

Appendix to Governance  
Report #6

March 5 2024



## **Board of Trustees Governance Manual**

**NOTE: Formatting will be completed following approval at Board**

**XXXX 2024**

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## **1.0 GENERAL**

### **1.1 Purpose**

The HWDSB Board of Trustees Governance Manual serves as a guide for Trustees in their commitment to pursue HWDSB's mission, commitment, and priorities. The Manual emphasizes the overarching values and accountabilities that directs the work of the Board of Trustees.

The HWDSB Board of Trustees Governance Manual also allows students, staff, those aspiring to become Trustees, and the public, to understand the role and commitments of the Board of Trustees. The Manual supports informed and productive engagement between the Board of Trustees and the public.

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## 1.2 Values

In furtherance of the goals of HWDSB as outlined in the Ontario Education Act, Trustees shall, in their decision-making, work to promote a positive climate that is inclusive and accepting of students, staff, and the public, including persons of all races, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, gender identity, gender expression, age, marital status, family status or disability.

HWDSB's Board of Trustees supports learning and working environments that are welcoming, respectful, accessible, and free from discrimination and harassment.

HWDSB's Board of Trustees respects the value brought by the diverse experiences of all Trustees and other leaders and is committed to listening to the diversity of thoughts as an integral part of decision making and operations. The Board of Trustees strives to empower historically and currently underserved voices equitably through anti-colonial, anti-racist, and Indigenous lenses as part of addressing issues of systemic discrimination and marginalization. The Board of Trustees provides informed leadership and direction for equity, diversity, and inclusion throughout HWDSB.

### 1.3 Definitions

*By-Law* refers to the rules of order for board and committee meetings.

*Disqualified from voting* means not permitted to vote for a legal reason, usually a declared possible conflict of interest.

*Majority vote* means a majority of the votes cast.

*Majority of the members of the Board/Committee* means a majority of the total number of members regardless of how many votes are cast.

*Member* means an elected Trustee who is a member of the Board or committee.

*E.A.* indicates a reference to the Education Act.

*Private Matters* indicate matters 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; decisions in respect of negotiations with employees of the board; or litigation affecting the board. R.S.O. 1990, c. E.2, s. 207 (2).

*Quorum* means a majority of members and unless otherwise stated, required for a meeting.

## 2.0 Roles and Responsibilities

### 2.1 Role of the Board of Trustees

The Education Act provides for the establishment of four types of district School Boards: English public, English Separate, French public, and French Separate. Locally elected School Boards are responsible for operating publicly funded schools within their jurisdiction and for the delivery and quality of educational programs and services. Legal accountability for the decisions of the Board of Trustees applies to the School Board as a corporate entity rather than to individual trustees.

HWDSB's Board of Trustees is committed to the pursuit of HWDSB's [Multi-Year Strategic Plan](#).

A Board of Trustees functions as a cohesive whole, providing a clear sense of purpose and direction to the entire system on behalf of the community it serves. Its focus is on improving student achievement through effective policymaking, visionary planning, evaluating student outcomes, inclusion of Indigenous knowledge, and identifying major implications for the school district.

In accordance with Section 169.1, of the *Education Act*, the Board of Trustees is required to:

- a. Promote student achievement and well-being.
- b. Ensure the effective stewardship of the Board's resources.
- c. Deliver effective and appropriate education programs to its pupils.
- d. Develop and maintain policies and organizational structures that promote the goals of the HWDSB.
- e. Monitor and evaluate the effectiveness of policies developed by the Board in achieving its goals and the efficiency of the implementation of those policies.
- f. Develop and review annually a Multi-Year Strategic Plan in accordance with section 169.1(1)(f) of the Education Act.
- g. Monitor and evaluate the performance of the Director.



## 2.2 Role of Individual Trustees

In addition to the responsibilities within the Education Act, the role of individual Trustees may also include:

- a. Attend and actively participate in meetings of the Board and Committees.
- b. Bring forward concerns of students, parents, and community members to the attention of the Board.
- c. Reflect community needs and voice while also providing leadership in decision-making for the system.
  - Balance community needs while balancing system decisions.
- d. Participating in school visits/functions/school council meetings in collaboration with the Principal and Superintendent.
- e. Provide and present updates about the schools within their communities through Ward Information Nights (WINs), with supports and resources provided by the School Superintendent and other staff as appropriate.

As a member of the Board, individual Trustees may also be asked to:

- a. Act as a representative of the Board at official functions.
- b. Participate in provincial Trustee organizations and committees.
- c. Attend and participate in conferences, workshops, etc. to be kept informed of current/emerging educational issues.

Trustees shall be expected to model the following practices as per the Trustee Code of Conduct, for example:

- a. Make decisions in a manner which are open, accessible, and transparent.
- b. Be open minded when approaching issues before the Board and prepared to make the best decision for the system.
- c. Be respectful of differing points of views and ensure remarks made are related to the issue being discussed. Any discourteous language, reference to personalities or statements contravening the Ontario Human Rights Code, the Charter of Rights and Freedom, HWDSB Human Rights Policy or the Trustee Code of Conduct will not be tolerated.
- d. Conduct the business of Board through the appropriate channels.
- e. Ensure that public office is not utilized for personal gains.
- f. Protect the integrity of the Board.

Additionally, Trustees shall:

- a. Safeguard and keep confidential, materials and information discussed or placed in confidence with Trustees.
- b. Exercise their power to govern only as a trust of the corporate body, not as an individual.
- c. Comply with the HWDBS Trustee Code of Conduct.
- d. Declare any pecuniary conflict of interest, whether direct or indirect, in accordance with the Municipal Conflict of Interest Act at Board and Committee meetings.
- e. Uphold the implementation of any Board resolution after it is passed by the Board.

### News Media:

Working with news media is an integral part of being an elected official. The working relationship between the Board of Trustees and news media is essential as often times the media assists in disseminating information about local and system school board activities to the communities HWDSB serves.

The Chair is the spokesperson for the Board. However, individual Trustees may speak with media about issues related to school board business. When Trustees speak to the media, they should be clear it is on their own behalf and not on behalf of the Board.

Staff are available to assist Trustees with gathering and providing additional information related to the requested topic. Trustees seeking assistance are encouraged to contact the Officer of Trustee Services and/or the Senior Manager, Communications and Community Engagement.

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## 2.3 Chair of the Board

The Chair of Hamilton-Wentworth District School Board (HWDSB) is a servant of the Board of Trustees and therefore its purpose is to safeguard the integrity of the HWDSB's processes and represents the Board of Trustees to the broader community. The Chair ensures that each Trustee has a full and fair opportunity to be heard and understood by the other members of the Board of Trustees in order that collective opinion can be developed, and a corporate decision reached. The ability of the Board of Trustees to discharge its obligations is enhanced by the leadership and guidance provided by the Chair.

The Chair of the HWDSB has authority for these duties as granted by the Board of Trustees:

1. To be the official spokesperson for the Board of Trustees in relation to all external communications on matters under consideration by board, as well as explaining board positions and decisions, including budget and policy decisions.
  - The Chair of the Board may designate media requests to Committee Chairs, depending on the nature of the request, as it relates to the committee agenda/mandate
  - The Chair of the Board may also redirect media requests on ward-specific initiatives to individual Ward Trustees
2. To promote the interests of a diverse school system.
3. To ensure fairness and inclusivity in Board of Trustees deliberations and decision-making processes.
4. To aid in establishing and maintaining good relations with students, staff, parents and community members which the Board of Trustees serves.
5. To preside at Board of Trustees meetings, Board of Trustees public and in camera sessions and at informal meetings of the trustees.
6. To ensure that the Board of Trustees engages in an annual review or self-evaluation of its effectiveness.
7. To present an address in celebration of achievements of the Board of Trustees over the past year at the last meeting of the term (November Board meeting).
8. To be a member of the Governance Committee.
9. To meet with the Director of Education to keep an overview of the Board of Trustees' business and to provide support as appropriate.
10. To establish effective strategies to communicate with the other trustees, and to consult in a timely fashion with fellow trustees regarding pertinent information concerning Board of Trustees business and actions privy to the Board Chair.
11. To make use of all training and access resources such as equity, diversity, and inclusion training.
12. To be an ex officio member of committees comprised of Trustees only with voting privilege only if their attendance is needed to make a quorum.
13. To act as one of the signing officers of the Board of Trustees.
14. To provide advice and support to all members of the Board of Trustees, including Student Trustees and Shakowennakara:tats (in collaboration with the Student Trustee Mentor, Table Mentors and designated staff), when requested. The Chair is not responsible for reviewing comments, questions or statements in advance of any meetings

(unless requested by a member), however, all members' comments, questions or statements are expected to be issue-based on topic, not personal and respectful of all members of the Board as well as students and staff.

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## 2.4 Vice Chair of the Board

The Vice-Chair of the Board is elected by the Board of Trustees to share the leadership role of the Chair. The Vice-Chair assists the Chair in ensuring that the Board operates in accordance with its own policies. The Board of Trustees' ability to discharge its obligations is enhanced by the leadership and guidance provided by the Vice-Chair.

The Vice-Chair of the Board of Trustees has the following duties:

1. To perform all the duties of the Chair when the Chair is absent.
2. To ensure fairness and inclusivity in Board of Trustees deliberations and decision-making processes.
3. To preside at Standing Committee/Committee of the Whole sessions, Board of Trustees public and in-camera.
4. To participate in developing and tracking the agendas of the Standing Committee/Committee of the Whole meetings.
5. To be a member of the Governance Committee.
6. To be an ex officio member of committees comprised of trustees only with voting privilege only if his/her attendance is needed to make a quorum.
7. To perform duties and responsibilities assigned by the Board Chair.
8. To be an alternate signing officer of the Board of Trustees.
9. To act as mentor the for Student Trustees in the absence of another designated Trustee or Shakowennakara:tats mentor.

## 2.5 Student Trustees

HWDSB Board of Trustees commits the following to Student Trustees:

- a. The Board of Trustees is committed to hearing the voices of the student population and will ensure that the student perspective is considered in the decisions of the members of the Board of Trustees.
- b. Since Student Trustees are students in the HWDSB, the Board of Trustees and HWDSB have an obligation to ensure that Student Trustees are always in a safe environment and are properly and professionally supervised at all times, just as if they were in a classroom. This includes ensuring that the Student Trustees have training, resources, and on-going professional and appropriate support at all times.
- c. The Board of Trustees also takes responsibility for communicating with students and ensuring student engagement. Communication includes listening to students and understanding their needs and values, as well as ensuring that Board of Trustees decisions are understood by students. The Board of Trustees commits to working with the Student Trustees to create regular and on-going opportunities for this two-way communication between the Board of Trustees and students at large. Student Trustees will have the opportunity to work with the Board of Trustees to design mechanisms for communication and will have resources and support from Board of Trustees and the HWDSB.

The Board of Trustees will have at least 2, and not more than 3 Student Trustees (Ontario Education Act, [O. Reg. 7/07](#), section 3) one of whom shall be from the Shakowennakara:tats community.

### *Purpose of Student Trustees*

1. The Board of Trustees is committed to including the voices of the student population and will ensure that the student perspective is considered in the decisions of the members of the Board of Trustees. One method of ensuring that students are heard is through the positions of the elected Student Trustees.
2. Student Trustees are elected to represent the interests of students on the Board of Trustees (Education Act, Section 55 (1)). The Board of Trustees expects that the Student Trustees represent the interests of students during deliberations of the Board of Trustees.

### *Obligation of the Board of Trustees to Student Trustees*

3. The Board of Trustees takes responsibility for communicating with students and ensuring student engagement. Communication includes listening to students and understanding their needs and values, as well as ensuring that Board of Trustees decisions are understood by students. The Board of Trustees commits to working with the Student Trustees to create regular and on-going opportunities for this two-way communication between the Board of Trustees and the students. Student Trustees will have the opportunity to work with the Board of Trustees to design mechanisms for communication and will have resources and support from Board of Trustees and the HWDSB.
4. Since Student Trustees are students in the HWDSB, the Board of Trustees and HWDSB have an obligation to ensure that Student Trustees are always in a safe environment and are properly and professionally supervised at all times, just as if they were in a classroom. This includes ensuring that the Student Trustees have training, resources, and on-going professional and appropriate support at all times.

### *Role of Student Trustees*

5. The Education Act says that Student Trustees shall have the ***same opportunities for participation*** at all meetings of the Board of Trustees and of its committees as Trustees have (Section 55 (5)). The Act also says that Student Trustees have the same access to Board of Trustees resources and opportunities for training as Trustees have. (Section 55(7)). However, the legislation limits the role of Student Trustees as follows:
  - a. Student Trustees are not members of the Board of Trustees and therefore not entitled to exercise a binding vote *Section 55(2)*.
  - b. Student Trustees cannot make a motion but can suggest a motion (Section 55 (4)).

#### *Rights of Student Trustees*

6. Despite the limitations of the legislation, the Board of Trustees believes that Student Trustees are entitled to:
  - a. Full participation at Trustee meetings
  - b. Payment (at minimum, the honorarium stipulated by the Ontario Education Act, and consideration of academic credit),
  - c. Full and on-going training, orientation and support regarding their role including:
    - o Best practices in governance,
    - o Expectations for preparedness, attendance, input during discussion, making motions, suggesting agenda items, and all procedural rules including how to bring forth an agenda item.
  - d. Resources and assistance, including knowing who they can contact whenever they have a question and who their mentors are,
  - e. Professional development opportunities (see section 3.3, provision 13 (“Conferences and Expenses”)).
  - f. Awareness of their protection against liability,
  - g. Understand the role of their input, including safety of their participation and the right to be heard.

#### *Mentors and Orientation*

7. The Board of Trustees will always ensure that at least one Trustee is available to act as mentor for the Student Trustee. The role of mentor for the Student Trustee is to facilitate a safe environment for participation as the Student Trustee is a student in the HWDSB. The mentors will sit with and advise the Student Trustee during Board of Trustees meetings. The mentor is also an advisor, counsellor, teacher and protector. Therefore, the selection of the mentor is important, and the Student Trustee has the right to choose their mentor Trustee or Trustees. All other Trustees on the Board of Trustees also have the same obligation to provide them with a safe environment to participate and learn.
8. Orientation for the newly elected Student Trustees shall be provided by the Trustee Mentor, outgoing Student Trustees, Officer of Trustee Services and Superintendent responsible for Student Trustees. Orientation sessions will take place prior to the end of the term of the outgoing Student Trustees and throughout the school year. During their term, Student Trustees may request additional information or assistance, as required.

9. If a student trustee is under the age of 18, the parent/guardian/caregiver will be invited to attend all meetings.

#### *Access to Board of Trustees Resources*

10. Student Trustees have the same access to professional development opportunities, conferences, etc., as provided to Trustees. The Student Trustees shall have the same access to material and information as Trustees to allow for participation at meetings of the Board of Trustees and at meetings of committees of the Board of Trustees. Student Trustees should experience no barriers to participation.

#### *Expectations of Student Trustees*

11. Student Trustees are expected to know the HWDSB Board of Trustees Governance Manual, including all by-laws of the Board of Trustees, e.g., attendance, behavior

#### *Conferences and Expenses*

12. Student Trustees may attend all Ontario School Trustees' Association (OSTA) conferences, when possible. When travel is required outside the jurisdiction of the Board of Trustees when carrying out the responsibilities of a student trustee, and when under the age of 18, parental consent is required, and travel expenses will be paid to the student in advance. Any expenses incurred for conferences or otherwise reasonably incurred in connection with carrying out the duties of Student Trustee will be paid in advance.

#### *Inclusive Participation*

13. To ensure a fair representation of Student Trustees, the HWDSB shall actively put in place structures that encourage inclusive participation of students from diverse backgrounds and identities.

#### *Conflict of Interest and Code of Conduct*

14. Since Student Trustees are not members of the Board of Trustees, the conflict-of-interest provisions in the *Municipal Conflict of Interest Act* does not apply to them. However, they are bound by the Attendance and Conflict of Interest Guidelines, which state that they must declare their conflict and excuse themselves from discussions that would lead to a conflict of interest, as set out in the Guidelines.
15. During discussion of the matter that gives rise to a conflict, the Student Trustee cannot participate in the discussion, cannot attempt to influence the vote of Board of Trustees members, is not entitled to a recorded vote, and cannot suggest a motion.
16. In the event that there is a conflict of interest at a closed meeting, the Student Trustee must leave the meeting during the time that the matter giving rise to the conflict is being discussed. When a Student Trustee leaves for this reason, this must be recorded in the minutes of the meeting.
17. Student Trustees are also bound by the Code of Conduct Policy which applies to all Trustees (see section 2.4).

#### *Selection Process and Vacancy*

18. Two Student Trustees will be elected by their peers, with an election being held no later than the last day of February on an annual basis. One Shakowennakara:tats will rise up through CC:ROSE no later than the last day of February on an annual basis. If the Board of Trustees determines that a vacancy shall be filled, it shall be filled by a by-election or an appointment, depending on the vacancy.



### *Motions & Notices of Motions*

19. Student Trustees and Shakowennakara:tats are eligible to recommend a motion(s) or submit notices of motion with the sponsorship of an elected Ward Trustee who will support the Student Trustee and provide a safe environment.
20. During a meeting (board or committee), students may, with sponsorship of an elected Ward Trustee, request an amendment to a motion already on the floor OR may request a motion be made in response to an item on the agenda.

### *Requests for A Special Board Meeting*

21. Student Trustees can make a request for a special meeting to the Chair and Director.

Please see [Ontario Education Act RSO 1990, Section 55](#) entitled Student Trustees, and Education Act, [O. Reg. 7/07](#), for complete details on legislative requirements and limitations on Student Trustees

## **2.6 Director of Education**

The Director of Education is both the Chief Education Officer and the Chief Executive Officer of the Hamilton-Wentworth District School Board (HWDSB), as well as the Secretary to the Board. The Director of Education is the sole employee of the Board of Trustees and as such, is accountable to the Board of Trustees and, through statute, to the Minister of Education for the organization and operation of Hamilton-Wentworth District School Board. All Board authority delegated to staff is delegated through the Director of Education.

The Board of Trustees entrusts the daily operations of the school board to the Director of Education.

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## 2.7 Committee Chairs

The role of a committee chair is to preside over committee meetings, work with staff to develop the meeting agendas, conduct the meetings in accordance with the Rules of Meetings within the Governance Manual and provide input on behalf of the committee to staff on the committee workplan.

### Trustee Special Committees

- Each Trustee Special Committee shall be chaired by a committee member appointed by the Board of Trustees during the Organizational Board Meeting
- All Chairs of Trustee Special Committees will be available for consultation with staff at his/her request.
- Committee Chairs will put forward recommendations to the Board on behalf of the committee through presentation of the committee report at a Board Meeting

### Committee Chairs (Community Advisory Committees)

- Community Advisory Committee Chairs shall be a committee member, who is appointed by the individual committees
- Chairs of Community Advisory Committees are responsible for reviewing the final committee report shared by staff that is to be presented at an upcoming Board Meeting. The report itself is presented to the Board by the Trustee(s) liaison to the committee

## **3.0 Meetings of the Board**

### **3.1 Organizational Board Meeting**

1. The purpose of the organizational Board meeting shall be to:
  - a. Elect the Chair of the Board
  - b. Elect the Vice-Chair of the Board
  - c. Consider the establishment and re-establishment of Trustee Special Committees and appoint members and elect Trustee Special Committee Chairs
  - d. Consider the establishment and re-establishment of Community Advisory Committees and appoint members
  - e. Appoint members of legislated committees
  - f. Appoint members to represent the Board on external organizations
  - g. Adopt a schedule of meeting dates and times for regular Board and Standing Committee meetings for the following year, if the Board has not yet done so (E.A. 208(6), 170.4)
2. The organizational meeting of the Board in each year shall be held not later than eight days following the beginning of the term of office (E.A. 208(4)).
3. The Director shall preside until the Chair of the Board is elected (E.A. 208(4)).
4. If the meeting is also an inaugural meeting, the Director shall read the election returns as certified by the clerks of the municipalities whereupon the elected members shall take their places.

Election of the Chair and Vice-Chair shall be conducted as follows:

5. The term of office in each case shall be one year, or until a successor is elected:
  - a. The Chair of the Board. Upon election, the Chair shall take over chairing the meeting.
  - b. The Vice-Chair of the Board shall assume the role of chair in the absence of the chair.
6. The trustees shall appoint two staff members as scrutineers. A candidate may appoint a trustee to act as an additional scrutineer.
7. Elections shall be administered by secret ballot.
8. The Chair shall call for nominations. Nominations do not require seconders.
9. Candidates shall be permitted to nominate themselves.
10. Nominations shall be closed at the call of the Chair.
11. The candidates may give speeches in the reverse order of nomination and limited to a duration of five minutes.
12. The scrutineers shall inform the Chair of the election results. The Chair shall announce the results. There shall be no further disclosure of the vote results.

13. If no candidate receives a majority of the valid votes cast, the candidate with the fewest votes shall be dropped from the ballot and another vote taken.
14. If no one receives a majority of the valid votes cast and there is a tie for last place, the vote shall be conducted once more. If a tie for last place is repeated, a draw shall be conducted among the candidates who are tied and the candidate losing the draw shall be dropped from the ballot.
15. If there is a tie vote on the final ballot, the vote shall be conducted once more before drawing lots (E.A., 208(8)).
16. During or before the organizational meeting each year, the Board shall approve a schedule of meeting dates and times for regular Board and Standing Committee meetings for the following year. The schedule may be revised by the Board (E.A., 208(6), 170.4).

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### 3.2 Special Board

1. The Chair of the Board shall Chair Special Board meetings.
  - a. Should it be necessary for the Chair of the Board to leave the Chair, the Vice-Chair of the Board shall be called upon, or, in the Vice-Chair's absence, one of the members, to act as Chair. The Vice-Chair or any member temporarily occupying the Chair shall discharge all the duties and enjoy all the rights of the Chair.
2. The Chair of the Board, in consultation with the Director, shall be responsible for the content of the agenda
3. Special Board meetings may be called:
  - a. By the Chair and the Director for the purpose of dealing with emergent matters
  - b. By the Chair, or by the Director on the request of a majority of the members of the Board wherein the purpose of the meeting is stated
  - c. Any Trustee, including Student Trustees, can make a request for a special meeting to the Chair and Director
4. The Director shall provide at least 24 hours written notice of the special meeting.
5. The notice of and agenda for each special Board meeting shall include the purpose of the meeting.
6. As required, private matters may be considered at Board of Trustees regular and special Board meetings
7. The order of business at special Board meetings shall be as follows, as necessary:
  - a. Call to Order and Land Acknowledgement
  - b. National Anthem (observed as one sees appropriate)
  - c. Attendance and Quorum
  - d. Declarations of Conflicts of Interest
  - e. Resolution into Committee of the Whole (Private Session)
  - f. Public Meeting Reconvenes
  - g. Adoption of the Report of the Committee of the Whole (Private Session)
  - h. Matter Directly Related to the Purpose of the Meeting
  - i. Adjournment

### 3.3 Regular Board

1. The Chair of the Board shall chair regular Board meetings.
  - a. Should it be necessary for the Chair of the Board to leave the Chair, the Vice-Chair of the Board shall be called upon, or, in the Vice-Chair's absence, one of the members, to act as Chair. The Vice-Chair or any member temporarily occupying the Chair shall discharge all the duties and enjoy all the rights of the Chair.
2. The Chair of the Board, in consultation with the Director, shall be responsible for the content of the agenda. Members can request to have items placed on the agenda of regular board meetings at least five days in advance to the Chair for consideration.
3. The agenda shall include all the matters that are to be considered, as far as is known.
4. Meetings shall commence as soon after the meeting time as a quorum is present.
5. The Director shall notify each member, in writing, of regular Board meetings at least 48 hours before the time at which such meetings are to take place.
6. The Board of Trustees may adopt, from time to time, a governance procedure for receiving and approving, as appropriate, matters using a consent calendar process at regular Board and Standing Committee meetings.
7. A Trustee wishing to have an observance of a special event or a ceremony included in the agenda of a regular Board meeting shall submit a request to the Chair and the Director at least five days prior to the meeting. Members are allowed to propose such requests at the beginning of a regular meeting during review of the agenda if they are unable to give advance notice.
8. The Chair may, in consultation with the Director, add an item to the agenda no later than the day before the meeting.
9. As required, private matters may be considered at Board of Trustees regular and special Board meetings
10. The order of business at regular Board of Trustees meetings shall be as follows, as necessary:
  - a. Call to Order and Land Acknowledgement
  - b. National Anthem (observed as one sees appropriate)
  - c. Attendance and Quorum
  - d. Special Reading, when desired
  - e. Observance of special event such as a student presentation, presentations of awards, memorials, mention of significant event
  - f. Approval of Agenda

- g. Declarations of Conflicts of Interest
  - h. Confirmation of Minutes
  - i. Communications
  - j. Reports from Trustee Special Committees
  - k. Reports from Legislative Committees
  - l. Reports from Community Advisory Committees
  - m. Reports from Staff
  - n. Motion to move to Committee of the whole (Private Session) (there may be times when the Board meets prior to public session, such as during virtual meetings)
  - o. Rise and Report from Committee of the Whole (Private Session)
  - p. Consideration of Written Notices of Motion
  - q. Monthly oral reports from the Student Trustees, the Director, Board representatives to external organizations, and the Chair
11. From time to time the Board may receive correspondence from other boards or the community on topics that fall within the mandate of the Board of Trustees. The following protocol is used when correspondence is received:
- a. Correspondence from other boards received by the chair of the board will be added to the next available Board agenda.
  - b. Correspondence from the community may be received through the Office of Trustee Services and must be addressed to the Board of Trustees.
    - Correspondence shall not anonymous or contain any defamatory, obscene, offensive, indecent, improper, rude, or vulgar language.
    - Correspondence shall not contain personal information, except for the author's name. Any personal information found in the communication will be redacted pursuant to the obligations of Municipal Freedom of Information and Protection of Privacy Act (MFIPPA).
    - Following receipt and review of the correspondence by the Officer of Trustee Services, in consultation with the Chair of the Board, it may be added to the next available board meeting agenda OR if more appropriate, it may be referred to a committee for placement as an agenda item for a future meeting
    - Correspondence respecting employee relation matters, school-specific matters, or conduct of a member(s) of staff will not be placed on the board agenda or referred to a committee. These matters will be referred forthwith by the Officer of Trustee Services to the relevant department, school or superintendent's office for



consideration and appropriate action.

- Correspondence received which contain allegations of a violation of the Trustee Code of Conduct by a member(s) of the Board will not be placed on any agenda but will be returned to the author who will be advised to contact the Chair of the Board.

c. Trustees may motion to:

- receive and file, or
- develop their own HWDSB response, or
- refer to staff for follow up, or
- refer to a committee or future board agenda

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## Committees of the Board

### 3.4 Standing Committee

A standing committee meeting will be called when there is a need for a report to be presented to the Board of Trustees that does not have an opportunity to first go through a Trustee Special Committee because it is not part of the committee mandate. A standing committee may also be called when identified as necessary by a Trustee Special Committee.

1. The Standing Committee shall be composed of all members of the Board.
2. The Vice-Chair of the Board shall Chair Standing Committee meetings.
3. Special meetings of the Standing Committee may be called by the Chair, or in the committee Chair's absence, by the Chair of the Board, or by the Director on the written request of a majority of the members of the committee and upon provision of 24 hours notice to the members.
4. The Standing Committee agenda shall be sent by the Director to the members at least 48 hours before the time at which the meeting is to take place. At the discretion of the Chair supplementary agenda material may be sent to the members no later than the day before the meeting.
5. The Standing Committee Chair, in consultation with the Director, shall be responsible for the content of the agenda and shall include all the matters that are to be considered, as far as is known.
6. The Chair, in consultation with the Director, may add an item to the agenda of the Standing Committee no later than the day before the meeting.
7. The order of business at Standing Committee meetings shall be as follows:
  - a. Call to Order and Land Acknowledgement
  - b. Attendance and Quorum
  - c. Declarations of Conflicts of Interest
  - d. Delegations
  - e. Approval of the Agenda
  - f. Reports from Trustee Special Committees
  - g. Reports from Staff
  - h. Motion to Move to Private Session
  - i. Adjournment

8. The Standing Committee shall report and recommend to the Board on all matters considered by the committee.

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### **3.5 Committee of the Whole (Public)**

1. During a Board meeting, the Board may meet in a public session of Committee of the Whole by majority vote, in order to permit more informal and detailed discussion of a certain matter.
2. The Committee of the Whole shall report and recommend to the Board in public session on all matters referred to it.

#### **3.5.1 Committee of the Whole (Private)**

1. The Board shall meet in a private session of the Committee of the Whole by a majority vote, in order to consider private matters.
2. Trustees shall maintain confidentiality with regards to private matters considered by the Board and shall not discuss or share information related to private matters with any person other than fellow trustees and the Director, or designate.
3. At the discretion of the Director, a person who is not a Board member or Board employee may be invited to participate in a presentation to the members in private after signing a confidentiality agreement.
4. Trustees shall maintain private agendas and related materials in a secure location.
5. The Director will recommend to Committee of the Whole when a private decision can be made public. Sometimes there are administrative follow-up requirements to complete before a matter can be made public and other times a decision must remain private indefinitely. Therefore, trustees shall not disclose any decision made in private session before the Director has provided permission to do so.
6. The Director shall maintain records of all private matters and decisions and these shall be maintained in the Director's Office and accessible to a trustee upon request.
7. The Director shall maintain the private minutes in a secure location from which they may not be removed.
8. The Director shall not permit any reproduction of private minutes.
9. Matters considered during private sessions of committees, including the Standing Committee, Trustee Special committees, and Committee of the Whole, are governed by sections 207(1) and (2) of the Education Act, as follows:
  - The meetings of a board and, subject to subsection (2), meetings of a committee of the board, including a Committee of the Whole, shall be open to the public, and no person shall be excluded from a meeting that is open to the public except for improper conduct.
  - Closing of certain committee meetings: S. 207 (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).

10. A student trustee is not entitled to be present at a meeting that is closed to the public under clause 207 (2) (b). E.A. 55(5)

11. The Board is required to vote on approving the private recommendations in public.

- At the conclusion of each private meeting of the Committee of the Whole, the Director, in consultation with the Board of Trustees, will determine which recommendations or parts of recommendations of the private Committee of the Whole will immediately be made public.
- These recommendations or parts of recommendations will be read aloud by the Chair of the Committee of the Whole upon presentation of the committee's report in public and added to the public minutes.

### 3.6 Trustee Special Committees

1. Trustee Special Committees may be established by the Board from time to time as deemed advisable and upon determination of their membership and mandate.
2. Trustee Special Committees may be established on an ad-hoc basis for a specific task and shall be discharged upon completion of the task.
3. A member on whose motion a Trustee Special Committee is established shall be a member of that committee for the first term. Other committee members shall be appointed by the Board.
4. The Committee Chair, in consultation with the Director, shall call the first meeting of a Trustee Special Committee.
5. The term of office for Trustee Special Committees' members shall end on the day prior to the scheduled Organizational Board meeting in each year, unless otherwise decided by the Board.
6. The Chair and Vice-Chair of the Board shall be ex officio members of Trustee Special Committees and when needed to count towards quorum shall have all the privileges of a member. When present at Trustee Special Committee meetings and not needed to count towards quorum, the ex officio member shall have speaking privileges only.
7. A member of the Trustee Special Committee who absents themselves from three consecutive meetings of the committee without approval of the committee shall cease to be a member of the committee. This information shall be reported to the Board.
8. Meetings held subsequent to the first meetings of Trustee Special Committees may be held on such dates and times as the committees consider expedient, provided that no such committee meets during a time period set aside by the Board for some other purpose without the approval of the Chair.
9. The Trustee Special Committee Chair, in consultation with the Director/Designate, shall be responsible for the content of the agenda.
10. Committee members are allowed to recommend agenda items as appropriate, subject to the approval of the Committee Chair.
11. The agenda for each Trustee Special Committee meeting shall include all the business to be considered at the meeting and shall be sent by the Director to the members at least 48 hours before the time at which the meeting is to take place. At the discretion of the Committee Chair, supplementary agenda material may be sent to the members no later than the day before the meeting.
12. Special meetings of a Trustee Special Committee may be called by the Committee Chair, or in their absence, by the Chair or Vice-Chair of the Board, or by the Director on the written request of a majority of the members of the committee and upon provision of 24 hours notice to the members.
13. The Committee Chair, in consultation with the Director, may add an item to the agenda of the Trustee Special Committee no later than the day before the meeting.

14. Trustee Special Committees shall report and recommend to the Standing Committee or the Board on all matters considered by the committee.
15. The Director shall assign staff resources as necessary, including a senior staff person and an administrative assistant.
16. The senior staff resource person(s) shall provide the Board of Trustees' Trustee Special Committees with information when requested, provided that the information is available.
17. The administrative assistant shall be responsible for distribution of the agenda, meeting arrangements and completion and routing of the committee report.

The following are the Board of Trustees' Trustee Special Committees:

- a. Audit Committee (as regulated by Ontario Regulation 361/10)
- b. Finance and Facilities Committee
- c. Governance Committee
- d. Human Resources Committee
- e. Policy Committee
- f. Program Committee

#### *Membership*

1. Audit Committee: the committee membership will be made up of three trustees, appointed by the Board of Trustees.
2. Finance and Facilities Committee: the committee membership will be made up of three to five trustees, appointed by the Board of Trustees.
3. Governance Committee: the committee membership will be the Chair and Vice-chair of the Board of Trustees, and three other members, appointed by the Board of Trustees. For continuity, the past Board Chair and/or Governance Committee Chair should be considered as one of the three other members.
4. Human Resources Committee: the committee membership will be made up of three to five trustees, appointed by the Board of Trustees.
5. Policy Committee: the committee membership will be made up of three to five trustees, appointed by the Board of Trustees.
6. Program Committee: the committee membership will be made up of three to five trustees, appointed by the Board of Trustees.

#### *Mandates:*

##### *Audit Committee:*

1. The purpose of the Audit Committee is to assist the Board of Trustees to oversee and objectively assess the performance of the school board's management, internal audit and external audit functions.

2. [O. Reg. 361/10](#) of the Education Act outlines the six main areas of an Audit Committee's duties.

These are:

- a. Financial reporting
- b. Internal controls
- c. Internal audit
- d. External audit
- e. Compliance matters
- f. Risk management

Finance & Facilities Committee:

1. The purpose of the Finance and Facilities Committee is to make recommendations to the Board of Trustees on matters related to financial management and facilities management.

a. Financial Management:

- Non-grant revenue management
- Procurement
- Budget Planning and Development
- Provide advice on budgetary matters and on non-budgeted expenses that occur and report to the Board of Trustees
- Participate in the development and implementation of a communications and consultation plan to provide budget information to the community and to receive from staff comments from parents, students, staff and the public on budget funding formula and related priorities
- Consider the impact of other budgetary pressures that may be unique to the HWDSB and make recommendations to the Board of Trustees on the budget assumptions/parameters to guide the development of the budget each fiscal year
- With administration, conduct workshops for all Trustees on the development of the annual budget (if applicable)
- Monitor provincial budget issues and consider the impact of provincial issues, initiatives, and announcements on HWDSB

b. Facilities Management:

- Planning and Pupil Accommodation
- To monitor and update HWDSB's Long-Term Facilities Master Plan



- To review, comment and approve Capital Funding Strategies
- To review and provide comment on the HWDSB's Annual School Renewal Plan and other school renewal strategies and initiatives
- To review, comment and approve Accommodation Planning and Property Management strategies and initiatives
- Monitor provincial initiatives and consider their potential impact on the four divisions of Facilities Management including Capital, Planning & Accommodation, Caretaking and Maintenance & Energy

#### Governance Committee:

1. To make recommendations to the Board of Trustees on matters related to governance procedures.
2. To monitor the function of the Board of Trustees, review and develop Governance statements, policies, and procedures.
3. To ensure that a comprehensive review of the Board of Trustees Governance Manual is completed, at minimum, once within every four year term.
4. To develop, with the Director, a Director's Performance Appraisal.
5. To maintain an annual governance workplan which includes Trustees' professional development in alignment with the Ontario Public School Boards' Association (OPSBA) Guide to Good Governance and other relevant frameworks.
6. To support Trustee orientation.
7. To develop political advocacy with all levels of government and associated agencies.
8. To promote equity and inclusion in the overall governance of the Board of Trustees.

#### Human Resources:

1. To make recommendations to the Board of Trustees on matters related to human resources:
  - a. Labour Relations/Employee Relations:
    - To develop mandates for negotiations with employee groups
    - To receive and give advice on matters related to collective bargaining and grievances
    - To review and provide advice on salary, benefit adjustments and terms/conditions of employment for all non-union administrative employees
    - To consider matters referred by the Board of Trustees or by administration which may be related to, but not necessarily specified in employee group collective agreements
    - To monitor the health and wellness of HWDSB employees through data such as staff turnover, retention rates, staff satisfaction surveys, grievances, etc., consistent with principles of equity, diversity, and inclusion.
    - To promote fairness and equity in matters related to employee work conditions and compensation.

b. Staff Engagement:

- Monitor our culture of trust, high expectations and efficacy in the system through professional learning and through leadership development
- Support HWDSB Service departments in providing Exemplary Service

2. To inform the Board of Trustees of legislative and provincial changes and the impact those changes may have on HWDSB

Policy Committee:

1. To make recommendations to the Board of Trustees on matters related to policy.
2. To review and evaluate Board of Trustees policies
3. To maintain a regular process for policy review and evaluation
4. Receive input that has been sought and received from community, staff, students and parents
5. To receive and/or request procedures for discussion, and to offer suggestions for consideration
6. To ensure the maintenance of accurate and current records of all Board of Trustees policies

Program Committee:

1. To make recommendations to the Board of Trustees on matters related to programming offered to students at HWDSB.
2. To review program-related issues
3. To receive program-related reports from Staff
4. To monitor implementation and evaluation of HWDSB's Program Strategies

### **3.7 Community Advisory Committees**

#### *General*

1. The mandate for Community Advisory Committees is to provide the Board of Trustees with advice and recommendations from the community on specific areas of HWDSB policy or program consistent with the Education Act and the policies of the HWDSB, and on services that affect the educational success and well-being of HWDSB students.
2. The establishment and membership of a community advisory committee shall be considered by the Board of Trustees each year between September 1 and the Organizational Board Meeting in November.
3. Should a community advisory committee not meet with quorum at least once per school year, the committee will cease to exist and will not be re-established the following academic year.
4. The following community advisory committees have been established by the Board of Trustees. This list will be automatically updated to reflect Board of Trustees approval of community advisory committees.
  - a. French as a Second Language Community Advisory Committee
  - b. Rural Schools Community Advisory Committee
  - c. Faith Community Advisory Committee
  - d. Human Rights & Equity Advisory Committee

#### *Membership*

5. The Director shall recommend members for appointment to a community advisory committee reflective of the school community no later than the Organizational Board Meeting in November.
6. Members of a community advisory committee shall be appointed by the Board of Trustees.
7. A community advisory committee shall have no more than 13 community members and no fewer than seven.
8. Quorum shall be determined as 50% plus 1 of committee members.
9. Students attending a Board secondary school may be members.
10. A community advisory committee may have one or two Trustees, appointed by the Board of Trustees, who may participate in the meetings but will not count towards quorum or have voting privileges. Trustee membership will be decided at the Organizational Board Meeting in November.
11. A community advisory committee shall appoint a chair or co-chairs from among its members at the first meeting each year.

12. The term of office for a member of a community advisory committee shall be one or two years commencing on September 1 and ending on June 30.
13. When a community advisory committee is established, the members shall be divided into members willing to serve for a one-year term and those willing to serve for a two-year term in order to initiate staggered terms.
14. A member who has served for more than two consecutive terms or partial terms shall be replaced by a new member; however, the Board may approve that an individual member be appointed for more than two consecutive terms or partial terms.
15. If a member is appointed mid-term, the committee shall recommend whether the term should end on June 30 of the current year or the following year.

#### *Duties of members*

16. If absent from a meeting, a member shall be permitted to send a person as the member's replacement. The replacement person shall be permitted to participate in the discussion but may not vote on behalf of the appointed member, nor count towards quorum. The replacement person shall be responsible for reporting on the activities of the meeting to the appointed member.
17. If a member is absent from three consecutive meetings, without the permission of the committee, the position shall be considered vacant, and a replacement member shall be appointed.

#### *Agenda items*

18. The chair or co-chairs, in consultation with the senior staff resource person, shall be responsible for the content of the agenda. Committee members may recommend agenda items subject to the approval by the chair or co-chairs.
19. A community advisory committee shall consider matters related to the mandate of the committee: (a) as referred to the committee by the Board of Trustees or the Director, or (b) of significant importance to the committee members.

#### *Staff Resources*

20. The Director shall provide a community advisory committee with meeting space.
21. The Director shall assign staff resources as necessary, including a senior staff resource person and an administrative assistant.
22. The senior staff resource person shall provide the community advisory committee with information when requested and if that information is readily available.
23. The administrative assistant shall be responsible for distribution of the agenda, meeting arrangements and completion and routing of the committee report.
24. A community advisory committee shall not cause a significant amount of staff work to be undertaken or cause the duties of the administrative assistant to be expanded.

### *Meetings*

25. A community advisory committee shall meet at least once per year, with quorum and provide a committee report to the Board of Trustees.
26. A community advisory committee shall not meet during July or August unless requested to do so by the Chair of the Board.
27. A community advisory committee meeting shall be open to the public for observation and notice of the meeting shall be posted on HWDSB's website.

### *Rules of order*

28. A community advisory committee shall follow the Board of Trustees' Governance Manual with respect to the rules of order for committees, where applicable.

### *Reporting*

29. After each meeting of a community advisory committee, a committee report shall be prepared.
30. The administrative assistant shall be responsible for preparation of the committee report.
31. The community advisory committee report shall be in the same format as those for the Board's other committees.
32. A community advisory committee report shall be presented to a special committee of the Board, the Standing Committee or the Board, at the discretion of the Chair of the Board and the Director.
33. The Director may decide that commentary, background or contextual information, and/or a recommendation from staff is necessary to ensure that trustees have comprehensive information on which to base a decision. When this is deemed necessary, the Director will issue a separate staff report to accompany the community advisory report.

### 3.8 Statutory Committees

Statutory Committees are specifically required by legislation and required under the Education Act. The terms of reference for statutory committees will be in accordance with the Education Act and applicable regulations.

The Board will establish the following Statutory Committees as required by the Education Act:

- Special Education Advisory Committee (also a Community Advisory Committee under Ontario Regulation 464/97);
- Supervised Alternative Learning Committees (Ontario Regulation 374/10);
- Parent Involvement Advisory Committee (also a Community Advisory Committee under Ontario Regulation 330/10);
- Suspension Appeals and Expulsion Hearings Committee (Education Act, s.309 (12), and s.311.3 (9)).

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### 3.8.1 Special Education Advisory Committee

The establishment of a special education advisory committee is a requirement under the [Education Act](#) subsection 57.1 (1) which states: “Every district school board shall establish a special education advisory committee.”

[O. Reg. 464/97](#), Special Education Advisory Committees, sets out the requirements for special education advisory committees.

#### *Terms of Reference*

The following is a table of contents for information that is set out in O. Reg. 464 and the section numbers referenced relate to the regulation.

1. Members, Alternates, ss. 2, 3
2. Qualifications, s. 5
3. Term, s. 6
4. Vacancy, ss. 7, 8
5. Chair, Vice-chair, Meetings, s. 9
6. Resources, s. 10
7. Mandate, s. 11
8. Annual review, annual budget process and financial statements, s. 12

IN ADDITION TO the provisions of O. Reg. 464, the Board of Trustees has made the following decisions related to its Special Education Advisory Committee.

9. Membership: The membership of its SEAC shall reflect the range of exceptionalities within the school district.
10. The Board of Trustees’ rules of order for special committees (see section 4.9, “Rules of Order, Standing Committee, Committee of the Whole and Trustee Special Committees”) shall govern the order and conduct of the meeting of the Special Education Advisory Committee.
11. Responsibilities of Members: Each member is expected:
  - a. To respond to the needs of all exceptional students under the jurisdiction of HWDSB
  - b. To protect the right to privacy of individual pupils and family members by not discussing or sharing information about individual students
  - c. To acquire and maintain a working knowledge of the Special Education programs and services provided by HWDSB
  - d. To present to the Committee the interests, concerns and suggestions of the association which the

member represents regarding the programs and services of the HWDSB

- e. To suggest items of concern for inclusion on the agenda
  - f. To suggest appropriate educational topics for discussion
  - g. To make motions for consideration
  - h. To keep the association which the member represents informed of the proceedings of the Committee
  - i. To be available as an informed and knowledgeable resource to the parents of exceptional children, potentially providing information on the Special Education programs, services and procedures of HWDSB including in particular the Identification, Placement and Review process and appeals
  - j. To be available as an informed and knowledgeable resource for schools and the community
  - k. To attend meetings on a regular basis, or to inform the alternate and the Committee chair or secretary when the member cannot attend a meeting and to arrange for the alternate to attend the meeting on behalf of the member.
  - l. To promote equity and inclusion in the Special Education programs and services provided by the HWDSB
12. Resources Provided: The Board will make available the personnel and facilities necessary for the proper functioning of the committee
13. The Board will provide the members of SEAC and their alternates with timely information and orientation regarding:
- a. The role of SEAC and the Board of Trustees in relation to special education
  - b. Ministry and HWDSB policies and Board of Trustees decisions relating to Special Education programs and services.



### 3.8.2 Supervised Alternative Learning for Excused Pupils Committee

The establishment of a supervised alternative learning committee is a requirement under the [Education Act](#), section 11 (8) which states: “Subject to the approval of the Lieutenant Governor in Council, the Minister may make regulations governing the excusal of persons who are at least 14 years old from compulsory attendance at school under Part II.”

#### *Terms of Reference*

[O. Reg. 374/10](#), Supervised Alternative Learning and Other Excusals From Attendance at School sets out the requirements for supervised alternative learning committees. The regulation stipulates that at least one trustee shall be appointed to supervised alternative learning committees.

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### 3.8.3 Parent Involvement Committee

The establishment of a parent involvement committee is a requirement under the [Education Act](#) subsection 17.1 (1) which states: “The Lieutenant Governor in Council may make regulations respecting parent involvement committees, including regulations requiring boards to establish parent involvement committees and regulations relating to their establishment, composition and functions.”

[O. Reg. 612/00](#) School Councils and Parent Involvement Committees, Part III, sets out the requirements for parent involvement committees.

#### *Terms of Reference*

The following is a table of contents for information that is set out in O. Reg. 612, Part III, and the section numbers referenced relate to the regulation.

1. Purpose, ss. 27-28
2. Continuation and Establishment of Committees, s. 29
3. Composition of Committees, Transition, ss. 30-32
4. Composition of Committees, General, s. 33
5. Parent Members, s. 34
6. Vacancies, ss. 35-36
7. Term of Office, s. 37
8. Officers, s. 38
9. Remuneration, s. 39
10. Meetings, s. 40
11. Subcommittees, s. 41
12. Voting, s. 42
13. By-laws, s. 43
14. Minutes and Financial Records, s. 44
15. Incorporation, s. 45
16. Delegation by the Director of Education and the Board Member, s. 46
17. Consultation by Board, s. 47
18. Consultation by Ministry, s. 48

19. Consultation by Parent Involvement Committee, s. 49

20. Summary of Activities, s. 50

IN ADDITION TO the provisions of O. Reg. 612, Part III, the Board has made the following decisions related to its Parent Involvement Committee.

*Value of a Parent Involvement Committee*

Members of the Parental Involvement Committee (PIC) are valued partners of the HWDSB. Advice from the parental perspective is much needed, and appreciated. The PIC will champion and demonstrate a commitment to parental engagement, contribute to productive meetings, participate in subcommittees when required, represent the broad parent interest with respect to all PIC work and deliberations, provide input and feedback and raise issues as members of the advisory committee.

### 3.8.4 Suspension Appeals and Expulsion Hearings Committee

The Education Act, Part XIII, Behaviour, Discipline and Safety, includes provisions for suspension appeals and expulsion hearings. The relevant sections of the Education Act are:

#### *Terms of Reference*

2. Appeal of suspension, s. 309.
3. Hearing of appeal, s. 309. (6)
4. Appeal process, 309. (7)
5. Powers on appeal, 309. (10)
6. Decision final, 309. (11)
7. Committee, 309. (12)
8. Expulsion hearing by board, s. 311.3
9. Submissions and views of parties, s. (5)
10. Decision, s. (6)
11. Factors the board must consider, s. (7)
12. Restriction on expulsion, s. (8)
13. Committee, s. (9)

IN ADDITION TO the provisions of the Education Act, the Board has made the following decisions related to its suspension appeals and expulsion hearings.

14. All members of the Board of Trustees will participate as committee members.
15. Three members are required for each meeting.
16. Meetings will be called by the Chair of the Board at the request of the Director/Designate to ensure meetings fall within the statutory deadlines.

## 4.0 Rules of Order: Board and Committee Meetings

The rules of order shall apply to all Board meetings (Organizational, Special and Board), Standing Committee, Committee of the Whole, Committee of the Whole (Private), and Trustee Special Committees Meetings.

If rules of procedures are silent on a rule of order, *Robert's Rules of Order Newly Revised (Edition 12)* shall be the authority. However, although *Robert's Rules of Order* may advise the Board of Trustees on procedure and order, the Board of Trustees shall first and foremost be governed by the Roles, Responsibilities and Code of Conduct outlined in the HWDSB Board of Trustees Governance Manual. As such, the use of *Robert's Rules of Order* must be used in the furtherance of the outlined Roles, Responsibilities, and Code of Conduct.

### 4.1 Rules of Order

1. The order of business shall be as shown in the agenda unless decided otherwise by the members.
2. At Board meetings, after being recognized by the Chair, a member desiring to speak shall address the Chair. The Chair shall call the member by their preferred name and the member may then, but not before, proceed to speak.
3. At Board meetings, motions shall be seconded.
4. All motions shall be decided by a vote unless the mover withdraws the motion.
5. The Secretary of the Board, in conjunction with the Chair, shall ensure that motions are written or transcribed and read verbatim as documented for all members before voting except the motions listed in Policy 5.15.
6. Every Trustee shall vote on all questions, unless disqualified from voting. Any member present when a vote is taken who does not vote and is not disqualified, shall be deemed to have voted in the negative.
7. No Trustee shall speak longer than five minutes on the same question, nor shall any member speak more than once upon any question. The mover of the original motion, may have up to five minutes to close the debate. The Chair may reduce or increase the length of time for speakers or the number of times a member speaks to facilitate discussion on a specific matter.
8. When the motion under consideration contains several related proposals linked under one motion, a member may request to move a Division of the Question to allow for a separate vote to be taken on each individual motion.
9. If the proposals under one motion are unrelated, any member can demand a Division of the Question without a seconder, and the division will have to be made.
10. When a motion is put to a vote, the Chair shall first call for votes in favour of the motion, and then for votes opposed.
11. After a vote is taken, the Chair shall declare whether the motion was carried or defeated.
12. A record of the names of the members who voted for, against a motion and those who were absent from the vote shall be included in the minutes of the meeting.

13. A motion is lost on a tie vote, except when the ruling of the Chair is appealed, in which case a tie vote upholds the Chair (see Policy 5.34).
14. A motion before the Board may be amended at any time, subject to the following conditions:
- a. An amendment is directly relevant to the main motion or, in the case of an amendment to the amendment, the amendment to the amendment, if it proposes some change in the form or substance of the main motion or the amendment, and shall not be contrary to the main motion or amendment
  - b. Only one amendment and one amendment to the amendment may be before the Board at any one time
  - c. The vote on the motion, amendment and amendment to the amendment is taken in the reverse order of that in which they were moved, that is, the amendment to the amendment first, then the amendment, and then the main motion
15. When a question is under debate no motion shall be in order except to:
- a. Adjourn
  - b. Call the Question
  - c. Table the Matter (indefinitely)
  - d. Table the Matter to (a specified time)
  - e. Refer the Matter
  - f. Meet in Committee of the Whole, in public or private
16. The following conditions apply to motions made above:
- a. The motion takes precedence over the main motion and amendments, if any, before the Board and before the debate on the main motion and amendment resumes
  - b. Only one such motion may be before the Board at any one time
  - c. A second motion to the same effect cannot be made until some other business has intervened
  - d. Motions to adjourn, to call the question or to table the matter indefinitely shall normally be decided without debate
17. A motion to call the question must be moved by a member who has not spoken to the matter.

18. At any stage of the debate, a Trustee may require the question under discussion to be read. All Trustees can request clarifications from the Chair. The Chair can choose to answer or refer to others.
19. A member may request a brief factual answer to a question pertinent to the subject under debate.
20. If the Chair deems necessary, the Chair shall refer a question to the Director.
21. No member while speaking shall be interrupted by another, except upon a point of order.
22. No member shall speak to the motion after the question has been put by the Chair, nor shall any other motion be made until after the result is declared, and the decision of the Chair as to whether the question has been put is final.
23. No matters shall be discussed or considered unless identified in the agenda or added as an item of new business.
24. A member may have a matter added to the agenda of a regular Board meeting as an item of new business provided a majority of the members of the Board agree to consider it.
25. A member may have a matter added to the agenda of a special Board meeting as an item of new business provided all members of the Board are present and agree to do so.
26. No decision of the Board shall be reconsidered for a period of 12 months following the decision, or for the remainder of the term of office, whichever is the shorter time, unless decided otherwise by the Board or new credible information emerges that directly contradicts the Board's understanding and reliance for such decision.
27. A previous decision cannot be reconsidered if it has already been carried out and cannot be undone.
28. A decision of the Board made at a previous meeting shall not be reconsidered unless written notice of the motion to reconsider the decision is included in the agenda. A decision of the Board made earlier in an ongoing meeting may be reconsidered on a motion without notice.
29. A motion or notice of motion to reconsider a previous decision shall include motion or notice of motion presenting an alternate proposal or a recommendation to rescind the previous decision. The motion presenting an alternate proposal or motion to rescind shall not be considered if the motion to reconsider is defeated.
30. Reconsideration of a previous decision of the Board cannot be added as new business unless it is reconsideration of a decision made earlier in a meeting.
31. A motion to reconsider a previous decision of the Board shall require a majority of the members of the Board to carry.
32. A decision to reconsider a previous decision shall not stay in effect beyond the adjournment of the meeting.
33. A member may bring to the attention of the Chair any departure from the rules of procedure by stating, "I

rise to a point of order," without interrupting the speaker. The point of order must be stated clearly and concisely, and the Chair must decide, without debate, whether or not the point of order is well taken.

34. The ruling of the Chair on a point of order is final, subject only to an appeal to the Board, without debate. A tie vote upholds the Chair.
35. A member who feels that their reputation or that of the organization has been impugned may raise a "question of privilege." The procedure is the same as for a point of order.
36. Meetings shall adjourn at 10 p.m. unless decided otherwise by the members to add to the length of the meeting in 15-or 30-minute increments.

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## 4.2 Rules of Order: Exceptions

The following exceptions to the rules of order apply to Standing Committee, Committee of the Whole, Committee of the Whole (Private) and Trustee Special Committees:

1. Motions shall not require a seconder.
2. A committee member may have an item added to the agenda of a committee provided it receives majority approval from the committee.
3. A motion to call the question shall not be considered until all members who wish to speak have had an opportunity to do so.
4. Speaking time limits and restrictions shall not apply to committee meetings.
5. If a minority of the committee disagrees with a recommendation to be made by a majority of the members, the minority may present an alternative position to the Board in the form of a minority report attached for information to the majority recommendation. Minority reports shall be presented to the committee in writing before the committee adjourns.
6. A motion to do the following shall not be in order in committee:
  - a. Table consideration of the motion indefinitely;
  - b. Reconsider a decision previously made by the Board, unless the motion to reconsider the decision was referred to the committee by the Board;
  - c. Temporarily suspend the rules.
7. Committee meetings shall adjourn at a time established in the agenda or at the will of the members.
8. A Committee of the Whole or Committee of the Whole (Private) shall not consider a motion to adjourn.
9. The Committee of the Whole may end the meeting at any time to report progress. A motion to review the Chair's report to the public and end the meeting is decided without debate.

### 4.3 Motions

The Board of Trustees receives recommended action to consider through committee reports, staff reports or as a result of discussion of an agenda item, where notice is not necessary to be provided in advance. A motion is exclusively an action that occurs during a meeting, does not happen until moved by a trustee when a meeting is underway.

Note: When considering a motion at a meeting of the Board the matter will frequently be referred to the Standing Committee or a special committee for consideration. The Board has taken “ownership” of the matter and it is published in the agenda of the committee as a matter referred by the Board, it is no longer a motion or a written notice of motion. When the Standing Committee or special committee considers a matter, the committee has taken “ownership” of it and may approve, defeat or amend it and present it as a recommendation of the committee in the committee’s report.

#### *Moving motions*

1. A motion will be moved and seconded and then debate on the motion can occur. After debate has concluded the Chair will state the motion prior to the vote on the motion.
2. A privilege motion, in order of precedence, shall be considered over all other business and may be moved without notice.
3. When a question is under debate, the only motions in order shall be:
  - a. adjourn or take a recess
  - b. raise a question under point of order, privilege or question
  - c. lay on the table
  - d. call for the previous question
  - e. postpone to a certain time
  - f. Refer
  - g. amend
  - h. postpone indefinitely
  - i. main motion.
4. Each motion shall have precedence in the order listed; and a, b, c and d shall be decided without debate except as provided under point of order, privilege or question by majority vote other than motion d which shall require a two-thirds vote of those present to adopt.
5. A motion to “Call the Question” (or “move the previous question”) may be moved at any time when a motion, with or without amendment or amendments, is before the Board, provided that no Trustee while speaking is interrupted for this purpose.

- a. A motion to call the question is undebatable and shall be put in the following words, "I move that we call the question".
  - b. If carried by two-thirds of those present, the Chair shall then call for the vote on the pending motion and amendments (if more than one is before the Board at the time the question is called), in the appropriate order as required by these rules, and these items shall be voted upon and disposed of without further debate, and no other motion or amendment shall be entertained until the motion and amendment(s) are disposed of.
  - c. If the vote on the amendment is negative, further amendments may then be moved, and the motion and all amendments shall continue to be debated in the same manner.
6. A motion to lay on the table, done only in the case of an emergency, is not debatable; but a motion to lay on the table with any other condition involved is subject to debate and amendment with a majority vote. Generally, a motion to defer or postpone discussion to a future date will be put forward.
  7. A question having been postponed indefinitely shall not be taken up again at the same meeting.
  8. After a motion is made and seconded, a motion to amend may be made, and a motion to amend the amendment; but no further motion to amend shall be made until those have been decided.
  9. An amendment modifying the subject of a motion shall be in order, but an amendment relating to a different subject or completely changing the intent of a motion shall not be considered.
  10. All amendments shall be put in the reverse order to which they are moved.
  11. Every amendment submitted shall be decided upon or withdrawn before the main question is put to a vote; and if the vote on an amendment is decided in the affirmative the main question as amended shall be put to a vote.
  12. A motion to adjourn shall be in order except when a Trustee is speaking, or a vote is being taken, or when the previous question has been called. A motion to adjourn only shall not be open to amendment or debate; but a motion to adjourn to a particular time may be amended or debated.
  13. No second motion to adjourn shall be made until some business has been transacted after the first motion to adjourn has failed.
  14. Requests by individual Trustees for information, which will require a significant time commitment by Administration, must be formulated into a motion and receive approval prior to the task being undertaken. A request approved by "will of the Board" is acceptable when the request does not require significant time commitment by staff as determined in consultation with the Director.
  15. **Student Trustees and Shakowennakara:tats** are able to suggest a motion on matters before the Board or one of its committees, however, this must be done with sponsorship of an elected Ward Trustee.

16. After a motion has been moved and seconded and before the question has been put by the Chair, any Trustee may informally suggest one or more modifications (a friendly amendment) to the motion about which there is unlikely to be a difference of opinion. The mover of the motion may accept or reject the suggested modification.

#### *Motions Considered at Board and Committee of the Whole Meetings*

17. Motions shall be related to an agenda item.
18. Every motion shall be seconded and shall be disposed of only by a vote of the Board unless the mover and seconder, by permission of the Chair, withdraw the motion, as long as the motion has not been 'put' or stated by the Chair.
19. Any Trustee, including Student trustees, may request the motion under discussion be read for information at any time in the course of the debate, provided that no such request is made so as to interrupt a Trustee speaking to the question.
20. The mover and seconder shall be recorded in the official minutes of all Board and Standing Board meetings.
21. After a motion is moved and seconded, and has been stated by the Chair, it shall be deemed to be in possession of the Board.
22. A Trustee may introduce a motion and provide clarification on the wording before the motion is seconded. No other Trustee is permitted to speak to a motion before it is seconded.

#### *Motion to Suspend the Rules*

23. Any Trustee, including Student trustees, may make a motion to suspend the rules in order to do something, which cannot ordinarily be done without violating these rules. Such a motion is not debatable and requires a two-thirds vote of Trustees present at the meeting to pass. It may not be used in such a manner that would be seen as taking away a Trustee's rights.

#### 4.3.1 Notices of Motion

There may be times when a Trustee wishes to present a motion for consideration at a future meeting. In this instance, a trustee who has submitted a written notice of motion for inclusion in an agenda is providing notice to other Trustees, staff and the community that the matter may be considered, and may withdraw or edit (provided the edits do not significantly change the original intent) at the time it is moved.

1. The notice of motion must indicate the rationale of the motion and must be accurate and complete since it will determine what amendments are in order when the motion is considered.
2. The notice of motion will become invalid if the motion is amended beyond the scope of the notice.
3. Trustees may verbally serve notice of a motion that they intend to present at a future meeting during a Board or Committee of the Whole meeting.
- ~~4. The wording of the motion and appropriate signatures must be provided to the Director for scheduling no later than noon on the Friday prior to the board or Committee of the Whole meeting.~~
5. To submit a matter for consideration, a written **notice of motion** must be received by the Director before 4 p.m. on the same day of the week one week prior to the meeting. For example notices of motion for a Monday meeting must be received by 4 p.m. on the previous Monday. The Chair of the Board, in consultation with the Vice Chair will have the discretion on whether to accept late submissions and direct staff to add to the appropriate agenda, but not later than 48 hours prior to the meeting start time.
  - **Student Trustees and Shakowennakara:tats** are able to submit notices of motion. The submission must include the name of the elected Ward Trustee who is sponsoring the motion. The email submission may be sent by the Student Trustee or Ward Trustee
6. All notices of motion should be reviewed by the Director, Officer of Trustee Services and the Chair of the Board (or designate) to ensure that the submission is in accordance with the procedure outlined and does not contravene the *Education Act* and any other legislation.
7. Feedback may be provided to the member submitting the notice of motion related to providing clarification on statements made and actions requested.

## 4.4 Voting

### *Voting*

1. No Trustee shall have more than one vote, as Chair or otherwise, either at Board meetings, or on any committee.
2. Any Trustee may abstain from voting. An abstention maintains a quorum. The number of yea and nay votes will determine the approval or defeat of a motion under consideration. If the vote required is a majority or 2/3 of the Trustees present, an abstention will have the same effect as a no vote. An abstention is not a vote and cannot be counted as a vote, but can be noted in the minutes of the meeting.
3. Where there is an equality of votes, the question is defeated.
4. After the Chair has put a question to vote, there shall be no further debate. The decision of the Chair as to whether the question has been finally put shall be conclusive. This includes once the vote has occurred we will move onto the next item on the agenda. Trustees are not permitted to continue to debate the motion by making a comment on the outcome of the vote that has just occurred as this could be seen as the final word.
5. All votes at meetings shall be taken by a show of hands and shall be recorded.
6. Voting by proxy will not be allowed in any meeting under the jurisdiction of the Board in that proxy voting is incompatible with the essential characteristics of the Board in which membership is individual, personal and non-transferable.
7. **Student Trustees** are not entitled to exercise a binding vote on matters before the board or its committees [Act (Section 55 (3))]. However, their vote will be recorded in the Board minutes and they may request that a matter before the Board, or any of its committees, be put to a vote.

## 4.5 Delegations

*Note:* The following procedure applies to Board, Standing Committee and Trustee Special Committees only. Different delegation processes and opportunities for public input and consultation may be established for other specific purposes.

The following governance procedure establishes a process for hearing public input and is an indicator of the Board's commitment to advocacy for students, parents and communities. The procedure provides for flexibility in managing the delegation process.

### *Subject Matter*

1. Trustees will hear delegations on matters that are shown on the agenda for either Standing Committee or Board meetings.
2. Special committees will hear delegations on matters related to their mandates.
3. Employees of the Board may make a delegation request on topics other than those concerning employment or professional interests for which other channels exist.

### *Confidential Matters*

4. Requests by delegations to appear before a committee on matters which are deemed to be of a confidential nature, (Section 207 (1) and (2) of the Education Act), will be considered in private session.

### *Requests to Make an Oral Delegation*

5. Requests by delegations and individuals to speak to a Committee must be submitted in writing by e-mail to the Officer of Trustee Services by 12:00 pm on the Friday before the meeting and speakers must address a topic in the agenda.
6. If a request to make an oral delegation cannot be accommodated, the requestor will be invited to submit a written submission that will be distributed to all trustees in the agenda package and posted on the Board's website.
7. Requests by delegates and individuals to speak on a topic other than those posted on an agenda, may be invited to speak to a special committee of the Board.
8. Individuals interested in delegating to Trustees are asked to make submissions in writing (or by telephone to the Officer of Trustee Services) which contain the speaker's full name, contact information (including telephone number(s), email address and city of residence) and a (brief) description of the request for delegation.
  - a. Delegates may also submit a written copy/summary of their delegation including any presentation or hand-out materials, and recommendation(s) for resolving the matter (if applicable).
9. A Delegation Submission Template can be accessed via the Board's website (insert link) and can be completed online, or a hard copy can be submitted to the Officer of Trustee services. Alternatively, individuals may telephone the Officer of Trustee Services to make a request for delegation status).

10. A delegate cannot register for more than one place on the agenda.
11. All delegates will be informed of the following:
  - a. In accordance with the Municipal Freedom of Information and Protection of Privacy Act (MFIPPA), presenters must ensure that no student or staff member is identified by name or by specific comments by which they could be identified.
  - b. Speaking remarks and presentations shall be free of statements or materials that are contrary to the Ontario Human Rights Code, other laws of Ontario and Canada, and the policies of the board, including but not limited to HWDSB Human Rights Policy and HWDSB Code of Conduct Policy.
  - c. Speaking remarks and presentations must not contain inappropriate comments regarding students, staff, or community members.
  - d. Delegates are expected to always refrain from the use of abusive or derogatory language and conduct themselves with courtesy and respect for others.
  - e. Delegates are invited to provide their own copies of any presentation handouts. Board staff will not be responsible for making copies of delegation materials, for the purpose of providing handouts.
12. The Chair may halt a delegation at any time if any person(s) engages in this or any other form of improper conduct which may result in a delegation not being completed.
13. Written submissions alone, on any topic and at any time, may be submitted to the Officer of Trustee Services and will be distributed to all trustees and posted on the Board's website.

#### *Time Allotted*

14. Delegates will be provided with up to 5 minutes to present.

#### *Questions of Clarification*

15. Following presentations, members of the committee and other trustees may ask brief questions for clarification only, for a period of time which will be at the discretion of the Chair.

#### *Limitations*

16. The committees will hear up to six delegations at each meeting.
17. Delegation requests will be approved or denied at the discretion of the chair and vice chair, based on the anticipated time needed for completion of the agenda, variety and diversity of types of input (parent group, individual citizen, community organization), diversity variety of viewpoints, number of times the requestor has previously had the opportunity to address the trustees. If denied, requestors will be invited to submit a written submission which will be distributed at the appropriate meeting.
18. Delegates may speak once only on any particular matter.
19. For issues such as school closings or school naming and renaming (in whole or in part), where the Board will be instituting an extensive consultation process outside of the Board's regular business process, delegations will not be heard at committee meetings.
20. If more delegation requests are received than can be accommodated, written submissions will be encouraged and these will be distributed to all Board members.



## 5.0 Governance & Accountability

### 5.1 Electronic Participation

**Electronic and Virtual participation** refers to participating in a meeting in a manner whereby the trustee can hear and be heard by using a two-way voice or video conferencing capability, in accordance with [O. Reg. 463/97](#), Electronic Participating.

1. Electronic participation shall be available to Trustees for all meetings of the Board and committees of the Board.
2. The Chair shall conduct meetings in accordance with the appropriate rules of order while being mindful of the Trustee who is participating electronically.
3. Electronic participation shall be made available in a manner that allows the participating member to hear and be heard. [O. Reg. 463, s.3.(1)2]
4. Participants who require accommodation to be able to participate in meetings shall make a request to the Chair a week in advance of a board meeting, and the Board of Trustees shall seek to make reasonable accommodations such that financial or accessibility considerations are not an impediment to participation.
5. The Trustee who is participating electronically shall inform the Chair of every instance they enter and leave the meeting to ensure;
  - a. That the Chair knows at all times who is “in the room”;
  - b. That the secretary can confirm in the record that a Trustee has complied with Conflict of Interest requirements by absenting him/herself when required;  
*Note: A Trustee must not be present during discussion on a private matter for which the Trustee has declared a conflict of interest. When appropriate for the Trustee to return to the meeting, the Trustee will be notified by text message or email.*
  - c. That the student trustees are only present when permitted in accordance with O. Reg. 7/07, Student Trustees, s.55(5).

6. The following persons must be physically present in the meeting room: [O. Reg. 463, s.5. (1)(2)]

Regular Board and Special Board Meetings	Board Committee Meetings
<ul style="list-style-type: none"><li>➤ Chair of the Board, or designate</li><li>➤ At least one additional member</li><li>➤ The Director of Education, or designate</li></ul>	<ul style="list-style-type: none"><li>➤ Chair of the committee, or designate</li><li>➤ The Director of Education, or designate</li></ul>

Further to O. Reg. 463, s. 5.1(1), the Chair of the Board or of a Committee of the Board or his or her designate may

participate electronically as Chair in a Board or Committee Meeting if any of the following conditions exist:

- The distance from the Chair's or designates residence to the meeting location exceeds 200 kilometres
  - The weather conditions do not allow the Chair or designate safe travel to the meeting location
  - The Chair or designate cannot be present due to health-related issues
7. The Chair of the Board or Chair of a Board committee may refuse to provide a member with electronic means of participation in a meeting of the Board, a meeting of a Board committee, where to do so is necessary to ensure compliance with this section. [O. Reg. 463, s.5 (3)]
  8. The Trustee who is participating electronically shall be responsible for correcting technical problems including disruptive noise and accidental disconnections that occur as a result of problems with the caller's environment or equipment.
  9. A Trustee shall be physically present in the meeting room for at least three regular meetings of the board in each 12-month period beginning November 15, 2022. [O. Reg. 463, s.6.1 (1)]
  10. If a Trustee anticipates that they will be participating by electronic means, the Trustee will inform the Office of the Director, through the Officer of Trustee Services, as soon as possible, and no later than 10 a.m. of the day of the meeting.
  11. Where a meeting or part of a meeting is to be held in closed session, the Trustee participating electronically must not be in a location where an unauthorized individual is able to hear the Trustee or the meeting discussion.
  12. The record of the meeting shall indicate that the Trustee was present and participated by electronic means.

## 5.2 Code of Conduct

### *Principles*

#### *Maintaining the integrity and dignity of office*

1. Trustees shall recognize that the expenditure of HWDSB funds is a public trust and endeavour to see that the funds are expended efficiently, in the best interests of the students and the public.
2. Trustees, as elected officials of the Board of Trustees, must uphold the dignity of the office and conduct themselves in a professional manner, especially when attending Board of Trustees events, or while on Board of Trustees property and shall at all times act with decorum and be respectful of other Trustees, staff, students and the public.
3. Trustees shall ensure that their comments are issue-based and respectful of all concerned. The use of demeaning, disparaging or other such comments is unacceptable and is not allowed at any time within the context of conducting Board of Trustees' business. Failure to adhere to this provision could result in expulsion from the meeting, sanctions, or other measures as deemed appropriate by the Trustees to ensure the safety of the victim.
4. Trustees shall abide by an expulsion or exclusion from a meeting if deemed to be "guilty of improper conduct at a meeting" by the Chair or presiding officer. [*Education Act*, s. 207(3)]

#### *Avoidance of exercising personal advantage*

5. No Trustee shall accept a gift from any person or entity that has dealings with the Board of Trustees if the gift could influence the Trustee when performing his or her duties to the Board of Trustees. However, this does not, for example, preclude a Trustee from accepting a free ticket or admission to a charitable or professional development event, or traditional Indigenous gratuities. Also, this does not preclude an acceptance of reasonable hospitality or gifts in accordance with the Board's Trustee Expense Policy.
6. No Trustee shall use his or her office to obtain employment with the Board of Trustees for the Trustee or a family member.

#### *Civil and respectful behaviour*

7. No Trustee shall engage in conduct during meetings of the Board of Trustees or committees of the Board of Trustees, and at all other times that would discredit or compromise the integrity of the Board of Trustees.
8. When expressing individual views, Trustees shall respect the differing points of view of other Trustees, staff, students, and the public.
9. All Trustees have an obligation to provide Student Trustees with a safe environment to participate and learn.

#### *Respect for confidentiality*

10. Trustees shall keep confidential any information disclosed or discussed at a meeting of the Board of Trustees or committee of the Board of Trustees, or part of a meeting of the Board of Trustees or a committee of the Board of Trustees, that was closed to the public as outlined in the Education Act, and keep confidential the substance of deliberations of such meeting closed to the public, unless required to divulge such information

by law or authorized by the Board of Trustees to do so.

11. No Trustee shall use confidential information for either personal gain or to the detriment of the Board of Trustees.
12. Trustees shall not divulge confidential information, including personal information about an identifiable individual or information subject to solicitor-client privilege that a Trustee becomes aware of because of his or her position, except when required by law or authorized by the Board of Trustees to do so.

#### *Upholding decisions*

13. Trustees shall accept that authority rests with the Board of Trustees, and that a Trustee has no individual authority other than that delegated by the Board of Trustees.
14. Trustees shall uphold the implementation of any Board of Trustees resolution after it is passed by the Board of Trustees.
15. Trustees may respectfully state a personal position on a decision provided it does not in any way undermine the implementation of the decision.
16. Trustees shall comply with the Board of Trustees' Governance Manual.

## *Procedure*

### *Identifying a Breach of the Code*

1. A Trustee who has reasonable grounds to believe that a Trustee has breached the Board of Trustees' Code of Conduct may bring the alleged breach to the attention of the Board of Trustees. This is done through the Chair of the Board of Trustees.
2. Any allegation of a breach of the Code of Conduct shall be investigated following the Informal Complaint Procedure, or, the Formal Complaint Procedure, as the case may be.
3. Any allegations of a breach of the Code of Conduct by a Trustee shall be investigated following the Informal Complaint Procedure initially as it is recognized that from time to time a contravention of the Code may occur that is committed through inadvertence, or an error of judgment made in good faith. In the spirit of collegiality and the best interests of the Board of Trustees, the first purpose of alerting a Trustee to a breach of the Code is to assist the Trustee in understanding their obligations under the Code. Only serious and/or reoccurring breaches of the Code by a Trustee should be investigated following the Formal Complaint Procedure.
  - a. Should the Trustee who alleges the breach of the Code request a Formal Complaint Procedure due to the serious nature of the breach, the Chair and Vice-Chair should conduct a preliminary investigation to determine if a Formal Complaint Procedure should proceed.
  - b. If a Trustee who alleges the breach of the Code disagrees with the determination of the Chair or Vice-Chair on the determination of whether a Formal Complaint Procedure should proceed, that determination shall be reconsidered and made by an outside consultant.

### *Chair or Presiding Officer*

4. The Code of Conduct applies equally to the Chair of the Board of Trustees. In the case of an allegation of a breach of the Code by the Chair, wherever a process requires action by the Chair, it shall be modified to read the Vice-Chair of the Board of Trustees.
5. Each year two Trustees shall be chosen by the Board of Trustees to play a part in the procedure when the circumstances warrant that one or both Trustees are needed in place of the Chair and/or Vice-Chair of the Board of Trustees to carry out any of the duties of the Trustee who is disqualified. The two Trustees will be designated and ranked as Code of Conduct Review, First Alternate, and Code of Conduct Review, Second Alternate, and, in that order, shall play a part in the procedure corresponding to the disqualified Trustee, if allowed.
6. Nothing in this procedure prevents the Chair or Presiding Officer of any meeting of the Board of Trustees or committee of the Board of Trustees from exercising their power pursuant to s. 207(3) of the Education Act to "expel or exclude from any meeting any person who has been guilty of improper conduct at the meeting." For greater certainty, this may be done at the sole discretion of the Chair or Presiding Officer, as the case may be, and without the necessity of a complaint or conducting an inquiry before an expulsion or exclusion from a meeting. The rationale for this provision is that a Chair or Presiding Officer must have the ability to control a meeting. A Trustee who does not abide by a reasonable expulsion or exclusion from a meeting is deemed to have breached this Code.
7. The Chair of the Board of Trustees or presiding officer of any meeting of the Board of Trustees or committee of the Board of Trustees shall exercise their powers in a fair and impartial manner having due regard for the opinion or views of all Trustees and Student Trustees.

8. The Chair of the Board of Trustees or presiding officer shall follow the rules of order of the Board of Trustees and/or the adopted rules of order and meeting by-laws contained in any policy or procedure of the Board of Trustees. A breach of a rule of order should be dealt with at the meeting in question by a Trustee rising to a point of order or appealing a ruling of the Chair in accordance with any applicable rule of order. Once such a motion is dealt with by the Board of Trustees of Trustees, all Trustees shall abide by that decision and no further action shall be undertaken pursuant to the enforcement of the Code of Conduct, except for persistent improper use of the applicable rules of order by the Chair or presiding officer.

#### *Informal Complaint Procedure*

9. A complaint shall follow the Informal Complaint Procedure, unless the Trustee who alleges the breach of the Code, at the time of making the complaint requests a Formal Complaint Procedure, in which case the decision-making procedure specified in provisions 12-15 shall be undertaken to determine which Complaint Procedure will be followed.
10. The Chair of the Board of Trustees, on their own initiative, or at the request of a Trustee who alleges breach of the Code has occurred, and has completed the appropriate form\*, may meet informally with a Trustee who is alleged to have breached the Code, to discuss the breach. The purpose of the meeting is to bring the allegation of the breach to the attention of the Trustee and to discuss remedial measures to correct the offending behaviour. The Informal Complaint Procedure is conducted in private and should be documented.

\*The form will be available in the Director's Office.

11. The remedial measures may include, for example, a warning, an apology, and/or the requirement of the Trustee to engage in the successful completion of professional development training such as that offered by the Ontario Education Services Corporation's Professional Development Program for School Board Trustees. If the Chair of the Board of Trustees and the Trustee alleged to have breached this Code cannot agree on a remedy, then the Chair may initiate a Formal Complaint Procedure against the Trustee alleged to have breached the Code

#### *Formal Complaint Procedure*

##### Initiating a Formal Inquiry

12. A Formal Inquiry will be undertaken if the Chair and Vice-Chair, or the appointed outside consultant, agree with the Trustee who alleges breach of the Code that a serious breach has occurred. The Board of Trustees will collectively determine whether the Chair and Vice-Chair or an outside consultant should conduct the inquiry according to the qualifications required. If the Board of Trustees decides that an outside consultant should conduct the inquiry, the consultant will be appointed by the Director. In appointing a consultant, the Director will ensure that such an individual or body is qualified to undertake such engagement.
13. If the Chair and Vice-Chair have a declared conflict of interest regarding the complaint, an outside consultant appointed by the Director will conduct the inquiry.
14. If the Chair and Vice-Chair of the Board of Trustees or outside consultant, if engaged, are of the opinion that the complaint is out of time, frivolous, vexatious, or not made in good faith, or that there are no grounds or insufficient grounds for a formal inquiry, a Formal Inquiry shall not be conducted and a confidential report stating the reasons for not doing so shall be provided to all Trustees.

15. If an allegation of a breach of the Code of Conduct on its face is with respect to the non-compliance with a more specific Board of Trustees policy with a separate complaint procedure, the allegation shall be processed under that procedure.

#### Steps of a Formal Inquiry

16. If a Formal Inquiry of an allegation of a breach of the Code of Conduct is undertaken, it shall be done by a qualified professional consistent with the nature of the breach. Existing resources within the HWDSB may be utilized if such expertise exists, if not, external expertise should be brought in.
17. Regardless of who undertakes the Formal Inquiry the following steps shall be followed.
18. The Chair of the Board of Trustees shall provide to all Trustees a confidential copy of the complaint within ten (10) days of receiving it. The complaint, any response to the complaint and the investigation of the complaint shall be confidential until it is before the Board of Trustees for a decision as to whether or not the Trustee has breached the Code.
19. The *Statutory Powers Procedure Act* does not apply to anything done regarding the Enforcement of this Code of Conduct. No formal trial-type hearing will be conducted.
20. Procedural fairness and unbiased process shall govern the Formal Inquiry. The Formal Inquiry will be conducted in private.
21. The Formal Inquiry may involve Board of Trustees written and oral statements by any witnesses, the Trustee bringing the complaint and the Trustee who is alleged to have breached the Code of Conduct.
22. The Trustee who is alleged to have breached the Code of Conduct shall have an opportunity to respond to the allegations Board of Trustees in a private meeting with the person(s) undertaking the Formal Inquiry and in writing.
23. It is expected that the Formal Inquiry will be conducted within a reasonable period of time which will depend on the circumstances of the case. The Trustee who is alleged to have breached the Code of Conduct shall provide a written response to the allegations within ten (10) days of receiving the written allegation, or such extended period of the time as the investigators deem appropriate in the circumstance.
24. If the Trustee who is alleged to have breached the Code of Conduct refuses to participate in the Formal Inquiry, the Formal Inquiry will continue in their absence.
25. Once the Formal Inquiry is complete, the investigators shall provide a confidential draft copy of their report containing the findings of fact to the Trustee who is alleged to have breached the Code of Conduct and the Trustee who brought the complaint for their written comment to the investigator(s). The purpose of providing the draft report to the parties is to ensure no errors of fact are contained in it. The two Trustees shall have ten (10) days (or such reasonable period of time as deemed appropriate by the investigator(s) from the receipt of the draft report to provide a written response. Written responses will be attached to the final report.
26. If the Chair and Vice-Chair of the Board of Trustees conduct the inquiry and cannot agree on the final finding of facts, the Formal Inquiry shall be reconsidered de novo by an outside consultant. The outside consultant will be appointed by the Director.

### Suspension of Formal Inquiry

27. If the investigators, when conducting the Formal Inquiry, discover that the subject-matter of the Formal Inquiry is being investigated by police, that a charge has been laid, or is being dealt with in accordance with a procedure established under another Act, the Formal Inquiry shall be suspended until the police investigation, charge or matter under another Act has been finally disposed of. This shall be reported to the rest of the Board of Trustees.

### Decision

28. Upon completion of the final report and as soon as practical, the Chair shall present the final report to the Board of Trustees so that the Board of Trustees may decide whether or not the Code of Conduct has been breached and whether to impose a sanction.
29. Trustees shall consider only the findings in the final report when voting on the decision and sanction. No Trustee shall undertake their own investigation of the matter.
30. If the Board of Trustees, based on the outcome of the investigations, determines that there has been no breach of the Code of Conduct or that a contravention occurred, although the Trustee took all reasonable measures to prevent it, or that a contravention occurred that was committed through inadvertence, or an error of judgment made in good faith, no sanction shall be imposed.
31. The determination of a breach of the Code of Conduct and the imposition of a sanction with respect to a complaint investigated in accordance with the Formal Complaint Procedure must be done by resolution of the Board of Trustees based on the recommendations, outcome and facts established by the investigation at a meeting of the Board of Trustees, and the vote on the resolution shall be open to the public. The resolutions shall be recorded in the minutes of the meeting. The reasons for the decision shall be recorded in the minutes of the meeting.
32. Despite s. 207 (1) of the *Education Act*, the part of the meeting of the Board of Trustees during which a breach or alleged breach of the Board of Trustees' Code of Conduct is considered may be closed to the public when the breach or alleged breach involves any of the matters described in clauses 207(2) (a) to (e) being:
- a. the security of the property of the Board of Trustees;
  - b. the disclosure of intimate, personal or financial information in respect of a member of the Board of Trustees or committee, an employee or prospective employee of the Board of Trustees 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 of Trustees; or
  - e. litigation affecting the Board of Trustees.
33. The Trustee who is alleged to have breached the Code of Conduct shall not vote on a resolution to determine whether or not there is a breach or the imposition of a sanction. The Trustee who brought the complaint to the attention of the Board of Trustees may vote on those resolutions.
34. The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but shall not participate in the deliberations and shall not be required to answer any questions at that meeting.



35. The Trustee who is alleged to have breached the Code of Conduct shall not in any way, after the final report is completed, influence the vote on the decision of breach or sanction, except as permitted below after these decisions have been made.

### Sanctions

36. If the Board of Trustees, based on investigation of a Formal Complaint, determines that the Trustee has breached the Board of Trustees' Code of Conduct, the Board of Trustees may impose one or more of the following sanctions:
- a. Censure of the Trustee.
  - b. Barring the Trustee from attending all or part of a meeting of the Board of Trustees or a meeting of a committee of the Board of Trustees.
  - c. Barring the member from sitting on one or more committees of the Board of Trustees, for the period of time specified by the Board of Trustees.
  - d. Suspending the member from for a period of time specified by the Board of Trustees.
37. The Board of Trustees shall not impose a sanction which is more onerous than the above but may impose one that is less onerous such as a warning or a requirement that the Trustee successfully complete specified professional development courses at the expense of the Board of Trustees. The Board of Trustees has no power to declare the Trustee's seat vacant.
38. A Trustee who is barred from attending all or part of a meeting of the Board of Trustees or a meeting of a committee of the Board of Trustees is not entitled to receive any materials that relate to that meeting or that part of the meeting and that are not available to members of the public.
39. The imposition of a sanction barring a Trustee from attending all or part of a meeting of the Board of Trustees shall be deemed to be authorization for the Trustee to be absent from the meeting and therefore, not in violation of the *Education Act* regarding absences from meetings.

### Reconsideration

40. If the investigation of a Formal Inquiry determines that a Trustee has breached the Board of Trustees' Code of Conduct the Board of Trustees shall,
- a. Give the Trustee written notice of the determination, the reasons for the decision and any sanction imposed by the Board of Trustees;
  - b. the notice shall inform the Trustee that he or she may make written submissions to the Board of Trustees in respect of the determination or sanction by the date specified in the notice that is at least fourteen (14) days after the notice is received by the Trustee; and
  - c. consider any submissions made by the Trustee and shall confirm or revoke the determination and confirm, vary, or revoke a sanction, if applicable, within forty-five (45) days after the submissions are received.
41. If the Board of Trustees revokes a determination, any sanction imposed by the Board of Trustees is revoked and, within fourteen (14) days, the Chair shall give the Trustee written notice of the determination.

42. If a sanction is varied or revoked, the variation or revocation shall be deemed to be effective as of the date the original determination was made.
43. The Board of Trustees decisions to confirm or revoke a determination or confirm, vary, or revoke a sanction shall be done by resolution at a meeting of the Board of Trustees and the vote on the resolution shall be open to the public. The resolutions shall be recorded in the minutes of the meeting together with the reasons for confirming or revoking a determination. The Board of Trustees shall provide to the Trustee alleged to have breached the Code of Conduct written notice of the decision to confirm or revoke the determination together with reasons for the decision and written notice of any decision to confirm, vary or revoke a sanction. The Trustee alleged to have breached the Code of Conduct shall not vote on those resolutions. [Education Act, s. 218.3(12)] The Trustee who brought the complaint may vote.
44. The Trustee who is alleged to have breached the Code of Conduct may be present during the deliberations regarding the above but may not participate in the deliberations and shall not be required to answer any questions at that meeting.
45. If appropriate, the original sanction may be stayed pending the reconsideration by the Board of Trustees of the determination or sanction.

### 5.3 Conflict of Interest: Declaring and Registry

The following is provided to be utilized by Trustees in compliance with the Municipal Conflict of Interest Act. The declaration of conflicts of interest is to maintain the integrity and dignity of office. It is also aimed at fostering accountability, transparency, and inclusivity in the governance process.

According to the Municipal Conflict of Interest Act, HWDSB Trustees will maintain a registry of all declarations made under this Act. The registry must include a written declaration provided by the board member and must be available to the public. This registry is accessible on the HWDSB website.

1. Upon being acknowledged by the chair, the member will state: "I wish to declare a conflict of interest regarding item (agenda number and topic) in the agenda because (reason, e.g. my child works for XYZ company, my spouse is a secondary school teacher)."
2. A declaration of conflict of interest made at a committee meeting, must be repeated when the committee's report on the matter is being considered by another committee or the Board.
3. In private sessions, the trustee making the declaration will not be present for the discussion. If related to a public matter, the trustee making the declaration may be present for the discussion and vote, and the minutes will reflect that there was no participation, rather observation.
4. A declaration of conflict of interest made at a private committee meeting, must be repeated when the report of the Committee of the Whole (Private Session) is being considered by the Board in public by saying, "I wish to declare a conflict of interest regarding a private (personal, legal, property, security, etc. matter contained in the private report of the Committee of the Whole."
5. When a conflict of interest has not been declared due to the absence of a member, the declaration must be made by the member concerned at the next meeting should the topic arise.

## **6.0 Housekeeping**

PROPOSED: From time to time, non-substantive changes may be required to the Governance Manual. The Director, or designate, may make the following non-substantive changes, with an update being provided to Trustees on a quarterly basis (if applicable);

- a. Correction of spelling, punctuation or grammar and typographical errors;
- b. Correction of format or layout of information to improve accessibility or electronic/print presentation;
- c. Correction of cross-reference errors or discrepancy in the numbering of provisions; and
- d. Updates to roles or organizational titles

### **6.1 Changes to Governance Manual**

1. The Manual shall be reviewed, at a minimum, once during every four-year board term, to ensure that the elements it contains remain appropriate and relevant to the leadership and governance needs of HWDSB.
2. The Board may temporarily suspend a provision of the by-laws within the governance manual by a two-thirds majority of the members of the Board, except where the provision is grounded in an obligation imposed by law.
3. A temporary suspension of the by-laws within the governance manual shall expire at the end of the meeting in which the by-laws were suspended, unless the Board determines otherwise.
4. No temporary suspension of the by-laws within the governance manual shall extend beyond the next organizational meeting of the Board.

## 6.2 Version/Approval

Version 1: May 30, 2022 – RESOLUTION #22-103

Version 2: XXXX 2024 – RESOLUTION #XX-XXX

DRAFT