

PROCEDURAL BY-LAW

THE PARK WEST SCHOOL DIVISION BY-LAW #02-21

Revised March 17, 2022

BEING A BY-LAW to regulate the proceedings of the Board of Trustees of The Park West School Division, (hereinafter called "the Board") and the Committees thereof:

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

NOW THEREFORE be it and it is hereby enacted as a By-law of The Park West School Division that, unless they shall at any time be contrary to the overriding provisions of The Public Schools Act, the following Rules of Procedure shall regulate the operation of the Board:

SECTION I

FIRST MEETING OF THE BOARD

- 1.1. The inaugural meeting of the Board shall be held on a day and at an hour to be fixed by the Secretary-Treasurer or designate who shall notify each trustee of the date, time and place of the meeting. (1)
- 1.2. At the inaugural meeting of the Board, the trustees present shall elect from among themselves by a majority vote a Chairperson and Vice-Chairperson who shall act during the term of the Board. The Secretary-Treasurer of the Board shall preside at the election, or, if there is no Secretary-Treasurer present, the trustees present shall select one of themselves to preside at the election and the member selected to preside may vote on the election.
- 1.3. In the event of a tie vote in selecting a Chairperson or Vice-Chairperson, the Board shall determine by lot and in a secret manner who shall cast the deciding ballot.
- 1.4 Immediately following the election of both the Chairperson and Vice-Chairperson, the Chairperson shall assume the Chair and take responsibility for the conduct of the meeting including: (a) the passage of a procedural By-law for the Division, (b) the appointment by motion of the members of the Board's Standing Committees as identified in Section V of this By-law; (c) the approval of bankers for The Park West School Division, and (d) the identification and authorization of the signing officers for the Division.

References:

- (1) P.S.A. Section 29(1) and Regulation 61/02
- (2) P.S.A. Section 29(2)
- (3) P.S.A. Section 29(3)

SECTION II

MEETINGS OF THE BOARD

Regular Board Meetings

- 2.1 After the first or inaugural meeting of the Board, the Board shall hold Regular Meetings the **2nd Thursday** of each month, except the month of August in which the Regular Board Meeting will be held on the 4th Thursday of the month. There will be no meeting in July. Meetings will normally be held at the Park West School Division office in Birtle, and commence at six (6:00) P.M. Meetings may be held at an alternate time and location with the agreement of a majority of the Board. Meetings may also be conducted via electronic means, in accordance with all legislative, regulatory and procedural requirements for such meetings.

Length of Meetings

- 2.2 The Board shall not remain in session longer than three hours unless it shall be otherwise decided by consensus. If consensus is not reached then it must be decided by a majority vote of the members present.

Special Meetings

- 2.3 Special Meetings of the Board may be convened at any time by the Chairperson directly or at the discretion of the Chairperson following a request of any trustee. At a special meeting no subject or matters other than those identified in the notice calling the meeting shall be considered.

Emergency Meeting

- 2.4 Notwithstanding Article 2.5, the Board may hold a meeting at any time and any place to deal with an emergency situation if all the available trustees consent thereto and are present thereat. (1)

Notice of Meetings

- 2.5 Notice and agenda of all Board meetings, regular and special, shall be available at least 72 hours before the meeting, stating the place, date and hour of the meeting. (2)

Public Access to Meetings

- 2.6 The Inaugural Meeting, Regular and Special meetings of the Board shall be open to the public. The Board recognizes, however, that from time to time it is in the best public interest to discuss sensitive matters in closed meetings. The Board may, therefore, by motion resolve itself into Committee of the Whole In-Camera to discuss matters pertaining to personnel (including students), salary negotiations, security, goods and service contract negotiations, property acquisition and disposal negotiations, and litigation

strategy. The minutes shall record only the topic discussed In-Camera. No decisions shall be made In-Camera. (See also Section V, Articles 5.11 and 5.12 re Committee of the Whole.) (3)

No Disclosure of Closed Meetings

- i. No trustee shall disclose to the public the proceedings of a closed meeting or In-Camera session unless a resolution has been passed to allow such disclosure.

Chair Shall Preside

- 2.7 The Chairperson shall preside at the meetings of the Board and may vote with the other members on all questions. Any question on which there is an equality of votes shall be deemed to be defeated. The Chairperson of the Board does not have a deciding vote.
 - i. The Chairperson shall vacate the chair to enter debate or propose or second a motion in which case the vice-chairperson, if present, or another member appointed by the chairperson shall preside.

In the Chair's Absence

- 2.8 In the absence of the Chairperson, the Vice-Chairperson shall preside and while so presiding shall have all the powers of the Chairperson. A temporary Vice-Chairperson can be appointed by the members present. In the absence of both the Chairperson and Vice-Chairperson, a Chairperson shall be appointed by the members present and he/she shall preside at said meeting, or until the arrival of the Chairperson or Vice-Chairperson.

Quorum

- 2.9 A majority of the whole Board shall constitute a quorum. The number required for a quorum does not change if there is a vacancy. When at any Meeting of the Board there is no quorum present at the expiration of one-half ($\frac{1}{2}$) hour from the time appointed for the commencement of the Meeting, the Meeting shall stand adjourned, and the Secretary-Treasurer or designate shall enter in the minutes the names of those members present.

Rules Apply To All Meetings

- 2.10 All rules for meeting procedures and debate shall apply to all meetings of the Board. Robert's Rules of Order shall be used as a guide.

Corporate Acts Must Be Done At Board Meetings

- 2.11 All powers of Trustees lie in their actions as a group. Individual Board members exercise their authority over Division affairs only as they vote to take action at a duly constituted meeting of the Board.

An act or proceeding of the Board that is not done or taken at a regular or

special meeting of the Board is not valid or binding on any person affected thereby. (6)

Board Must Act Within the Law

- 2.12 The Board, in conducting its business, shall comply with all laws, Federal, Provincial and/or Municipal, including all statutory regulations passed pursuant thereto.

Only The Board May Delegate Authority

- 2.13 An individual Board member, including the Chairperson, shall have power only when the Board, by vote, has delegated authority to him or her.

Reference -

- (1) P.S.A. Section 30 (1).
- (2) P.S.A. Section 30(2)
- (3) P.S.A. Section 30(3)
- (4) P.S.A. Section 31
- (5) P.S.A. Section 32
- (6) P.S.A. Sections 35,41,48,51 & 53

SECTION III

REGULAR BOARD MEETING AGENDA

Agenda Preparation

- 3.1 The CEO and the Chairperson of the Board, Vice Chairperson of the Board with the assistance of the Secretary-Treasurer or designate shall jointly prepare the agenda and provide the order of business in the form of a prepared agenda, the order of same to be in accordance with or similar to the following:

AGENDA FORMAT

1. Call to Order/Greetings and Acknowledgement*
2. Opening of Meeting
3. Addition to and Adoption of Agenda
4. Delegations
5. Approval of Minutes of Previous Meeting(s)
6. Unfinished Business Arising Out of Minutes
7. Board Education and Vision
8. Information from Trustees
9. Senior Administration Reports
10. Other Reports
11. New Business
12. Questions of Clarification of Current Meeting From the Public
13. Correspondence/PD Opportunities
14. In-Camera

15. Motions from In-Camera
16. Date(s) of Future Meeting(s)
17. Adjournment

*Park West School Division recognizes our history as an organization and as settler to these Lands on Treaty 2 and Treaty 4, the original lands of the Anishinaabe, Cree, Oji- Cree, Dakota, and Dene people, and on the homeland of the Metis Nation.

Park West School Division respects the Treaties that were made on these territories, we acknowledge the harms and the mistakes of the past, and we dedicate ourselves to move forward in partnership with Indigenous communities, in the spirit of reconciliation and collaboration.

Any variation of the foregoing order of business requires consensus. If consensus is not reached then it must be decided by a majority vote of the members present.

- 3.2 Any trustee may request of the Chairperson or his designate that an item be placed on the agenda.

Late Items

Items may be added to the agenda by majority.

SECTION IV

REGULAR BOARD MEETING PROCEDURES

General Regulations re: Meetings

- 4.1 Each and every member of the Board has equal rights. The meeting is a highly democratic process and shall be conducted accordingly.
- 4.2 The first person recognized by the Chairperson as desiring to speak has the right to the floor.
- 4.3 No trustees shall be interrupted while speaking, unless out of order, or on a point of privilege or for clarification.
- 4.4 When any matter is before the Board, the consideration of same cannot be interrupted except on a motion for adjournment, to lie on the table, for postponement, for referral or for amendment.
- 4.5 Exceptions to rules within the jurisdiction of the Board can be made by a majority vote of the members of the Board.

Duties of the Chairperson

- 4.6 The Chairperson shall call the meeting to order precisely at the hour for which the meeting is called, providing a quorum is present, or as soon as a quorum is present as herein before provided.

- 4.7 It shall be the duty of the Chairperson at all times to preserve order and to endeavour to conduct all business before the Board with propriety and dispatch, in accordance with the rules of procedure herein provided.
- i. If any member transgresses the rules, the Chairperson or designate shall, and any member can, call a transgressing member to order in which case the member so called shall immediately be silent but shall afterwards be permitted to explain, and the Board, if appealed to, shall decide on the case, but without debate.
 - ii. Where, at a meeting of the Board, any person other than a member of the Board is in the opinion of the Chairperson or designate of the meeting, guilty of disorderly or improper conduct, the Chairperson or designate may require the person to leave the meeting forthwith and if they fail to do so may cause them to be removed.
- 4.8 When called upon to decide a point of order or practice, the Chairperson or designate shall state the rule applicable to the case, without argument or unnecessary comment, and without debate. The decision of the Chair or designate shall be final unless reversed by a vote of two-thirds (2/3rds) of the members present. The Chairperson, or in his/her absence the Vice-Chairperson, or designate is the official public spokesperson for the Board.
- 4.9 The Chairperson, or in his/her absence the Vice-Chairperson, or designate is the official public spokes person for the Board.

Motions

- 4.10.(i) All motions must be put in writing and seconded before being stated by the Chairperson, after which they shall only be disposed of by vote of the Board, unless the mover by permission of the Board withdraws it. The Chairperson, in his/her discretion, may waive the necessity of a motion being in writing. The Chairperson may waive the necessity of a motion and call for general consent provided there is no objection to this procedure. If there is an objection, a motion is required.
- (ii) The Chairperson, in his/her discretion, may grant that motions may be emailed to the Secretary-Treasurer or designate.
- 4.11 To begin a motion, "I move that..." is the correct phrase to use.
- 4.12 Any trustee who has a motion shall have the liberty to withdraw or modify it, with the consent of the seconder prior to the question; after a motion has been moved and seconded and debate has begun, the motion shall be deemed to be in possession of the Board and subject only to action by the Board.
- 4.13 An amendment may be moved on any motion, and shall be decided before the original motion; but no more than one amendment to an amendment shall be entertained. An amendment can only modify the motion, not change the intent of the motion.

- 4.14 A motion for adjournment shall always be in order and shall be decided without debate, except that it cannot be entertained when the Board is voting on another question or while a trustee is addressing the Board.
- 4.15. A motion for postponement takes precedence over a motion for referral, and a motion for referral takes precedence over a motion to amend or a vote on the original subject.
- 4.16 A motion may be:
- Postponed - to a specific date or an indefinite period
 - Referred - to a committee
 - Tabled - within the duration of the meeting until lifted from the table by any trustee
 - Received - to accept and no action to be taken.
- 4.17 A motion "to recess or to adjourn debate", "to lay on the table", or to "Resolve into Committee of the Whole" shall be decided without debate.
- 4.18 A motion that is not seconded will be recorded in the minutes.

Member Responsibilities

- 4.19 A member of the Board shall not participate in the discussion of any question in which he/she has a direct or indirect pecuniary interest as defined in The Public Schools Act. Members of the Board shall be governed by the conflict of interest provisions of The Public Schools Act, Sections 36 through 39 inclusive, and Board policies established from time to time.
- 4.20 Every member, prior to speaking, shall address the Chair and shall confine any comments to the question under debate. When two or more members speak at once, the Chairperson shall name the member who is first to speak.
- 4.21 No member while speaking shall be interrupted by another, except upon a point of order, or for the purpose of explanation. The member so interrupting shall confine comments strictly to the point of order or explanation.
- 4.22 No member, unless otherwise herein provided, shall speak to a question or motion for longer than five (5) minutes and may speak more than once on the same question without permission of the Chair.
- 4.23 A member may require the question or motion under discussion to be read for information at any time of the debate but not so as to interrupt a member speaking.
- 4.24 No member shall speak to any question after the Chairperson has called for a vote on the question.

Voting Method

- 4.25 Reversal of Decisions
- (i) Subject to subsection (ii), a question once decided by a Board shall not be reversed unless:

- (a) written notice of a proposal to reverse the decision has been given from at least one meeting to another; and
- (b) a majority of the total number of trustees for the Division votes in favour of the reversal.

(ii) A decision of a Board may be reversed:

- (a) at the same meeting at which it is made; and
- (b) by unanimous consent of all members present and voting thereon be reversed.

Abstention from Voting

- 4.26 Although it is the duty of every member who has an opinion on a question to express it by vote, a member can abstain since one cannot be compelled to vote. Anyone who abstains may request that the abstention be recorded in the minutes and the Secretary-Treasurer or designate shall record the same. An abstaining vote will be counted with the prevailing side.

Declaration of Results

- 4.27 (i) The Chairperson shall declare the results of all votes and when any member requests that their own vote be recorded, the vote shall be entered upon the minutes by the Secretary-Treasurer or designate.
- (ii) A roll call vote may be requested by a member by stating "I move a roll call vote be taken." If adopted by a majority vote or general consent, the name of each member is called and their response is taken and recorded in the minutes. If a member wishes to abstain they answer "present". The motion for a roll call vote must be requested before deciding the original motion.

Division of the Question

- 4.28 When the question under consideration contains independent propositions, upon the request of any member, the vote upon each such independent proposition shall be taken separately.

Communication of Results

- 4.29 Decisions of the Board shall be communicated in writing to persons directly affected by the decision. Correspondence on behalf of the Board shall be the responsibility of the Chief Executive Officer to carry out or delegate as deemed appropriate or, if deemed appropriate for political reasons, the Chairperson.

Giving of Notice

- 4.30 Written notice may be given by a trustee from one meeting to the next for the purpose of the following:
- i. reversal of a decision previously made by the Board
 - ii. introduction of a by-law
 - iii. suspension policy

By-Laws

- 4.31 Matters resolved by By-law:
- a) amendments to By-laws
 - b) rules of Board procedure, organization and operation of meetings
 - c) where required by The Public Schools Act
- 4.32 Every By-law shall be dealt with in the following stages by a final motion of the Board:
- I. First Reading - "That this By-law be now read a first time" shall be decided without amendment or debate.
 - II. Second Reading – When second reading of the By-law has been moved, the principle of the By-law may be discussed and it shall be lawful for the Board to defer, amend or reject the By-law and a motion may be made to that effect.
 - III. Third Reading – This is the final reading of the proposed By-law and shall be deemed to be passed when given its third reading.

Every By-law shall receive three separate readings. The three separate readings of any By-law shall be given at different meetings unless by a vote of a majority of the whole Board this rule may be suspended. The Secretary-Treasurer shall certify on a copy of each By-law, the readings and dates of the readings of the By-law passed.

Remote Participation in Board Meetings

- 4.33 While in-person attendance is the preferred option, the Board recognizes that members or Senior Administration may not always be physically present at all Board meetings. The Board further recognizes that advances in technology have made it possible for individuals to interact with others from remote locations through the use of speaker phones, teleconferencing and/or videoconferencing.
- a) Members of the Board may attend Board meetings, and may participate in all Board deliberations and actions, by speakerphone, teleconferencing and/or videoconferencing if s/he does not physically attend the meeting.
 - b) A trustee who participates in a meeting of a school board through electronic means is deemed to be present at the meeting for the purposes of the Public Schools Act and will be designated as a remote member.
 - c) Remote participation may occur using any communication device capable of enabling the remote member to hear the comments of and speak to all those present at the meeting; and enabling all those present at the meeting to hear the comments of and speak to such remote member.

- d) Remote members may vote on matters before the Board only if such member has listened to all Board deliberations prior to casting his/her vote
- e) Should a remote member make or second a motion, their name will be recorded on the motion by the Secretary-Treasurer or designate.
- f) The remote member shall be considered an off-site participant and counted as present by means of video or audio conference.
Every trustee must be present at a regular meeting at least once every three months.

Reference:

(1) P.S.A. Sections 39.7.1.(1-2)

SECTION V

STANDING COMMITTEES

- 5.1 Meetings of Standing Committees shall be held In-Camera.
- 5.2 Reports of the Committees may occur in Regular session as requested by the Board and if not contradictory to Section 2.6.
- 5.3 Members of any Standing Committee shall be appointed by motion at the Inaugural Meeting of the Board.
- 5.4 If the Chairperson of a Standing Committee is not appointed by the Board, it shall be the duty of the CEO or Board Chair to convene the first meeting at which time a Chairperson shall be elected.
- 5.5 The Chairperson of the Board is an ex-officio member of all Standing Committees, and may attend all meetings and contribute to debate.
- 5.6 The number of trustees on any Standing Committee shall be less than a quorum of the Board, except for Committee of the Board as a Whole.
- 5.7 The CEO or designate shall attend each Standing Committee meeting to provide background, advice and research.

Standing Committee Guidelines

- 5.8 (a) Standing Committees shall meet as required.
- (b) Agenda items shall be set by the Chief Executive Officer and Standing Committee and shall be distributed to all committee members.
- (c) The Agenda format shall be:
 - i. Approval of the Agenda
 - ii. Reports and old business arising from the reports
 - iii. Correspondence
 - iv. Referrals from the Board
 - v. New Business Policy
 - vi. Next Meeting Date

- vii. Items for the next meeting
- (d) Recording of Standing Committee Reports: The CEO or designate shall be responsible to keep the reports of each meeting and to arrange for distribution in the Board Agenda package.
 - i. Standing Committee recommendations shall be formulated as a suggested motion to be considered and voted upon at the next regular Board Meeting.
 - ii. The Committee Chairperson or designate shall present the Standing Committee Report.

- 5.9 Any Standing Committee of the Board may establish a Sub-Committee or Sub- Committees provided that the Chairperson of any Sub-Committee and at least one other member of the Sub-Committee are members of the main Standing Committee. Reports of any Sub-Committee shall be presented to the main Standing Committee for acceptance, revision or rejection prior to presentation to the Board.
- 5.10 Standing Committees appointed to report on any subject referred to them by the Board shall report in writing a statement of facts and, also, their opinion thereof.

Ad Hoc Committees

- 5.11 Ad Hoc Committees may be established by the Board from time to time for a specific purpose or function.

The term of appointment and membership on these committees will end upon the conclusion of the assigned task or at the pleasure of the Board.

These Committees shall only conduct such activities which serve to achieve the terms of reference established by the Board. The terms of reference for ad hoc committees are to be set out prior to the appointment of the committee.

Committee of the Whole

- 5.12 By a vote of the majority of the members present the Board may resolve itself into "Committee of the Whole" for the purpose of discussing reports of Committees or any other motion or matter before the Board.
- 5.13 The rules of procedure of the Board shall be observed in Committee of the Whole so far as applicable. No decisions of the Board shall be made while in Committee of the Whole and no minutes shall be recorded other than a record in the minutes of the Regular Meeting of the topic discussed while in Committee of the Whole.

References:

- (1) P.S.A. Section 30 (4)

SECTION VI

PUBLIC PARTICIPATION AT BOARD MEETINGS

6.0 The Board shall hold its Regular meetings openly, and no person shall be excluded or removed from any meeting except for improper conduct. (1)

6.1 Any resident elector of the Division shall have the right to be placed on the agenda of a regular board meeting to be heard under "Delegations." Seven days prior to the meeting, they shall provide to the CEO a written brief or petition for inclusion in the agenda package and shall identify a spokesperson whom the Chairperson can address and to whom correspondence can be forwarded. The delegation will present a written list of any questions they want answered.

Your request must include:

- The date of the meeting you wish to appear
- The subject matter to be discussed
- The name of the spokesperson
- The phone number and email address of the representative of the delegation
- The specific action that is being requested of the Board
- A summary and any additional background material or correspondence to include with the meeting agenda

6.2 The delegation will be heard in Regular session unless the Board determines that it needs to be held In-Camera.

6.3 The Board may hear delegations at its discretion. Delegation requests will not be accepted should your concern be related to a matter that is before the Courts or is about an issue on which the Board is seeking a legal opinion.

6.4 a) All delegations shall be advised of acceptable procedures prior to their appearance at the Board meeting.

b) The delegation process is not interactive or designed for two-way conversation, but rather an opportunity for delegates to present a position or information to the Board. The Board and Administration will not enter into debate on any issues in the presentation. The delegation will be heard for information purposes only. The Board will only ask questions for clarification.

c) In the event a decision of the Board is required, the matter will typically be postponed to the next regular meeting for action.

d) If a decision is required prior to the next regularly scheduled meeting, the Board may suspend the rules and consider the delegations request at the same meeting, the matter then being referred ("New or Unfinished Business") for decision-making. Such a suspension of rules requires a two-thirds vote of the trustees present. A second option would be scheduling a special meeting to gather further information and make a decision. Any such special meetings should be scheduled within two weeks of the Board meeting at which the delegation makes their presentation.

6.5 The Chairperson may, at some point in the Agenda of a Special Board

Meeting, permit visitors to the meeting to ask questions or speak to a matter on the agenda of which they are familiar for clarification purposes.

- 6.6 Members of the public who attend Board meetings virtually as observers or delegations will be provided with a Zoom link for the meeting. When first joining a virtual meeting, please ensure that you can be identified, your camera will be turned on and your full name will be noted.

References:

- (1) P.S.A. Section 30 (3)

SECTION VII

GENERAL

That this By-Law be placed in the hands of each Board Member and each new Board Member. It will be reviewed at the Inaugural meeting.

DONE AND PASSED BY THE BOARD OF TRUSTEES OF THE PARK WEST SCHOOL DIVISION assembled at Birtle in the Province of Manitoba, this 17th day of **March A.D.2022**.

Chairperson: 

Secretary-Treasurer: 