



## Bylaws Review Ad Hoc Committee Agenda

BRC:002A

Tuesday, February 9, 2021

12:30 p.m.

Electronic Meeting

### Trustee Members:

Shelley Laskin (Chair), Trixie Doyle, Yalini Rajakulasingam, Manna Wong

	<b>Pages</b>
1. Call to Order and Acknowledgement of Traditional Lands	
2. Approval of the Agenda	
3. Declarations of Possible Conflict of Interest	
4. Delegations	
To be presented	
5. Review of Key Themes: List of Proposed Revisions and Items for Consideration	1
6. Bylaws Review Timeline	7
7. Adjournment	

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**LIST OF PROPOSED REVISIONS AND ITEMS FOR CONSIDERATION**  
 (the list will be shared with all Trustees for input)

Key Theme		Proposed Change/Consideration	Bylaw Subsection
<b>COMMITTEES</b>	Attendance	1. Should pregnancy/parental exception also apply to Committees? If so, revise section 5.7.3 and place it after current section 5.7.11 2. Should we revisit this section [5.7.1] now that we have Zoom and the participation level of remote trustees is a little different from just phoning in.	1. (5.7.3./5.7.11) 2. (5.7.1)
	Committee of the Whole	1. Need to confirm concept of the Committee of the Whole: a meeting format vs. a committee 2. Consider rewording definition of the Committee of the Whole 3. Decide whether any rules regarding the CW should be spelled out in the Bylaws (e.g., Chair/Vice-Chair, no need for scheduling and advance notice as long as the Board meeting was properly scheduled.) 4. Should delegations be permitted at CW meetings? 5. Review 4.5.5 – Convening in CW by majority vote.	1. (1.6) and (4.5.5) 2. (1.6) 3. TBC 4. (5.16) 5. (4.5.5)
	Mandates/Terms of Reference	1. Limit PPC’s mandate (cannot duplicate other committee work) 2. Explicitly include ‘Bylaw Review’ in GPC mandate 3. Require terms of reference for every Committee - Concern that this [4.1.2] is not followed as committees have been struck which have mandates, but not terms of reference. <i>Suggestion was to create a template with standard terms of reference for Board committees to use make the process easier.</i>	1. (4.5.3.g) 2. (4.6.4) 3. (4.1.2)
	Reporting to Board (what & when)	1. Requested more details on reporting - what must be included in a report, when it must go to the Board, etc. Suggested that a report of all committee meetings must go to the following Board meeting so the Board has a	1. (4.3.2)

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		record of all committee work.	
	Clarification on Non-Trustee Members	1. Clarify exactly which Committees (e.g., audit, negotiations, etc.) can have staff and outside parties as members 2. Consider meetings and rights of non-member Trustees. Clarify if any committees are closed to trustee non-members	1. (4.4.8)  2. TBC
	Community Advisory Committees	1. Consider mechanism to ensure up-to-date - <i>The list does not include the LGTBQ2S CAC. Do we need to list the committees? Is there a way to easily update the bylaws if we establish or dissolve a CAC?</i>	1. (4.10.2)
	Chair/Vice Chair Election Procedure (add to Bylaws?)	1. Consider incorporating the procedure into Bylaws	1. (3.4)
<b>MEETINGS – RULES AND PROCEDURES (PART ONE)</b>	Agenda	1. Clearing – Best practice vs embedded in Bylaws 2. Background materials (enforcement of deadlines)	1. (5.12.1) 2. (5.12.2)
	Approval of reports for receipt	1. Consider whether reports for receipt should be voted on. Under current practices, oral updates, Director’s leadership reports, reports from trustees representing the Board at external organizations, student trustees’ reports, etc., are not voted on. Theoretically, what would it mean if a report for receipt is not carried/passed? Clarify that receipt does not imply that any recommendations in the report have been approved – i.e. approval for recommendations is only given if the recommendation itself is moved as a motion separate from receipt of the report.	1. TBC

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	Notice of Motion	<ol style="list-style-type: none"> <li>1. Confirm that at a Committee a notice of motion can be submitted by a member of the Committee only.</li> <li>2. Confirm if a notice of motion provided by mover/seconded as advance notice, must be moved at a subsequent meeting by the same mover/seconded.</li> <li>3. Refrain from using term “Notice of motion for consideration” in agenda materials.</li> </ol>	<ol style="list-style-type: none"> <li>1. (5.15)</li> <li>2. (5.15)</li> <li>3. (5.15)</li> </ol>
	Suspending Provision of Bylaws	<ol style="list-style-type: none"> <li>1. “Committees are not permitted to suspend any provision of the Bylaws.” We have asked to have the rules around speaking time changed at CW/PPC by making a motion to suspend the bylaws. Do we want to change the bylaws to allow this, or should we stop allowing bylaw suspensions in this committee?</li> </ol>	<ol style="list-style-type: none"> <li>1. (1.2.2)</li> </ol>
	Mover/Seconded requirement to put an Agenda Item on the Floor	<ol style="list-style-type: none"> <li>1. Consider removing this requirement. If mover/seconded are still required, should we apply the requirement consistently, and allow the mover to speak last, as per regular procedure for moving a motion.</li> <li>2. Suggested that these two items [5.15.7 and 5.15.8] be put together for more clarity. Some trustees quote the first part, but forget the second.</li> </ol>	<ol style="list-style-type: none"> <li>1. TBC – stated in training documents (Dec 18, 2020, Chairs/Vice-Chairs training materials)</li> <li>2. (5.15.7) and (5.15.8)</li> </ol>
<b>MEETINGS – RULES AND PROCEDURES (PART TWO)</b>	Electronic Participation	<ol style="list-style-type: none"> <li>1. Amend section 5.8 Electronic Participation to include provisions from governing Ontario Regulation 463/97 under the Education Act.</li> <li>2. Review (5.7.1) with Covid lens (participation level of remote trustees vs phoning in)</li> </ol>	<ol style="list-style-type: none"> <li>1. (5.8)</li> <li>2. (5.7.1)</li> </ol>
	Voting (majority definition)	<ol style="list-style-type: none"> <li>1. Review definition of majority vote requirement as current definition refers, by default, to a majority of all members (not just present).</li> </ol>	<ol style="list-style-type: none"> <li>1. (1.6)</li> </ol>
	Delegations Procedure	<ol style="list-style-type: none"> <li>1. Consider removing delegation procedure from appendix to the Bylaws</li> </ol>	<ol style="list-style-type: none"> <li>1. Appendix and (5.16.)</li> </ol>
	Debate	<ol style="list-style-type: none"> <li>1. Ending debate - Amend to require 2/3 majority</li> <li>2. Standing - Suggested change to members and</li> </ol>	<ol style="list-style-type: none"> <li>1. (5.13.15-16)</li> <li>2. (5.13.4)</li> </ol>

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		participants who are present in person will stand.	
	Emergency Business	1. Consider revising definition or measures to prevent overlooking the conditions/criteria of emergency business.	1. (1.6) and (5.12.7)
	Reconsideration of previous business	1. Amend 5.15.20(d) to remove “Committee”: “Motions that are not amendable include: (d) Reconsider a previous decision of the Board (at Committee)”. 2. Reconsideration of previous decisions of the Board: do we need to keep 12 month restriction if any previous decision can be reconsidered with 2/3 majority? Sections 5.15.26 and 27 are not aligned. 3. Do we want to indicate a term after which a discussion would not be defined as reconsideration but rather a regular consideration? Tracking all previous decision of the Board beyond 5-year frame is difficult/time consuming.	1. (5.15.20d)  2. (5.15.26) and (5.15.27)  3. (5.15.26 – 5.15.29)
	Motions	1. Withdrawal of motions - clarify 2. Question of personal privilege – what is the power or within the ability of the Chair/Committee/Board? 3. Motions expending funds – suggested change to include “FBEC” and “any other appropriate committee” 4. Appeal Chair’s ruling	1. (5.15.3) 2. (5.15.40)  3. (5.15.6)  4. (5.15.35) and (5.15.45)
<b>ACCESSIBILITY, FORMAT AND STYLE</b>	Title	1. Consider if the title should stay or should be amended. “Bylaw” vs. “Bylaws”, are sections of the document separate bylaws?	1. Title Page
	Clear language review	1. Do we want to simplify the Bylaws and apply clear and simple language approach that is applied to policy writing? 2. Do we want to keep specialized terms and phrases that are not common outside parliamentary procedure vocabulary?	1. All  2. All  3. (5.15.14)

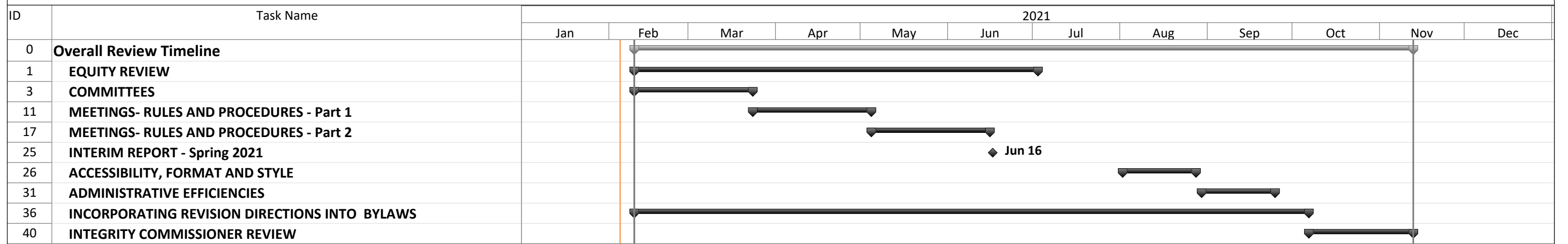
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		3. Related motions – do we want to simplify and adopt one, such as “defer”?	
	Document structure	1. General Discussion	1. All
	Accessibility (AODA) review	1. General Discussion	1. All
<b>ADMINISTRATIVE EFFICIENCIES</b>	Scheduling	1. Reschedule private CW meetings from before Board Meetings to before public CW meetings 2. Implement 5:00pm start time for Board Meetings 3. Clarify Committee Chairs and Director’s scheduling powers 4. Align Org Board date with Chair/Vice Chair terms	1.TBC 2. TBC 3. (2.6.3) and (5.1.4) 4. (3.2.2) (3.4.7)
	Cancelling Board / Committee meetings	1. Clarify who has the authority.	1. (5.2.1)
	Celebrations at Board Meetings	1. Discontinue/Minimize lengthy celebrations at Board	1. (5.12.14)
	Training for Trustees	1. General Discussion	1. TBC

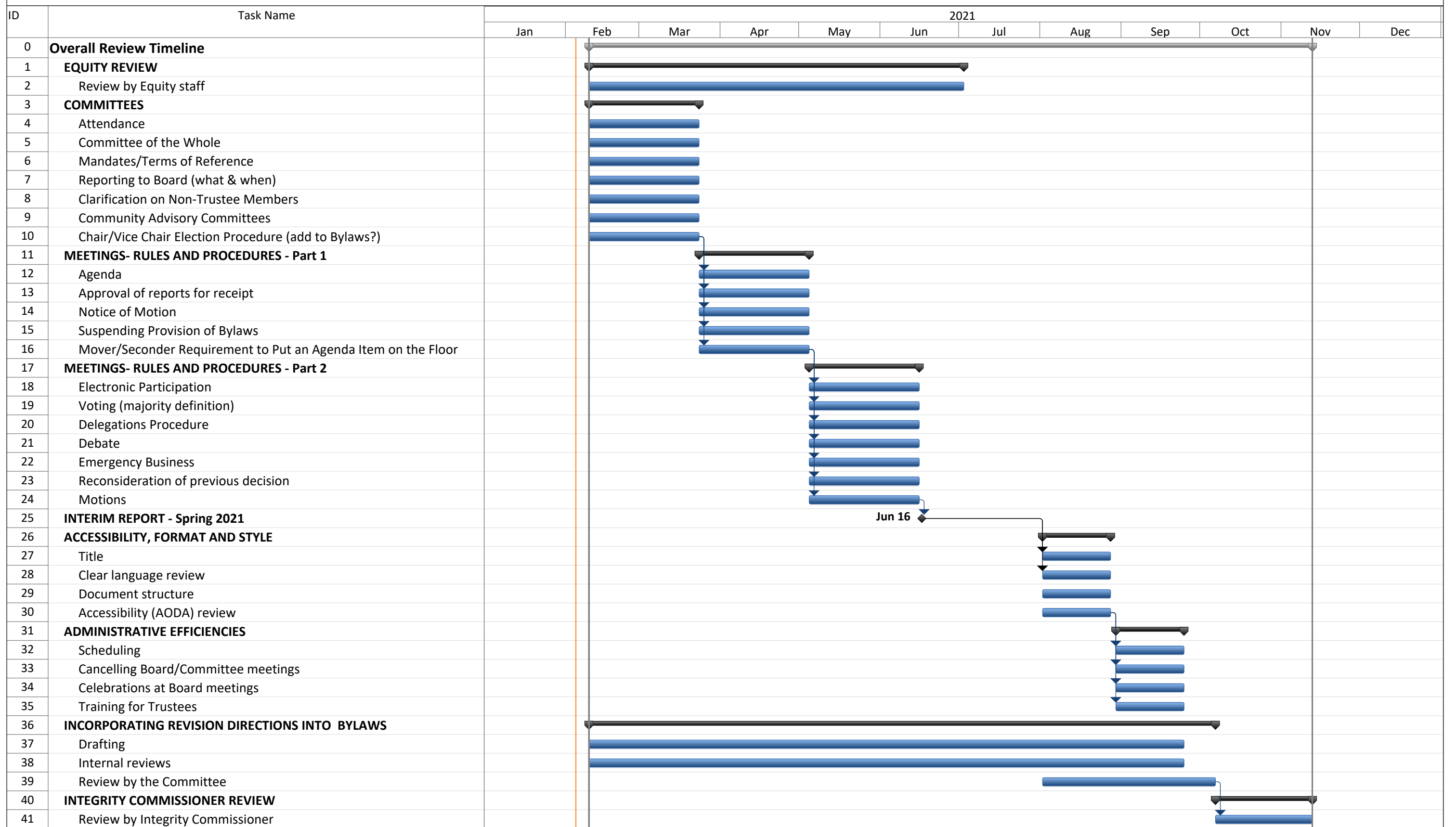
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BYLAWS REVIEW TIMELINE



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### **Acknowledgement of Traditional Lands**

We acknowledge we are hosted on the lands of the Mississaugas of the Anishinaabe (A NISH NA BEE), the Haudenosaunee (HOE DENA SHOW NEE) Confederacy and the Wendat. We also recognize the enduring presence of all First Nations, Métis and Inuit peoples.

### **Reconnaissance des terres traditionnelles**

Nous reconnaissons que nous sommes accueillis sur les terres des Mississaugas des Anichinabés (A NISH NA BAY), de la Confédération Haudenosaunee (HOE DENA SHOW NEE) et du Wendat. Nous voulons également reconnaître la pérennité de la présence des Premières Nations, des Métis et des Inuit."

### **Funding Information Requirement**

At the special meeting held on March 7, 2007, the Board decided that to be in order any trustee motion or staff recommendation that would require the Board to expend funds for a new initiative include the following information: the projected cost of implementing the proposal; the recommended source of the required funds, including any required amendments to the Board's approved budget; an analysis of the financial implications prepared by staff; and a framework to explain the expected benefit and outcome as a result of the expenditure.

### **[1]Closing of certain committee meetings**

(2) A meeting of a committee of a board, including a committee of the whole board, may be closed to the public when the subject-matter under consideration involves,

- (a) the security of the property of the board;
- (b) the disclosure of intimate, personal or financial information in respect of a member of the board or committee, an employee or prospective employee of the board or a pupil or his or her parent or guardian;
- (c) the acquisition or disposal of a school site;
- (d) decisions in respect of negotiations with employees of the board; or
- (e) litigation affecting the board. R.S.O. 1990, c. E.2, s. 207 (2).

(2.1) Closing of meetings re certain investigations – A meeting of a board or a committee of a board, including a committee of the whole board shall be closed to the public when the subject-matter under considerations involves an ongoing investigation under the Ombudsman Act respecting the board