutes, it shall be so recorded.
- f) If the vote is unanimous, and the Chair so directs, the unanimous vote shall be reflected in the Board meeting minutes.

## 5. Policy Adoption

- a) The following process shall be followed for adoption and/or material amendments of any Board policy/or policy regulation:
  - i. Proposed new policy, policy regulation, or material amendments shall be the responsibility of the appropriate Standing Committee or the Human Resources and Policy Committee.
  - ii. Committee shall develop a new policy, policy regulation, or material amendment in consultation with Administration and any stakeholders as required.
  - iii. Any proposed policy, policy regulation, or material amendment, must receive the approval of the Board, by way of three readings, in order to become policy.
  - iv. First reading shall be considered by the Board upon initial presentation to the Board of the proposed policy, policy regulation, or material amendment. The Board may:
    - approve the proposed policy, policy regulation, or material amendment, for first reading.
    - amend the proposed policy, policy regulation, or material amendment, and approve as amended for first reading.
    - reject the proposed policy, policy regulation, or material amendment.
    - refer the proposed policy, policy regulation, or material amendment, back to the appropriate Standing Committee or Human Resources and Policy Committee for further study and/or revision.
  - v. Second reading of the proposed policy, policy regulation, or material amendment, shall be considered by the Board at the next regular Board meeting.

- vi. Following debate at second reading and, at the same meeting, the Board shall consider the proposed policy, policy regulation, or material amendment, for third and final reading provided that there are no amendments following second reading.
  - vii. If the approval includes an amendment the proposed policy, policy regulation, as amended, shall be presented for third and final reading at the next regular Board Meeting.
  - viii. All policy motions require a two-thirds majority vote of the Trustees present at the Board Meeting.
  - ix. In order to rescind policies, or policy regulations previously passed, the Board must approve the rescission through the same process as the adoption of policy and policy regulations as set out in this section.
- b) Amendments to policies and policy regulations which are not materially substantive may be made by the Board by way of the approval of a single motion passed at a Board Meeting. Multiple readings by the Board or stakeholder consultations are not required for amendments which are not material.

## **SECTION X**                    **STANDING COMMITTEES**

### 1.    General Procedures

- a) Standing committees of the Board shall be established by Board policy or regulations to Board policy. Standing committees will have a permanent life until the committee is discontinued through a change in Board policy or regulations. Standing committees shall consist of three Trustees including the Chair of the standing committee, but not including ex-officio members per (d) below.
- b) The Chair of any standing committee shall be chosen annually at the inaugural meeting of the Board, in accordance with Section I, 3.(a).
- c) The Board shall fix the terms of reference and scope of each standing committee.
- d) The Chair of the Board and the Superintendent shall be ex-officio members of all standing committees in addition to assigned Trustees.
- e) Only Trustees appointed to any standing committee and the Chair of the Board shall have the right to vote at standing committee meetings.
- f) No standing committee has the authority to bind the Board to any decision or commitment. All committee recommendations require Board approval before such recommendations take effect unless authority to effect some action, decision or commitment has been previously conveyed from the Board to the committee.

## 2. Duties of Chairs of Standing Committees

The Chair of any standing committee shall call all meetings of the committee and a proposed agenda for the meeting shall be prepared and distributed to each committee member. The Chair of the committee shall preside at all such meetings and, without in any way restricting the generality of the foregoing, shall:

- a) approve the agenda in advance of each standing committee meeting.
- b) call the meetings to order at the prescribed time.
- c) preserve order and decorum at all such meetings, acting with impartiality and tact.
- d) without departing from the agenda, suggest items of business and guide the discussion.
- e) rule on who shall have the floor to speak.
- f) see that all recommendations to the Board are duly moved, seconded and voted upon.
- g) submit a written report, as prepared by the assigned administrator, to the next possible Board meeting.
- h) act as a representative of the Board at all public functions attended in the capacity as a Committee Chair.
- i) make no statement, announcement, commitment, press or publicity release dealing with Board policies, actions or plans unless authorized by the Board.

## 3. Committee Agenda Preparation

Committee meeting agendas and supporting material shall be prepared by the assigned administrator in consultation with the Committee Chair and shall be distributed to all committee members prior to the meeting date.

Agenda items for a committee meeting may be initiated by Administration, the Committee Chair, or committee members, or may be referred to the committee by the Board as a whole.

## 4. Committee Minutes & Reports

Committee meeting minutes shall be prepared by the assigned administrator and included in the agenda material for the next regular meeting of the Board. The minutes shall include the names of committee members in attendance, the date of the meeting, the times at which the meeting was convened and adjourned, the

substance of the discussion and recommended motions to the Board in proper form.

## SECTION XI            COMMITTEE OF THE WHOLE

1. The meetings of the committee of the whole will be held as required.
2. The committee of the whole shall not remain in session later than 10:30 p.m. unless this paragraph is suspended pursuant to the suspension of the rules of procedure.
3. Notice of all committee of the whole or standing committee of the whole meetings shall be given to all Trustees at least twenty-four hours before the meeting, unless called at a regularly scheduled meeting of the Board. Where possible, the notice shall include an agenda of the items to be discussed, statement of purpose for such items, and supporting documentation concerning each item.
4. Emergency committee meetings of the whole may be held without prior notice and at a time other than at a regular meeting of the Board provided that a majority of the Board agrees and attends the meeting. Emergency committee meetings of the whole are to be called by the Chair of the Board, or, in the absence of the Chair, the Vice-Chair of the Board. In the event that neither the Chair nor Vice-Chair is available, such emergency committee meetings of the whole may be called by another trustee. Every reasonable attempt must be made to contact all Trustees to notify them as to the emergency committee meeting of the whole.
5. Items will not be added to an agenda of a Committee Meeting of the Whole after the agenda has been set and circulated unless an item **proposed to be added after circulation requires consideration by the Board** prior to the next Committee Meeting of the Whole.
6. Each item on the agenda of a Committee Meeting of the Whole shall have an estimated time of duration associated with it.
7. If a request from a Delegation is non-controversial and the position of the Board is readily determinable and unanimous, the matter can be discussed at a Committee Meeting of the Whole following the Board Meeting with the Board reconvening on the same night to pass any motions.
8. No decision taken at any committee meeting of the whole or emergency committee meeting of the whole has the authority to bind the Board to any decision or commitment. All recommendations require approval at a duly constituted Board meeting in order to have force and effect.

9. Without limiting the discretion of the Board to discuss any matter in the committee of the whole, the following will comprise a list of items which may routinely be discussed in the committee of the whole:
- legal opinions respecting the liability of the Board,
  - personnel matters of a confidential nature,
  - medical reports,
  - confidential matters relating to students,
  - senior staff changes,
  - purchase of property,
  - confidential reports of outside organizations,
  - lease or sale of property prior to actual acceptance of offer,
  - negotiation reports
  - budget deliberation.

## **SECTION XII**      **SPECIAL AND ADVISORY COMMITTEES**

1. Special committees formed by the Board shall:
- a) be appointed by the Board to deal with a specific matter or related group of matters.
  - b) if possible, have a time limit within which to operate.
  - c) be appointed at any time deemed advisable by the Board.
  - d) consist of no less than two Trustees, one of whom shall be appointed as Chair.
  - e) meet as soon as possible after appointment and as often as required to expeditiously and efficiently complete its work as stated in the terms of reference.
  - f) have no authority to bind the Board to any decision or commitment.
  - g) assign to each committee at least one administrator who shall be responsible for agenda preparation in consultation with the Chair and recording of committee meeting minutes.
  - h) routinely submit minutes of committee meetings to the Board.
  - i) at completion of its appointed task, prepare a report on all matters dealt with in committee for presentation by the Committee Chair or delegate at the earliest possible Board meeting.
  - j) cause no action to be taken on any matter but shall submit recommendations to the Board for approval.

- k) make no statement, announcement, commitment, press or publicity release dealing with Board policies, actions, or plans unless prepared in writing and approved by the Board.
  - l) be automatically dissolved as a committee upon Board acceptance of the committee report unless asked to continue by the Board.
2. Advisory committees formed by the Board shall:
- a) be established as required by a resolution of the Board.
  - b) have a permanent life until terminated or modified by resolution of the Board.
  - c) provide opportunity to include other individuals in addition to Trustees and administrators in a committee for the purpose of discussing and reviewing aspects of education or operations in the Division.
  - d) be associated with a particular standing committee of the Board and designated by the Board.
  - e) consist of at least one trustee from the standing committee to be a member to the advisory committee.
  - f) appoint the administrator assigned to the standing committee to be responsible for agenda preparation in consultation with the Chair and recording of committee meeting minutes.
  - g) be comprised of individuals as recommended by the standing committee and approved by the Board. Following Board approval, the standing committee shall arrange to solicit membership for the advisory committee.
  - h) routinely submit minutes of committee meetings to the Board.

### **SECTION XIII**      **TRUSTEE-ONLY MEETINGS**

1. Trustee Only Meetings are meetings held in-camera and, normally, without any member of the Administration present. Trustee Only Meetings shall be called through the Chair of the Board.
2. Notice of a Trustees Only Meeting may form part of the notice for a Board meeting. The notice of the Trustees Only Meeting may include the agenda item to be discussed and the purpose.
3. Any resolutions arising out of a Trustees Only Meeting must be passed at a meeting of the Board in order to have force and effect.

**DONE AND PASSED** by the Board of Trustees of the Pembina Trails School Division, assembled at Winnipeg, in the Province of Manitoba.

**FIRST READING** \_\_\_\_\_ day of \_\_\_\_\_ A.D., 2002

**SECOND READING** \_\_\_\_\_ day of \_\_\_\_\_ A.D., 2002

**THIRD READING  
AND PASSED** \_\_\_\_\_ day of \_\_\_\_\_ A.D., 2002

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Chair of the Board

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Secretary-Treasurer

The original By-Law No. 1 received:

First Reading - 25<sup>th</sup> day of July, 2002

Second and Third Reading and Passed - 29<sup>th</sup> day of August, 2002

Signed by: Co-Chair of the Board - K. Velthuys  
Secretary-Treasurer - Craig M. Stahlke

By-Law No. 21 received Second and Third Reading and Passed - April 14, 2005

By-Law No. 34 received Second and Third Reading and Passed - October 19, 2006

By-Law No. 48 received Second and Third Reading and Passed – April 14, 2009