



# Commission scolaire English-Montréal

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## English Montreal School Board

### BY-LAW NO. 12 (2020)

#### INTERNAL RULES OF MANAGEMENT OF THE COUNCIL OF COMMISSIONERS AND THE EXECUTIVE COMMITTEE

*NOTE: The masculine gender, when used in this document, refers to both women and men. No discrimination is intended, it is used solely to simplify the text.*

#### **1. OBJECTIVE OF THE BY-LAW**

The purpose of this present By-Law is to establish the rules of operation and internal management of the meetings of the Council of Commissioners in order to ensure that they are conducted in a democratic, systematic and efficient manner in accordance with the provisions of the *Education Act*.

*Unless otherwise indicated, the present By-Law applies to the Executive Committee of the English Montreal School Board (EMSB), with the necessary adaptations.*

#### **2. LEGAL FRAMEWORK**

##### **Provincial Legislation:**

- *Education Act (R.S.Q., c. I-13.3)*
- *Act respecting school elections (R.S.Q., c. E-2.3)*
- *Act respecting Access to documents held by public bodies and the Protection of personal information (R.S.Q., c. A-2.1)*

##### **Internal EMSB By-Laws and Policies:**

- *By-Law No. 1 - Dates of the Regular Meetings of the Council of Commissioners*
- *By-Law No. 3 - Code of Ethics and Professional Conduct for the Members of the Council of Commissioners*
- *By-Law No. 4 - Dates of the Regular Meetings of the Executive Committee*
- *By-Law No. 10 - Delegation of Powers*
- *By-Law No. 11 - Internal Governance*
- *Policy ETS-18 - Information Security*

#### **3. DEFINITIONS**

In this By-Law, the use of bold interface identifies the terms defined in this section as follows:

- 3.1 Administration of the EMSB:** For the purposes of the present By-Law, refers to the Director General, the Assistant Directors General, the Secretary General, the Sector Directors and all Services/Departments Directors.
- 3.2 Commissioners:** Globally refers to all the members of the Council of Commissioners, including those elected in accordance with the Act respecting school elections as well as those elected by the English Montreal School Board Parents' Committee (EMSBPC) (Parent Commissioners). For the purpose of this By-Law, the term **Commissioners** refers to both categories, unless clearly specified.
- Regardless of the stakeholders they are representing, all **Commissioners** are jointly and severally liable to the entire EMSB community for the decisions taken by the Council of Commissioners (See also **Co-opted Commissioners**).
- 3.3 Conflict of Interest** (or appearance thereof): Refers to a situation in which a **Commissioner** may have to choose between his private and/or personal interests and the interests of the School Board. The term interest implies a direct or indirect interest, financial or not, real, apparent or potential. This interest is distinct from a public interest in general and can be perceived as such by a reasonably informed person. A more detailed definition of the notion of "**Conflict of Interest**" is given in the *Code of Ethics and Professional Conduct for the Members of the Council of Commissioners* (By-Law No. 3).
- 3.4 Co-opted Commissioners:** Individuals appointed by the Council of Commissioners after consultation with the groups most representative of the social, cultural, business and labour sectors in the region of the EMSB in which competence and qualifications are complementary to those of the Council Commissioners or useful for the **Administration of the EMSB**.
- 3.5 Declaration of Conflict of Interest:** After being sworn in and at the first sitting of the Council of Commissioners, the **Commissioner** shall identify, in writing to the Secretary General, on the form provided by the office of the Secretary General (provided in the *Code of Ethics and Professional Conduct for the Members of the Council of Commissioners* – By-Law No. 3) any situation or relationship which might create a **Conflict of interest** or an appearance thereof.
- 3.6 Preparatory Meeting:** Closed meeting of **Commissioners** convened by the Chair in order to conduct a thorough and in-depth review of the dossiers on the agenda of the next meeting of the Council of Commissioners. The Chair presides over these meetings during which no decisions can be taken. The term **Preparatory Meeting** also includes in camera meeting and caucus meeting.
- 3.7 Supporting Documents Needed for Decision-Making:** Designates any documents and information needed by **Commissioners** to enable them to exercise their functions in an informed and knowledgeable manner, particularly with regard to their participation in deliberations and in the vote. The documentation referred to shall be sent to **Commissioners** in a timely manner and should not be distributed, made public or used for personal ends.

#### **4. GENERAL PROVISIONS**

- 4.1** The meetings of the Council of Commissioners, but not those of the Executive Committee, are public and held in accordance with the *Education Act* and the provisions of this present By-Law. In case of disagreement, the provisions of the *Education Act* shall prevail.
- 4.2** This By-Law applies to all meetings of the Council of Commissioners, including its **Preparatory Meetings**.
- 4.3** In cases not covered by this By-Law, the Chair will render a decision on the matter taking into consideration the *Robert's Rules of Order*.

#### **5. CALLING AND HOLDING OF REGULAR MEETINGS**

- 5.1** Every year in August, the EMSB shall revise and give public notice of the adoption of By-Laws No. 1 and No. 4 (*Dates of the Regular Meetings of the Council of Commissioners and of the Executive Committee*), indicating the dates of the regular meetings of the Council of Commissioners and of the Executive Committee.
- 5.2** The Council of Commissioners shall hold at least four regular meetings per year. Unless otherwise indicated, the meetings take place at the EMSB's Administration Building, located at 6000 Fielding Avenue, in Montreal.
- 5.3** The Council of Commissioners may, by resolution and with reasonable and just cause, cancel and/or postpone a regular meeting of the Council of Commissioners. A notice to this effect shall be published in a newspaper distributed on the territory of the EMSB, and on its website.
- 5.4** The Council of Commissioners' meetings shall begin at 6 p.m. and end no later than 10 p.m. Any agenda items that have not been discussed will be automatically postponed to the next meeting.
- 5.5** The Secretary General convenes the meetings of the Council of Commissioners by electronic means. A notice of the meeting is also published on the website of the EMSB.

#### **6. CONVOCATION AND HOLDING OF SPECIAL MEETINGS**

- 6.1** The Chair of the Council of Commissioners of the English Montreal School Board or two (2) **Commissioners** may convene a special meeting of the Council of Commissioners. A notice to this effect shall be sent to the Secretary General and the Director General no later than 3 p.m. on the day the meeting is convened. The notice shall indicate which matters are to be discussed and be accompanied by the **Supporting Documents Needed for Decision-Making** and a draft resolution.

- 6.2** The special meeting shall be convened by way of a written notice from the Secretary General sent to each **Commissioner** at least two (2) calendar days prior to the meeting. The agenda as well as the **Supporting Documents Needed for Decision-Making** shall accompany the notice of meeting which indicates the date, place and time of the meeting, as well as the matters to be deliberated on.
- 6.3** Only the matters mentioned in the notice of the special meeting shall be the subject of deliberations and decisions, unless all the **Commissioners** present decide otherwise.
- 6.4** At the opening of a special meeting, the Chair shall ensure that the convocation procedure has been properly applied. If not, the meeting shall be closed forthwith, on pain of absolute nullity of any decision that may be made thereat. A note to this effect shall be recorded in the minutes.

The mere presence of a **Commissioner** at a meeting constitutes a waiver of the notice of the meeting, unless he specifically attends the meeting to object to the holding of the special sitting.

## 7. REGULAR MEETING AGENDA

### 7.1 Preparation

- 7.1.1** The Chair of the Council of Commissioners, in collaboration with the Secretary General and the Director General, prepares the agenda for each regular meeting of the Council of Commissioners. They also indicate a proposed duration for each item submitted to the agenda.
- 7.1.2** The **Commissioner** who wishes to add items to the agenda shall submit a notice to the Secretary General to that effect. The notice shall indicate the matter to be deliberated upon and be accompanied by the **Supporting Documents Needed for Decision-Making** and a draft resolution.
- 7.1.3** If the procedure for adding items to the agenda is not followed, the request for an addition will be postponed to the next meeting.
- 7.1.4** Following consultation with the Director General, the Chair may or may not add the item to the agenda. When an item suggested by a **Commissioner** is refused, the Chair shall justify the reasons for its refusal.
- 7.1.5** At least five (5) calendar days preceding a regular meeting of the Council of Commissioners, the Secretary General sends out the agenda to the **Commissioners** by electronic means and makes available to them on the EMSB e-Portal the **Supporting Documents Needed for Decision-Making** as well as the draft resolutions. Following this transmission, no other reports or items can be added, unless it can be shown that it would be impossible to make a decision on a given matter at the next regular meeting.

- 7.1.6** Notwithstanding the clause 7.1.5, under exceptional circumstances, the Director General can submit supplementary information at any time before the beginning of the meeting.
- 7.1.7** The information or the **Supporting Documents Needed for Decision-Making** attached to the agenda are confidential until the resolution is adopted by the Council of Commissioners.
- 7.1.8** Notwithstanding the clause 7.1.7, the information and **Supporting Documents Needed for Decision-Making** given in-camera to the **Commissioners** remain confidential despite the adoption of the resolution by the Council of Commissioners.

## **7.2 Agenda Items**

- 7.2.1** The agendas for the regular meetings of the Council of Commissioners include, in particular, the following items:
- a. Approval of Agenda
  - b. Public Question Period (Only applicable to the meetings of the Council of Commissioners)
  - c. Chairman’s Report
  - d. Director General’s Report
  - e. Adoption of Minutes of Previous Meeting(s)
  - f. Business Arising Out of the Minutes
  - g. Items for Discussion, Information or Decision  
Reports from the Chairs of the Executive Committee, the Governance and Ethics Committee, the Audit Committee and the Human Resources Committee
  - h. Information Items and Reports from Other Committees
  - i. Other Business
  - j. Adjournment

## **7.3 Approval of Agenda**

- 7.3.1** At the beginning of the regular meeting, the Chair shall present the proposed agenda to the **Commissioners** and receive any request for modification. A modification is a deletion, withdrawal and/or change in the order of items.
- 7.3.2** The Council of Commissioners may, by a 2/3 vote of the **Commissioners** present, refuse to vote on an item to the agenda if the **Supporting Documents Needed for Decision-Making** do not allow them to make an informed decision.
- 7.3.3** If an item cannot be postponed to the next regular meeting or until a duly convened special meeting, and it is necessary that an action be taken within the next few days, the Council of Commissioners may, by majority vote, decide to add the item to the agenda.

**7.3.4** The agenda is approved by the Council of Commissioners.

## **8. PRESENCE OF COMMISSIONERS AT THE MEETING**

- 8.1** **Commissioners** shall attend all regular meetings of the Council of Commissioners as well as all **Preparatory Meetings**. A valid reason for their absence shall be given to the Chair of the Council of Commissioners, who shall inform the Director General.
- 8.2** At least twenty-four (24) hours before the meeting or the **Preparatory Meeting** of the Council, **Commissioners** shall advise the Chair of the Council by email that they will be absent or delayed. The Chair will relay the information to the Director General.
- 8.3** Any unjustified absence of a **Commissioner** will be submitted by the Chair of the Council of Commissioners for review and analysis by the Governance and Ethics Committee who will make recommendations to the Council of Commissioners, notably as to the appropriate sanction to impose.
- 8.4** While the physical presence to meetings is preferable, the **Commissioners** have the right to participate remotely to the Council of Commissioners' meetings.
- 8.5** The **Administration of the EMSB** shall facilitate the participation of **Commissioners** in the Council meetings, including its **Preparatory Meetings**, by the various means of technology available, which shall enable all participants to communicate orally with each other.

## **9. MEETING PROCEDURES OF THE COUNCIL OF COMMISSIONERS**

### **9.1 Role of the Chair**

- 9.1.1** Everyone attending the Council of Commissioners' meetings shall conduct themselves courteously and respectfully, the whole in accordance with the provisions of section 4.1 of the *Code of Ethics and Professional Conduct for the Members of the Council of Commissioners* (By-Law No. 3).
- 9.1.2** The Chair presides over the sittings of the Council of Commissioners and maintains order during those sittings. In cases of disturbances, the Chair shall call to order **Commissioners** or any other individual present at the meeting.
- 9.1.3** Following a first call to order, the Chair restricts the speaking rights of a **Commissioner** who fails to abide by the call to order. The **Commissioner** is allowed to speak to the other items to be discussed at the meeting. Any other individual present at the meeting who fails to abide by the call to order of the Chair is prevented to address the Council until the next meeting of the Council of Commissioners.

- 9.1.4** Following a second call to order, the Chair may request that a **Commissioner** or an individual disturbing the course of the meeting be expelled from the meeting room or from its vicinity.
- 9.1.5** The decisions of the Chair relative to sections 9.1.2 to 9.1.4 are final and without appeal.
- 9.1.6** The Chair may decide to temporarily suspend the meeting, when he considers it to be in the best interest for the proper management of the meeting.
- 9.1.7** The Chair shall apply the procedures and rules provided for in this By-Law at the Council of Commissioners' meeting, unless his decision is appealed by one or more **Commissioners**. In this case, a vote shall be taken, and the decision made in accordance with the vote of the majority of **Commissioners**.
- 9.1.8** The Chair may not continue to preside over the meeting when submitting an item to the Council of Commissioners. He shall then ask the Vice-Chair to preside over the meeting until the next item on the agenda is presented.
- 9.1.9** Where the Chair is absent or unable to act, the Vice-Chair shall exercise his functions and powers. Where the Vice-Chair is absent or unable to act, an eligible voting **Commissioner** shall be named by resolution to preside over the meeting. Such person shall assume the functions and powers of the Chair.

## **9.2 Opening of the Meeting and Quorum**

- 9.2.1** The Chair opens the meeting of the Council of Commissioners at the appointed time on the notice of the meeting and when there are enough **Commissioners** to form a quorum. At least one **Commissioner** or the Director General (or his delegate) shall be physically present at the place of the meeting.
- 9.2.2** The presence of a majority of voting members shall constitute quorum.
- 9.2.3** Every meeting of the Council of Commissioners shall start no later than thirty (30) minutes after the time indicated on the notice of the meeting.
- 9.2.4** If the quorum is not reached within thirty (30) minutes of the appointed time, the Chair declares the meeting cancelled, unless special circumstances are invoked. In the event of a cancellation, a report to that effect is prepared by the Secretary General.
- 9.2.5** A brief absence of a **Commissioner** during the meeting does not affect quorum; however, in the absence of quorum, no decision can be made.
- 9.2.6** If the lack of quorum is due to the permanent departure of one or more **Commissioners**, the meeting automatically comes to an end.

### **9.3 Motions and Resolutions**

- 9.3.1** All matters subject to decision shall be submitted to the Council of Commissioners as motions.
- 9.3.2** Motions may be main or secondary. Main motions are used to introduce an item on the agenda. Secondary motions are used to adopt the main motion or to facilitate the running of the meeting.
- 9.3.3** A main motion shall be presented in writing in the form of a draft resolution. The draft resolution shall include a preamble, in the form of “whereas” clauses that establish the pertinent facts and reasons justifying the adoption of the motion, as well as a conclusion that includes the decision of the Council of Commissioners and the actions to be taken in response to the motion.
- 9.3.4** During the presentation of the main motion, the conclusion of the draft resolution shall be read in order that individuals present know the intent of the motion.
- 9.3.5** When, for urgent reasons and an inability to make a decision at an upcoming meeting of the Council of Commissioners, the Chair may allow for a new motion to be introduced during the meeting. The new motion shall be submitted to the Secretary General in writing so that it can be read and its contents understood.

### **9.4 Types of Secondary Motions**

As part of the deliberations on a main motion, the **Commissioners** may submit the following secondary motions:

- 9.4.1** *Amendment of a motion:* A motion to amend seeks to change a motion by deleting, altering or replacing the original wording and, consequently, shall refer to the motion being deliberated on. There are two classes of amendments: primary amendments that seek to amend a main motion, and sub-amendments that seek to "amend the amendment". (However, a sub-amendment may not be subject to further amendment). A vote on a main amendment takes precedence over that of the main motion; a vote on the sub-amendment takes precedence over a vote on a main motion.
- 9.4.2** *Postponement:* A **Commissioner** may request that the consideration of a motion be postponed to a later date. The **Commissioners** shall then vote on this secondary motion of postponement before any further deliberation on the main motion takes place.
- 9.4.3** *Suspension:* The purpose of this secondary motion is to temporarily suspend discussion and decision on a main motion. The secondary motion shall indicate when the suspension will end. If the motion cannot be presented during the meeting in which it was originally presented, it is added to the agenda of the next meeting of the Council of Commissioners under the section “Business Arising from the Minutes”.

- 9.4.4** *Submission to a Committee:* The purpose of this motion is to obtain more information by referring the matter to one of the Council's committees, be it the Governance and Ethics Committee, the Audit Committee, the Human Resources Committee or an Ad Hoc Committee. This motion will identify the Committee to which the matter will be referred, its mandate and the specific questions to be answered, as well as the deadline by when the committee is to deliver its report to the Council of Commissioners.
- 9.4.5** *Meeting adjournment:* At any time during the meeting, a **Commissioner** can call for the meeting to be adjourned by proposing a specific time and date for the resumption of the meeting. The **Commissioners** shall immediately decide the outcome of this secondary motion. Although no new notice of meeting will be sent out by the Secretary General for the resumption of the Council of Commissioners' meeting, absent **Commissioners** and the public will be notified as to the date and time of when the adjourned meeting will be resumed.
- 9.4.6** *Question of By-Laws:* At any time, a **Commissioner** may present a secondary motion to denounce a violation of By-Law No. 3 (*Code of Ethics and Professional Conduct for the Members of the Council of Commissioners*), By-Law No. 10 (*Delegation of Powers*), By-Law No. 11 (*Internal Governance*) and/or By-Law No. 12 (*Internal Rules of Management of the Council of Commissioners and the Executive Committee*). This motion shall be raised when the violation is committed and referred to the Chair for immediate action.
- 9.4.7** *Question of privilege:* A **Commissioner** may, at any time, submit to the Council of Commissioners a question of privilege if he feels that his honour, rights, privileges or those of the EMSB have been prejudiced. In support of his secondary motion, the **Commissioner** shall explain how the situation is prejudicial. The Chair shall deal with this motion immediately. His decision on the motion is final and without appeal.
- 9.4.8** *Appeal of the Chair's decision:* The purpose of this motion is to register disagreement with the Chair's decision and to let **Commissioners** vote to settle the disagreement. A majority vote is required to support the Chair's decision.
- 9.4.9** *Division of the question:* The purpose of this secondary motion is to divide a main motion into separate motions. This motion shall be raised during deliberations on the main motion and submitted to the Chair for immediate action. Should the Chair agree, each division shall be considered as a separate item for discussion in the order that the original motion was moved, unless the Chair decides to change the order to facilitate proceedings.
- 9.4.10** *Request to withdraw a motion:* Before the Chair or the Council of Commissioners takes a vote on a motion, the person who submitted the motion can ask for its withdrawal and explain the reasons behind his request.
- 9.4.11** *Call for an immediate vote:* During deliberations on either a main or secondary motion, a **Commissioner** may present a motion to end the discussion and have the vote held immediately. Unless there is common agreement among all **Commissioners**, the Chair calls for a vote on the secondary motion requesting an immediate vote. At any appropriate

moment and to ensure the meeting runs smoothly, the Chair may decide to end deliberations and call for the vote.

**9.4.12 Request for a secret ballot:** Before the vote is taken, a **Commissioner** may request that the vote on the main motion under deliberation be held by secret ballot. The **Commissioner** shall justify the reasons for his request.

**9.4.13 Reconsideration:** At the meeting during which a vote was taken or at the resumption of the meeting due to its adjournment, a **Commissioner**, who had voted with the majority on a resolution that had been adopted or defeated, may request that the Council of Commissioners reconsider said resolution in light of new information unavailable at the time of the vote that affects the decision. The **Commissioner** who requests the motion of reconsideration shall state the reasons for his request.

The motion for reconsideration is then submitted to the Council of Commissioners to determine if the resolution in question shall be submitted to the Council of Commissioners for a re-vote. This requires a 2/3 vote of the **Commissioners** present. A second vote is final, as a motion of reconsideration can only be invoked once.

**9.4.14 Amending or rescinding a resolution:** After the meeting of the Council of Commissioners has ended, the Director General or any **Commissioner** may present a motion to rescind or to amend a resolution duly adopted by the Council of Commissioners, and that, regardless of his vote on the original resolution.

A motion to amend or rescind a resolution shall be presented in a timely manner, after the Secretary General has been notified. The notice shall include a copy of the resolution in question, a draft resolution explaining the reasons why the resolution should be amended or rescinded and any supporting documents justifying the motion. Following the presentation of the motion, it is included on the agenda of the next meeting in section f) Business Arising Out of the Minutes.

The motion to amend or rescind a resolution cannot be adopted if the original resolution has already produced irreversible effects.

## 9.5 Deliberations

**9.5.1** Only **Commissioners** may intervene during deliberations, unless the Chair expressly requests information or explanations from the Director General.

**9.5.2** Any **Commissioner** who is in **Conflict of Interest**, or appearance thereof, in connection with an item on the agenda shall declare it before the matter in question is discussed. He cannot participate in any deliberations relative to this item and shall leave the meeting and abstain from the vote. This also applies to any new situation indicating a **Conflict of Interest** of a **Commissioner** during a discussion or deliberation.

**9.5.3** The right to speak is granted to **Commissioners** in the order in which it is requested.

- 9.5.4** The Chair shall follow the same procedure as other **Commissioners**. To avoid confusion, when the Chair wants to express an opinion on a question under discussion, he declares it verbally, before adding his name to the list of speakers.
- 9.5.5** Each **Commissioner** can speak up to a maximum of two (2) minutes at a time.
- 9.5.6** A **Commissioner** can only speak twice to a motion but shall wait for their second turn until after everyone who wishes to address it for the first time has expressed himself.
- 9.5.7** Deliberations are formal. All remarks are addressed to the Chair; the Chair addresses the **Commissioners**. The Chair grants the permission to speak.
- 9.5.8** Deliberations shall be limited to the items on the agenda and shall respect the duration limit indicated in the agenda.
- 9.5.9** To preserve the effectiveness and smooth running of the meeting, the Chair has the power to limit or end deliberations when he deems it appropriate to do so.

## **9.6 Decisions of the Council of Commissioners and Voting Procedures**

- 9.6.1** The decisions of the Council of Commissioners shall generally be made by a majority of the votes cast (more than half) by the **Commissioners** present, unless otherwise specifically provided for in this By-Law or any applicable legislation, including the *Education Act*. The Chair has the casting vote in the event of a tie.
- 9.6.2** Any **Commissioner** remotely participating in and voting at a meeting of the Council of Commissioners is deemed to be present at the place where the meeting is held and is counted as part of the quorum.
- 9.6.3** The Chair decides on the voting procedure (verbal, show of hands or secret ballot), unless otherwise specifically provided for in the EMSB's By-Laws or the applicable legislation, including the *Education Act*.
- 9.6.4** In the case of a vote by secret ballot, a **Commissioner** who remotely participates in the meeting may abstain from the vote or may vote using a technology that protects the confidentiality of his vote.

## **9.7 Public Question Period (Applicable only to the meetings of the Council of Commissioners)**

- 9.7.1** The question period is used to respond to questions from the public and is not a forum for the expression of opinions or for speeches. A question period is scheduled on the agenda of the regular and special meetings of the Council of Commissioners.

- 9.7.2** At the start of the question period of thirty (30) minutes, the Secretary General gives the Chair the list of names of people wishing to speak, along with any relevant details.
- 9.7.3** During the public question period, only members of the public who have submitted their written questions to the Secretary General before noon of the day **preceding** the meeting will be granted the right to speak and limited to two (2) questions per participant, for a maximum of two (2) minutes per participant.
- 9.7.4** The members of the public who wish to address the Council of Commissioners shall state their name, telephone number, email and postal address, the school or centre to which they are associated, or, as the case may be, the organization they represent.
- 9.7.5** During the question period, the Chair grants the right to speak in the order in which questions are received.
- 9.7.6** The Chair may consider any question inadmissible if it deals with cases before the courts or quasi-judicial bodies, refers to an investigation or to negotiations, or is deemed to be of a personal nature, frivolous, vexatious or in bad faith.

## **9.8 Adjournment**

- 9.8.1** The meeting is adjourned when all the items on the agenda have been covered or no later than 10 p.m. The items that have not been covered before the end of the meeting are automatically included on the agenda of the next regular meeting of the Council of Commissioners in section f) Business Arising Out of the Minutes.
- 9.8.2** Once a meeting has been adjourned, no additional decision can be taken. The meeting cannot be reopened.

## **10. MINUTES**

- 10.1** The minutes record the decisions of the Council of Commissioners and do not refer to the deliberations.
- 10.2** The minutes mention in particular:
- the presence of **Commissioners** as well as absences, whether partial or for the duration of the meeting;
  - the remote participation of a **Commissioner**;
  - the time of arrival or departure of a **Commissioner**;
  - all votes in favour of a main or secondary motion, against such motion and/or abstentions. With the exception of a vote by secret ballot, the minutes shall identify how each **Commissioner** voted (for, against, or abstention);
  - a **Commissioner** who expressed dissent during the meeting with regard to a resolution;
  - the abstention of a **Commissioner** from the vote due to a **Conflict of Interest**;

- a title and number associated with each item listed on the agenda and the date of the meeting.

**10.3** The minutes follow the following process:



**10.4** The adoption of the minutes of a meeting cannot be the subject of a secondary motion.

**11. VACANCY**

The present By-Law identifies the situations in which the seat of a publicly elected **Commissioner** or a Parent **Commissioner** on the Council of Commissioners of the EMSB, or on its Executive Committee, becomes vacant.

The present section of this By-Law shall be read in conjunction with the principles and guidelines of By-Law No. 11 (*Internal Governance*), which regulates the process to be followed when a vacancy occurs.

**11.1 Publicly Elected Commissioner**

The *Act respecting school elections* provides for the situations where the seat of a publicly elected **Commissioner** or of a Parent **Commissioner** at the Council of Commissioners becomes vacant (sections 191 and subsequent).

As such, the term of office of a publicly elected **Commissioner** and/or a Parent **Commissioner** ends:

- (1) upon his death;
- (2) upon his resignation;
- (3) upon his failure to attend three consecutive regular meetings of the Council of Commissioners, unless the Council decides otherwise, in conformity with section 11.4 of the present By-Law;
- (4) upon his becoming disqualified from sitting on the Council of Commissioners;
- (5) upon his becoming ineligible for the office of **Commissioner**;
- (6) upon his failure to make his oath of office.

## **11.2 Vice-Chair**

In addition to the situations listed in section 11.1 of the present By-Law, the term of office of the Vice-Chair, unless removed by a vote of not less than 2/3 of **Commissioners** who are entitled to vote, expires at the same time as the Vice-Chair's term as **Commissioner**.

## **11.3 Publicly Elected Commissioners Sitting at the Executive Committee**

The seat of a member of the Executive Committee who is entitled to vote becomes vacant in the same cases as those provided in section 11.1 of the present By-Law.

## **11.4 Failure to Attend**

The mandate of an elected **Commissioner** who fails to attend three (3) consecutive regular meetings of the Council of Commissioners shall end at the close of the next meeting, unless the **Commissioner** is present. However, during the meeting, the Council of Commissioners may grant a grace period to the **Commissioner** until the next regular meeting of the Council of Commissioners. The mandate of the **Commissioner** will then end on the date of the next regular meeting, unless he attends.

The Council of Commissioners may also, in due course, declare that a **Commissioner's** failure to attend due to a valid reason beyond his control shall not result in the end of his mandate provided it does not prejudice the electors of the EMSB or the **Commissioner's** constituency.

## **11.5 Resignation**

A **Commissioner** resigning from his position sends the Secretary General a written document duly signed by him to this effect. His term of office ends on the date the written document is sent or at a later date that is indicated in said document. The Secretary General sends this written document to the Council of Commissioners at the first meeting thereafter.

## **12. FAILURE TO ACHIEVE A QUORUM (section 200.2 of the *Act respecting school elections*)**

The Director General shall, in writing, advise the *Ministère de l'Éducation du Québec* (MEQ) that due to vacancies, the Council of Commissioners lacks quorum. In this event, the Minister may make the appointments required to achieve a quorum.

The persons appointed by the Minister are deemed elected and are proclaimed elected as of the date of their appointment and shall take office on the same day.

### **13. COMING INTO FORCE OF THE BY-LAW**

The present By-Law replaces By-Law No. 9 adopted by Resolution #18-02-21-13.3 as well as all previous and current versions of the following EMSB Policies:

- SG-2: *Taping of Meetings by Individual Commissioners*, adopted during the meeting of February 27, 1980
- SG-7: *Procedural Guidelines for Regular Meetings of the Board*, adopted during the meeting of March 18, 1975
- SG-10: *Operation and Rules of Internal Management of the Council of Commissioners*, adopted by Resolution #13-04-24-12A.3

The present By-Law comes into force on the day of the publication of a public notice of its adoption by the Council of Commissioners or on any later date indicated in the notice and will be reviewed if required.