

**EYYOU CHISKOTAMACHAOUN**

**COMMISSION SCOLAIRE CRIE**

**CREE SCHOOL BOARD**

**CONSOLIDATED BY-LAW NO. 1**

**GENERAL BY-LAW**

**AS AMENDED TO APRIL 21, 2021**

Approved and amended by CSB Council of Commissioners Resolutions Nos. CC 2009-004, CC 2013-027, CC 2015-037, CC 2016-005, CC 2017-074, CC 2017-093, CC-2019-069 and CC-2021-044.

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**EEYOU CHISKOTAMACHAOUN**

**COMMISSION SCOLAIRE CRIE - CREE SCHOOL BOARD**

**CONSOLIDATED BY-LAW NO. 1-2001**

Being the General By-law of the CREE SCHOOL BOARD.

BE IT ENACTED as follows:

**ARTICLE 1**

**NAME**

- 1.01 The Board shall be known as the "CREE SCHOOL BOARD" or "COMMISSION SCOLAIRE CRIE" or "EEYOU CHISKOTAMACHAOUN".

**ARTICLE 2**

**INTERPRETIVE PROVISIONS**

- 2.01 This by-law shall be interpreted so as to be consistent with Section 16 of the *James Bay and Northern Quebec Agreement*. In this By-law, unless the context indicates otherwise, the following words shall mean:

"ACT": The *Education Act for Cree, Inuit and Naskapi Native Persons* (CQLR, c. I-14) as applicable to the Board under the terms of section 722 of S.Q., 1988 Chapter 84 and under the terms of the James Bay and Northern Quebec Agreement;

"BOARD": The Cree School Board;

"CHAIRPERSON": The Chairperson of the Board;

"COMMUNITY": the Whapmagoostui First Nation, the Cree Nation of Chisasibi, the Cree Nation of Wemindji, the Cree Nation of Eastmain, The Crees of the

Waskaganish First Nation, the Cree Nation of Nemaska, the Cree First Nation of Waswanipi, the Cree Nation of Mistissini and the Ouje-Bougoumou Cree Nation, respectively constituted under the *Cree-Naskapi (of Quebec) Act* (S.C. 1984, c. 18) and continued as Cree First Nations, as the same legal entities, under the *Agreement on Cree Nation Governance between the Crees of Eeyou Istchee and the Government of Canada* ("**Governance Agreement**") and under the *Cree Nation of Eeyou Istchee Governance Agreement Act* (S.C. 2018, c. 4, s. 1), as well as any new Cree First Nation created under section 23.1 of Governance Agreement;

"COMPLIANCE MONITOR": The Compliance Monitor appointed by the Board;

"COUNCIL": The Council of Commissioners of the Board;

"CREE" or "MEMBER OF THE CREE NATION": A person who qualifies as a Cree in accordance with the criteria for eligibility established in Section 3 of the *James Bay and Northern Quebec Agreement*;

"DIRECTOR GENERAL": The Director General of the Board;

"EXECUTIVE COMMITTEE": The Executive Committee of the Board;

"MINISTER": The Minister of the Quebec government responsible for education;

"PARENT": The father or the mother or the legal guardian of a child enrolled in a school of the Board or, in the father, mother or legal guardian's absence from the Community, including absence for exercising traditional Cree activities, the authorized guardian of such child;

"POLICY REGARDING THE AWARD OF SUPPLY, SERVICES AND CONSTRUCTION CONTRACTS": The policy of the Board, the goal of which is to provide a framework for and to determine the rules regarding the awarding of supply contracts, services contracts, and construction work contracts for the Board and which also defines

the roles and responsibilities of school and department administrations in purchasing goods, services, and awarding construction work contracts;

"SECRETARY-GENERAL": The Secretary-General of the Board.

Unless the context indicates otherwise, in this by-law, the singular shall include the plural and the plural the singular; the masculine shall include the feminine.

ARTICLE 3  
HEAD OFFICE

- 3.01 The head office of the Board shall be in Mistissini, Québec where the Board shall be situated for all legal purposes.
- 3.02 The Board may establish offices in such other places as it may deem appropriate.

ARTICLE 4  
COUNCIL OF COMMISSIONERS

4.01 COMPOSITION

The Board shall be governed by a Council of Commissioners composed of members designated as follows:

- a) every Community shall elect one Commissioner to represent it;
- b) the Chairperson elected pursuant to section 4.05.

4.02 WASHAW SIBI AND MOCREEBEC

The Cree of Washaw Sibi and the MoCreebec Eeyoud shall each elect one (1) representative who shall participate in the meetings of the Council. Such representatives shall be provided observer status, which does not include the right to vote upon decisions of the Council. The participation of such representatives in Council meetings shall not be considered for a determination of quorum.

#### 4.03 QUALIFICATIONS

The qualifications to hold office as a Commissioner are:

- a) for the commissioners referred to in section 4.04, to be a Cree member of the Community for which the candidate seeks to hold office as a Commissioner;
- b) for the Chairperson, to be a Member of the Cree Nation;
- c) to be of the age of majority;
- d) not to be affected by any legal incapacity or subject to protective supervision within the meaning of the *Civil Code of Québec*;
- e) not to have been found guilty by a court of competent jurisdiction of any offense under the *Education Act*, the *Education Act for Cree, Inuit and Naskapi Native Persons* or under any act relating to federal, provincial, municipal, Cree or school elections for the term as commissioner and for the five-year period preceding such term;
- f) not to have been found guilty at any time by a court of competent jurisdiction of any criminal offense under section 124 (selling or purchasing office) or section 125 (influencing or negotiating appointments or dealing in offices) or Part V (sexual offences, public morals and disorderly conducts) or Part X (fraudulent transactions relating to contracts and trade) of the *Criminal Code* or under section 5 of the *Controlled Drugs and Substances Act* (trafficking in substance) and not having been formally pardoned for such offense by the competent federal authorities.

A person who is employed by the Board is not eligible to hold office as a Commissioner unless that person resigns from his employment with the Board as soon as elected.

In addition, a person who is employed full-time with another employer than the Board or who holds a full-time elected office may not hold office as the Chairperson unless, as soon as elected, that person resigns his employment or takes a full-time leave of absence from his employment or that person resigns his full-time elected office.

The Chairperson must hold office on a full-time basis and may not take other full-time gainful employment or occupy another full-time elected office during his or her term of office with the Council.



#### 4.04 ELECTION OR DESIGNATION OF COMMISSIONERS

Each Community shall elect one (1) Commissioner to represent it according to the procedures set out in the *Regulation Respecting Procedures for Election of Commissioners to the Cree School Board* (O.C. 722-85). Elections shall be held in the month of June or as soon thereafter as convenient on a date determined by the Council in each Community having Commissioners whose terms of office are about to expire.

Failing such an election because there are no candidates, the council of the concerned Community may designate the Commissioner through a duly adopted resolution, a certified copy of which shall be forwarded to the Board.

#### 4.05 ELECTION OF CHAIRPERSON

The Members of the Cree Nation shall elect from among themselves one (1) Commissioner who shall act both as the Commissioner elected by the Cree Nation Government and as the Chairperson of the Board. This election shall be held every three (3) years on a date determined by the Council. This election shall be held in accordance with the procedures set out in the *By-law Respecting Procedures for the Election of the Chairperson of the Cree School Board*.

#### 4.06 ELIGIBILITY TO VOTE FOR COMMISSIONERS

To be eligible to vote for a Commissioner, the elector must be:

- a) for the election of a Commissioner referred to in section 4.04, a Cree member of the Community in which the election is held, or a Cree member of any Community but who is resident in the Community in which the election is held;
- b) for the election of the Chairperson, a Member of the Cree Nation;
- c) of the age of majority;
- d) not to be affected by any legal incapacity or subject to protective supervision within the meaning of the *Civil Code of Québec*.

#### 4.07 NON-MEMBER RESIDENTS

Persons who are not Members of the Cree Nation but who are resident in the concerned Community and entitled to the services from the Board and who meet the qualifications specified in the Act for electors shall be entitled to vote for the Commissioners elected for their

Community of residence. Persons who are not Members of the Cree Nation are not entitled to vote for the Chairperson.

#### 4.08 OATH OR DECLARATION

No person may exercise any of the powers of a Commissioner until that person has made an oath or solemn affirmation to well and faithfully discharge the duties of the office to the best of that person's judgement and ability before the Secretary-General. An entry of the taking of the oath or making of the solemn affirmation shall be made in the minute book of the Board.

#### 4.09 TERM OF OFFICE

A Commissioner shall hold office for a term of three (3) years and shall remain in office until the date he is replaced. When a person is elected or designated as a Commissioner to replace a person who has not completed his full three (3) year term, that person so replacing as Commissioner shall only hold the office for the remaining unexpired term of the person so replaced. The term of office as Commissioner shall commence on the day upon which he has taken the oath following his designation or election and shall end on the day on which his replacement as Commissioner takes the oath. Commissioners may be re-designated or run for re-election.

#### 4.10 RESIGNATION OF COMMISSIONERS

A Commissioner may resign from this office upon giving notice in writing to the Chairperson and, unless a later date is stipulated in such notice, the resignation shall take effect thirty (30) days after the date of such notice or upon its earlier acceptance by the Chairperson.

#### 4.11 TERMINATION OF OFFICE

The office of a Commissioner shall automatically be terminated:

- a) if the Commissioner resigns, at the time such resignation becomes effective;
- b) if the Commissioner dies;
- c) if the Commissioner refuses to accept office;
- d) if the Commissioner ceases to be qualified as a Commissioner; or

- e) if, without a valid reason, the Commissioner does not attend three (3) consecutive meetings of the Council, with at least a seven (7) day interval between each such meeting.

#### 4.12 FILLING VACANCY

Save for the position of Chairperson, within thirty (30) days following termination of office, the Council shall fill the vacant position for the unexpired portion of the term in such manner as it considers appropriate. The Council may consult for such purposes the council of the concerned Community.

#### 4.13 CHAIRPERSON VACATES OFFICE

If during the concerned term of office, the Chairperson vacates his office for one of the reasons set out in section 4.11, the members of the Cree Nation shall elect from among themselves another person for the remainder of the term. This election shall be held at the date determined by the Council and in accordance with the procedures set out in the *By-law Respecting Procedures for the Election of the Chairperson of the Cree School Board*. If less than six (6) months remain in the term of office calculated at the date the election is held, the mandate of the person so elected shall extend both for the unexpired term of office and for a three (3) year term thereafter.

#### 4.14 REGULAR MEETINGS

The Council shall fix by resolution the place, date and hour of its regular meetings, but in no case shall there be fewer than four (4) meetings per school year.

Regular meetings of the Council may be called by or on behalf of the Chairperson. Notice specifying the place, date and hour of the Council meeting and containing a provisional agenda of such meeting shall be given to each of the members of the Council at least seven (7) days prior to the date fixed for such meeting. Any matter may be dealt with at regular meetings even if not mentioned in the notice calling such meeting.

#### 4.15 SPECIAL MEETINGS

The Chairperson, the Director General or the Secretary-General may call a special meeting by notice in writing given at least two (2) days before the date fixed for such meeting. Only the matters mentioned in the notice calling such special meeting may be dealt with at such meeting unless all the Commissioners are present at such meeting and consent thereto.

Before proceeding at a special meeting, it must be ascertained and entered in the minutes of the meeting that the notice calling such meeting was properly given to the members of the Council not present at the opening of the meeting. If it appears that the notice calling the

meeting has not been given to the absent members, the special meeting shall be immediately terminated.

Two (2) Commissioners or fifty (50) electors may, by written notice, request the Chairperson or in his absence, the Secretary-General, to call a meeting of the Council. Should the Chairperson or the Secretary-General fail to call such meeting within ten (10) days after the receipt of such notice, any person who has given such notice may convene a meeting of the Council by registered letter addressed to each of the Commissioners and mailed at least ten (10) days before the date fixed for the meeting. Such notice must contain an agenda of the issue or issues for which this meeting is being so convened.

In the event of an emergency and notwithstanding the above notice requirements, the Commissioners may, if they all are in agreement, participate and vote at a special meeting by any means enabling all the Commissioners to communicate among themselves orally, such as by telephone or video-conference. They are then deemed to have attended the meeting.

The minutes of the meeting must mention the fact that the meeting was held with the aid of the means of communication indicated and that all the Commissioners agreed to such a meeting.

#### 4.16 PUBLIC MEETINGS

Meetings of the Council shall be public. No person other than a Commissioner, the Director General and the Washaw Sibi and MoCreebec representatives may take part in the deliberations of the Council without permission from the Chairperson.

However, the Council may hold part of a meeting *in camera* in order to discuss any subject of a personal nature as well as :

- a) the security of the property or documents of the Board;
- b) labour relations or employee negotiations;
- c) a matter that is in its preliminary stages and respecting which discussion in public could prejudice the Board's ability to carry out its activities or negotiations;
- d) the conduct of existing or anticipated legal proceedings;
- e) personal matters about an identifiable individual; or

- f) advice that is subject to solicitor-client privilege, including communications necessary for the purpose.

The decision to hold a or part of a meeting *in camera* shall be taken by resolution, which shall state the reason for holding the meeting or part thereof *in camera*. The general nature of the matter must be recorded in the minutes of the meeting. The vote on any decision taken as a result of discussions held during an *in camera* meeting shall be open to the public. The resolution setting out the decision shall protect the confidentiality of personal information.

#### 4.17 ADJOURNMENT

Any regular or special meeting may be adjourned by the Council to another hour of the same day or to the immediately subsequent day without it being necessary to give notice of such adjournment to the absent members.

#### 4.18 WAIVER

Unless otherwise provided by law, meetings of the Council may be held without previous notice if all Commissioners are present in person or sign a written waiver of notice of the time, place and purpose of the meeting.

#### 4.19 QUORUM

The quorum for meetings of the Council shall consist of an absolute majority (fifty percent (50%) plus one (1)) of the Commissioners then in office.

Any properly called meeting of the Council at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions of the Board vested in or exercisable by the Council generally.

#### 4.20 VOTING

Subject to the provisions of this by-law dealing specifically with other voting requirements, questions properly arising at any meeting of the Council shall be decided by a majority of the votes of those present. Motions need not be seconded. In case of a tie-vote, the Chairperson shall have a casting vote in addition to any other vote which the Chairperson may be entitled to cast.

No one may be represented, nor exercise his right to vote by procuration at a meeting of the Council. Votes are taken by a show of hands unless a Council member requests a vote by secret ballot. A declaration by the Chairperson to the effect that a resolution has been adopted or rejected and an inscription in the minutes to this effect shall be conclusive evidence thereof.

#### 4.21 PARTICIPATION AND VOTING BY TELEPHONE OR VIDEOCONFERENCE

With the consent of a majority of the Commissioners physically present at a regular or special meeting of the Council, any Commissioner may take part in and vote at the meeting by any means enabling all participants to communicate among themselves orally, such as the telephone or videoconference.

This consent can only be validly given if the Commissioners physically present at the place where the meeting is held form a quorum and if the Chairperson is among those present.

The minutes of such a meeting shall indicate:

- a) that the meeting was held with the aid of the means of communication indicated;
- b) the name of every Commissioner physically present at the meeting, and the names of those having agreed to proceed in this way;
- c) the name of any Commissioner who took part in the meeting through that means of communication.

Any Commissioner participating in and voting at a meeting by such a means of communication is deemed to be present at the place where the meeting is held.

#### 4.22 COMPENSATION AND EXPENSES

The Commissioners shall be entitled to receive the representation allowances provided pursuant to the Act and shall be reimbursed by the Board for all expenses when attending meetings of the Board in accordance with the applicable policies of the Board.

When a Commissioner (other than the Chairperson) attends meetings of the Council, the Board may reimburse the loss of wages due to his absence from work necessary to attend the meeting. Such reimbursement will be issued directly to the employer upon reception of an invoice and a copy of salary slip or cheque. A reimbursement may also be issued, in the same manner, for loss of wages when a Commissioner attends other educational events or events related to his functions, if pre-authorized by the Chairperson.

#### 4.23 GENERAL POWERS OF THE COUNCIL

The Council shall manage and administer the affairs of the Board in all things and may make or cause to be made for the Board any contract and agreement (including the agreements contemplated by Section 16 of the JBNQA) which the Board may by law enter into and generally

may exercise all such powers and authorities and do all such acts and things as the Board by law or otherwise is authorized to exercise and to do.

Among other things, the Council shall adopt a yearly personnel plan for the Board as well as a yearly budget and a yearly education plan. Such personnel plan, budget and education plan may be modified from time to time by the Council. The personnel plan must indicate under separate headings the number of senior and management staff, non-teaching professional staff, teaching staff and support staff the Board is entitled to hire, as well as a breakdown of staffing by Community, distinguishing between school and regional office operations. The budget must indicate under separate headings the amounts allocated to each school and community which may be administered by the local Community Education Administrator in accordance with this By-law. The education plan must indicate the number of hours taught for each subject matter in each grade as well as the method of evaluation and promotion of students.

The Council shall also take the required decisions in accordance with the *Policy regarding the award of supply, services and construction contracts* when awarding supply contracts, service contracts and work contracts for the Board and request reports from the Director General, the Deputy Director General (Pedagogy), the Deputy Director General (Operations) and senior and management staff of the Board with respect to the implementation of the Policy.

The Council shall exercise the powers contemplated by Schedule 1 in respect of the application of the *Policy regarding the award of supply, services and construction contracts*.

The Council may in accordance with the Act and the By-laws of the Board establish and abolish such committees and positions and hire and discharge such persons as it may deem appropriate to carry out the objects of the Board pursuant to the direction and authority of the Board. The Council may also take all steps necessary or desirable to obtain funds and moneys for the said objects.

The Council shall also hire and appoint the Director General, the Deputy Director General (Pedagogy), the Deputy Director General (Operations) and the Secretary-General, and approve their promotion, re-assignment, transfer, leave of absence, demotion, suspension, placement on availability, cancellation or non-renewal of employment and dismissal, subject to the applicable by-laws concerning their working conditions.

## ARTICLE 5

### EXECUTIVE COMMITTEE

#### 5.01 COMPOSITION

The Executive Committee is composed of the following three (3) members:

- a) the Chairperson, for the duration of his term of office;
- b) the Vice-Chairperson of the Board for a one-year term; and
- c) another member of the Council (the third member) appointed every year by resolution of the Council at the first meeting of the Council following the yearly designation and/or election of Commissioners.

The Director General is a non-voting member of the Executive Committee.

#### 5.02 TERM OF OFFICE OF THIRD MEMBER

The member of the Executive Committee appointed annually shall remain in office notwithstanding the expiry of that person's term until that person is re-appointed or replaced on the Executive Committee provided that he remains a Commissioner.

#### 5.03 VACATION OF OFFICE

A person shall cease to be a member of the Executive Committee when that person:

- a) ceases to be a Commissioner or, as the case may be, ceases to be the Chairperson or Vice-Chairperson of the Board;
- b) refuses to accept the office;
- c) resigns in writing from the Executive Committee; or
- d) does not attend, without a valid reason, three (3) consecutive meetings of the Executive Committee provided there is at least a seven (7) day interval between each such meeting.

In the event a vacancy occurs because the member of the Council appointed yearly as a member of the Executive Committee resigns but remains a Commissioner, such vacancy shall be filled by appointment by the Council within thirty (30) days following the occurrence of such vacancy; if the member does not remain a Commissioner, the vacancy shall be filled by appointment by the Council within thirty (30) days of the Council filling such vacant position pursuant to section 4.12.



#### 5.04 INTERNAL PROCEDURE AND ADMINISTRATION

The Executive Committee, with the authorization of the Council, may adopt a resolution concerning its administration and internal procedure.

#### 5.05 CHAIRPERSON OF THE EXECUTIVE COMMITTEE

The Chairperson of the Board shall be the Chairperson of the Executive Committee.

#### 5.06 RESOLUTIONS

Every administrative act undertaken by the Executive Committee shall be effected by a resolution adopted at a regular or special meeting.

#### 5.07 REGULAR MEETINGS

Regular meetings of the Executive Committee shall take place on the dates and at the places determined by resolution of the Executive Committee or resolution of the Council. Notice specifying the place, date and hour and containing a provisional agenda of each meeting shall be given in writing to each member of the Executive Committee at least seven (7) days prior to the date fixed for such meeting. Any matter may be dealt with at a regular meeting even if not mentioned in the notice calling such meeting.

#### 5.08 SPECIAL MEETINGS

Special meetings of the Executive Committee may be called by any member of the Executive Committee entitled to vote, the Director General or the Secretary-General.

Notice of a special meeting must be given to every member of the Executive Committee at least twenty-four (24) hours before such meeting. Such notice is validly given if each member is reached personally or by telephone within the specified delay and given oral or written notice of the date, place and hour of the special meeting as well as of the matters to be discussed.

Only those matters specified in the notice may be dealt with at a special meeting, unless all the voting members are present and consent otherwise.

Special meetings of the Executive Committee may be held without previous notice if all voting members of the Executive Committee are present in person or sign beforehand a written waiver of notice of the time, place and purpose of the meeting.

Before proceeding at a special meeting, it must be ascertained and entered in the minutes of the meeting that the notice calling the meeting was given as required to the voting members of the Executive Committee who are not present at the opening of the meeting. If it appears that the notice calling the meeting has not been served on an absent voting member, the special meeting shall be immediately terminated on pain of nullity of all proceedings that may be taken thereat. Voting members of the Executive Committee may waive notice of any special meeting and such waiver shall be presumed to have been given if the member is present at the meeting.

In the event of an emergency and notwithstanding the above notice requirements, the members of the Executive Committee may, if they all are in agreement, participate and vote at a special meeting by any means enabling all the Commissioners to communicate among themselves orally, such as by telephone or video-conference. They are then deemed to have attended the meeting.

The minutes of the meeting must mention the fact that the meeting was held with the aid of the means of communication indicated and that all the Commissioners agreed to such a meeting.

#### 5.09 PUBLIC MEETINGS

The meetings of the Executive Committee shall be public. However, the Executive Committee may hold part of a meeting *in camera* in order to discuss any subject of a personal nature, as well as :

- a) the security of the property or documents of the Board;
- b) labour relations or employee negotiations;
- c) a matter that is in its preliminary stages and respecting which discussion in public could prejudice the Board's ability to carry out its activities or negotiations;
- d) the conduct of existing or anticipated legal proceedings;
- e) personal matters about an identifiable individual; or
- f) advice that is subject to solicitor-client privilege, including communications necessary for the purpose.

The decision to hold a or part of a meeting *in camera* shall be taken by resolution, which shall state the reason for holding part of the meeting *in camera*. The general nature of the matter must be recorded in the minutes of the meeting. The vote on any decision taken as a

result of discussions held during an *in camera* meeting shall be open to the public. The resolution setting out the decision shall protect the confidentiality of personal information.

#### 5.10 ADJOURNMENT

Any regular or special meeting may be adjourned by the Executive Committee to another hour of the same day or to a subsequent day, without it being necessary to give notice of the adjournment to the absent member.

#### 5.11 QUORUM AND VOTE

Two (2) members entitled to vote constitute a quorum of the Executive Committee.

All questions shall be decided by the vote of the majority of the voting members present. Motions do not need to be seconded. The Chairperson may vote upon each question and, in case of a tie, the Chairperson shall have a casting vote in addition to any other vote which the Chairperson may be entitled to cast.

#### 5.12 PARTICIPATION AND VOTING BY TELEPHONE OR VIDEOCONFERENCE

With the consent of two (2) members of the Executive Committee, any Commissioner may take part in and vote at the meeting by any means enabling all participants to communicate among themselves orally, such as the telephone or videoconference.

For clarity, this consent is validly given by telephone or videoconference.

The minutes of such a meeting shall indicate:

- a) that the meeting was held with the aid of the means of communication indicated;
- b) the names of the members of the Executive Committee having agreed to proceed in this way;
- c) the name of any Commissioner who took part in the meeting through that means of communication.

Any Commissioner participating in and voting at a meeting by such a means of communication is deemed to be present at the place where the meeting is held.

### 5.13 FUNCTIONS OF THE EXECUTIVE COMMITTEE

The Executive Committee shall administer the business and activities of the Board and ensure that every by-law, decision (directive, mandate, etc), resolution or contract be faithfully and impartially observed and carried out.

It shall also perform the functions delegated to it in writing by the Council, including those contemplated by the *Functions and Delegation of Powers By-law*.

It shall also supervise the implementation of the *Policy regarding the award of supply, services and construction contracts* and exercise the functions in that respect contemplated by the *Functions and Delegation of Powers By-law*.

## ARTICLE 6 AUDIT COMMITTEE

### 6.01 ESTABLISHMENT AND CHARTER

The Cree School Board Audit Committee is hereby established. The Cree School Board Audit Committee Charter, approved by Council, establishes its composition, functions and mandate.

## ARTICLE 6.1 GOVERNANCE COMMITTEE

### 6.1.01 ESTABLISHMENT AND TERMS OF REFERENCE

The Cree School Board Governance Committee is hereby established. The Terms of Reference of the Governance Committee, approved by Council Resolution No. 2021-008, establishes its composition, functions and mandate.

## ARTICLE 7

### CREE SCHOOL BOARD MANAGEMENT GROUP

### 7.01 COMPOSITION

The Cree School Board Management Group shall consist of the following staff: the Director General, the Deputy Director General (Pedagogy), the Deputy Director General (Operations), the Secretary-General, the Director of Finance, the Director of Human Resources Services, the Director of Education Services, the Director of Sabtuan Adult Education Services, the Director of Post-Secondary Student Services, the Director of School Operations, the

Director of Material Resources Services, the Director of Information and Technologies and the Director of Communications and Community Relations.

## 7.02 OPERATIONS

The Director General shall preside the meetings of the Cree School Board Management Group. The Cree School Board Management Group shall determine its mode of operations.

## 7.03 MANDATE

The Cree School Board Management Group shall act as a consultative and administrative body responsible for general planning and coordination of the activities of the Board and shall:

- a) review contracts which are required to be submitted to Council or the Executive Committee, in collaboration with the Compliance Monitor, and ensure that proper authorizations are requested in due time;
- b) review all new or amendments to policies, projects and procedures, as well as the proposed annual budget and personnel plan, which are required to be submitted to the Council or the Executive Committee for approval prior to their submission, unless the Executive Committee authorizes that such review takes place after submission;
- c) collaborate with the Compliance Monitor to ensure that the *Policy regarding the award of supply, services and construction contracts* is implemented by the officers, senior staff and managers of the Board and provide advice to the Council and the Executive with respect thereto;
- d) review the day-to-day administration of the Board and make recommendations to the Council or the Executive Committee;
- e) coordinate with the Director of Finance with respect to the compliance with the budget of the Board;
- f) maintain good communications between the Council and all departments of the Board, community school administrations and the Communities.

ARTICLE 8

CHAIRPERSON AND VICE-CHAIRPERSON

8.01 CHAIRPERSON

The person elected as commissioner by the members of the Cree Nation is the Chairperson of the Board.

8.02 VICE-CHAIRPERSON

At the first regular meeting of the Council following each annual election or designation of Commissioners, the Commissioners shall elect a Vice-Chairperson from amongst themselves, who shall remain in office for a period of one (1) year.

If the Chairperson is absent or unable to act, he shall be replaced by the Vice-Chairperson. If the Vice-Chairperson is absent or unable to act, he shall be replaced by another Commissioner designated for that purpose by the Council. When replacing the Chairperson, the Vice-Chairperson shall have the same powers and obligations as the Chairperson.

Election of the Vice-Chairperson shall be by way of secret ballot of the members of the Council present at the meeting of the Council. A candidate must obtain an absolute majority of the votes (fifty percent (50%) plus one (1)) cast to be elected as Vice-Chairperson. If no candidate wins an absolute majority in the first ballot, a second ballot is held between the two candidates who, from among those who did not withdraw their candidacy, won the most votes in the first ballot. In case of a tie, the Chairperson has a casting vote.

In the event the Vice-Chairperson resigns or ceases to be a Commissioner pursuant to this By-law, the Council must proceed to the election of a new Vice-Chairperson within the following thirty (30) days at the subsequent regular meeting or at a special meeting duly called for such purpose.

ARTICLE 9

OFFICERS, SENIOR STAFF AND MANAGERS

9.01 OFFICERS

The Board shall have a Director General, a Deputy Director General (Pedagogy), a Deputy Director General (Operations) and a Secretary-General.

9.02 THE DIRECTOR GENERAL, THE DEPUTY DIRECTOR GENERAL (PEDAGOGY), THE DEPUTY DIRECTOR GENERAL (OPERATIONS) AND THE SECRETARY-GENERAL

The Director General, the Deputy Director General (Pedagogy), the Deputy Director General (Operations) and the Secretary-General shall be hired and appointed by the Council.

The decision to hire or to terminate the employment of the Director General shall be taken by two-thirds (2/3) of the votes of all members of the Council then in office. The decision to hire or to terminate the employment of the Deputy Director General (Pedagogy), the Deputy Director General (Operations) and the Secretary-General shall be taken by an absolute majority (fifty percent (50 %) plus one (1)) of the votes of all members of the Council then in office.

9.03 SENIOR STAFF

The senior staff of the Board shall include a Director of Education Services, a Director of Sabtuan Adult Education Services, a Director of Post-Secondary Student Services, a Director of Finance, a Director of Human Resources Services, a Director of School Operations, a Director of Material Resources Services, a Director of Information and Technologies, a Director of Communications and Community Relations, Community Education Administrators and School Principals as well as any other senior staff position which the Council may from time to time by resolution or by-law deem appropriate to create.

9.04 MANAGERS

The management staff of the Board shall include the following coordinators and managers as well as any other management staff position which the Council may from time to time by resolution deem appropriate to create:

- a) under the supervision of the Director General:
  - i) the Deputy Director General (Pedagogy);
  - ii) the Deputy Director General (Operations);
  - iii) the Secretary-General;
  - iv) the Director of Finance;
  - v) the Director of Sabtuan Adult Education Services;
  - vi) the Director of Post Secondary Student Services;

- vii) the Director of Human Resources Services;
  - viii) the Director of Communications and Community Relations;
  - ix) a Coordinator of Strategic Planning and Projects;
  - x) a (Project Manager) Contracting Manager;
  - xi) a (Project Manager) Change Management Officer;
  - xii) an Administrative Officer;
  - xiii) the Administrative Officer of the Chairperson.
- b) under the supervision of the Deputy Director General (Pedagogy):
- i) the Director of Education Services;
  - ii) the Director of School Operations;
  - iii) an Administrative Officer.
- c) Under the supervision of the Deputy Director General (Operations):
- i) the Director of Information and Technologies;
  - ii) the Director of Material Resources Services;
  - iii) the Community Education Administrators;
  - iv) an Administrative Officer.
- d) under the supervision of the Secretary-General:
- i) an Administrative Officer.
- e) under the supervision of the Director of Education Services:



- i) a Coordinator of Cree Programs;
  - ii) a Coordinator of Instructional Services;
  - iii) a Coordinator of Professional Development;
  - iv) a Coordinator of Student Services;
  - v) a Coordinator of Special Education;
  - vi) a Coordinator of Response to Intervention.
- f) under the supervision of the Coordinator of Student Services:
- i) an Administrative Officer.
- g) under the supervision of the Director of Finance:
- i) a Coordinator of Finance;
  - ii) a Coordinator of Payroll.
- h) under the supervision of the Coordinator of Payroll:
- i) an Administrative Officer;
  - ii) a Paymaster.
- i) under the supervision of the Coordinator of Finance:
- i) a Senior Administrative Officer;
  - ii) an Administrative Officer.
- j) under the supervision of the Director of Material Resources Services:
- i) a Coordinator of Material Resources Services;

- ii) a or several Capital Projects Managers;
  - iii) a Project Manager (Maintenance);
  - iv) an Administrative Officer.
- k) under the supervision of the Coordinator of Material Resources Services
- i) a Superintendent of Facilities;
  - ii) a Superintendent of Equipment;
  - iii) a Superintendent of Maintenance.
- l) under the supervision of the Director of Human Resources Services:
- i) one or more Human Resources Advisors;
  - ii) a Coordinator of Human Resources (Operations);
  - iii) a Coordinator of Human Resources (Staffing);
  - iv) a Coordinator of Employee Relations;
  - v) a Coordinator of Learning and Development; and
  - vi) an Administrative Officer.
- m) under the supervision of the Director of School Operations:
- i) the School Principals;
  - ii) the Coordinator of School Operations;
  - iii) the Coordinator of School Data Management;
  - iv) the Coordinator of Student Success;

- v) the Coordinator of School Improvement; and
- vi) an Administrative Officer.
- n) under the supervision of a School Principal:
  - i) one or more School Vice-Principals.
- o) under the supervision of a Community Education Administrator:
  - i) a General Maintenance Foreman.
- p) under the supervision of the Director of Sabtuan Adult Education Services:
  - i) a Coordinator of Sabtuan Adult Education Services – General Education;
  - ii) a Coordinator of Sabtuan Adult Education Services – Administrative Services;
  - iii) a Coordinator of Sabtuan Adult Education Services – Vocational Learning;
  - iv) a Coordinator of Adult Student Success;
  - v) the Center Director of the Sabtuan Regional Vocational Learning Center or any Centre Director of a local Sabtuan Adult Education Services Centre;
  - vi) an Administrative Officer.
- q) under the supervision of the Centre Director for the Sabtuan Regional Vocational Learning Centre in Waswanipi:
  - i) a Residence Manager for the Sabtuan Regional Vocational Learning Centre in Waswanipi.
- r) under the supervision of the Director of Post Secondary Student Services:
  - i) a Coordinator of Post Secondary Student Services;

- ii) an Administrative Officer.
- s) under the supervision of the Director of Information and Technologies:
  - i) a Coordinator of Telecommunications and Information Systems;
  - ii) a Coordinator of Hardware Infrastructure;
  - iii) an Administrative Officer.

#### 9.05 APPOINTMENT OF SENIOR STAFF AND MANAGERS

All senior staff and managers shall be hired and appointed by the Executive Committee.

#### 9.06 TERM OF OFFICE

All positions, with the exception of the office of Chairperson and Vice-Chairperson, shall be held in accordance with the Board's *By-law Respecting the Conditions of Employment of Management Staff (By-law no.5)* and applicable law.

### ARTICLE 10 SCHOOL COMMITTEES

#### 10.01 ESTABLISHMENT

There shall be established, by resolution of the Council, one Elementary School Committee for each community in which there is at least one (1) elementary school and, in addition, one High School Committee for each community in which there is at least one (1) high school. In those communities where a comprehensive school exists (combining elementary and secondary), the general assembly of Parents may decide to combine the Elementary and High School Committees into one single School Committee.

#### 10.02 COMPOSITION

Each School Committee shall be composed of from five (5) to eleven (11) members and shall include:

- a) *ex officio*, the local Commissioner, without voting rights;

- b) one (1) member from the council or one (1) person appointed by the council of the Community in which the school is located;
- c) at least one (1) Parent representative from each concerned school;
- d) if there are six (6) or more students attending the concerned school who normally reside in a community other than that in which the school is situated, at least one (1) Parent representative of such students.

The number of Parents in each School Committee shall be fixed by the general assembly of parents.

If the general assembly of parents so decides, one or more elders from the community may be appointed to the School Committee by this general assembly insofar as the total number of members of the said committee does not exceed eleven (11).

The local school principal and Community Education Administrator shall attend meetings of the School Committee. They shall not be entitled to vote.

#### 10.03 ELIGIBILITY

The qualifications for being eligible to hold office as a member of a School Committee are:

- a) to be of the age of majority;
- b) not to be affected by any legal incapacity or subject to protective supervision within the meaning of the *Civil Code of Québec*;
- c) to be a Parent of a child attending the school (except for the representative or delegate of the council of the concerned Community, the local Commissioner and elders);
- d) not to have lost eligibility pursuant to a violation of a Conflict of Interests, Code of Ethics or Professional Conduct Guidelines adopted by the Council;
- e) not to have been found guilty by a court of competent jurisdiction of any offense under the *Education Act*, the *Education Act for Cree, Inuit and Naskapi Native Persons* or under any act relating to federal, provincial, municipal, Cree or school elections for the five-year period preceding the election;

- f) not to have been found guilty at any time by a court of competent jurisdiction of any criminal offense under section 124 (selling or purchasing office) or section 125 (influencing or negotiating appointments or dealing in offices) or Part V (sexual offences, public morals and disorderly conducts) or Part X (fraudulent transactions relating to contracts and trade) of the *Criminal Code* or under section 5 of the *Controlled Drugs and Substances Act* (trafficking in substance) and not having been formally pardoned for such offense by the competent federal authorities.

Employees of the Board are not qualified to be members of a School Committee.

#### 10.04 ELECTIONS BY GENERAL ASSEMBLY OF PARENTS

The Chairperson of the School Committee shall call a general assembly of the parents to take place on a date between August 1st and September 30th to elect the members of the School Committee for the following term of office. Elections must be held at least every three (3) years. Elections held beyond the time limits set out in this By-law shall be deemed to have been validly held if all the other formalities have been respected;

Notice of the general assembly must be given at least seven (7) days prior to the date set for the said assembly by a notice posted in each concerned school, in any other visible place within the concerned community, on the internet and on other digital media used by the Board. A copy of such notice shall be sent, in the same delay, to the Secretary-General, the local Community Education Administrator and the Commissioner representing the community;

The general assembly of the parents is presided by the local Community Education Administrator acting as the Election Chairperson. However, if the local Community Education Administrator is not able to act, the general assembly of the parents is temporarily presided by the Chairperson of the School Committee until such time the assembly appoints an Election Chairperson who must not be a candidate for membership in the School Committee. The procedure for the appointment of the Election Chairperson is the same as for the election of the School Committee members described below;

- a) A Parent present at the general assembly of parents may propose:
  - i) the number of Parents that should sit on the School Committee;
  - ii) if elders should sit on the School Committee and if so, how many and the manner by which they are appointed;
  - iii) in those Communities with comprehensive schools, whether or not the Elementary and High School Committees should be combined into one single School Committee.

The Parents present at the said general assembly then vote by a show of hands on the proposed items.

- b) A Parent present at the general assembly may propose a candidate to the office of School Committee member. If the number of candidates exceeds the number of seats available, the general assembly shall vote by secret ballot;
- c) Each Parent of a student attending a school under the jurisdiction of the School Committee, may vote for as many candidates as there are positions to fill, but only one vote is counted for each Parent even if the Parent has more than one child attending the school;
- d) Parents who are not Cree members of the Community but who have a child registered in the school may vote at the general assembly of parents;
- e) The Election Chairperson shall declare elected the candidates who have obtained the greatest number of votes. In case of a tie between two (2) candidates, he shall have a casting vote;
- f) The Election Chairperson shall prepare a written report of the general assembly indicating the names of the candidates who have been elected to the School Committee and shall within fifteen (15) days of the said general assembly, send a copy of the report to the Secretary-General, the local Community Education Administrator and the Commissioner representing the Community;
- g) The Community Education Administrator shall for the purpose of these elections act as resource persons to the general assembly. In the event the Chairperson of the School Committee is unable to act, the Community Education Administrator may, in consultation with the local Commissioner, call the election following the procedures described above.

#### 10.05 ELECTIONS OF REPRESENTATIVES FROM OUTSIDE THE COMMUNITY

When there are six (6) or more students attending the concerned school who normally reside in a Community other than that in which the school is situated, at least one (1) Parent representative of such students should be a member of the School Committee. The selection of this or these representative(s) is made as follows:

- a) the Community Education Administrator of the Community in which the concerned school is located shall inform the Community Education Administrator of the other Community of the requirement of appointing a Parent representative of the concerned students;

- b) the Community Education Administrator of the other Community shall then convene a meeting of the Parents of the concerned students to take place on a date between August 1st and September 30th of at least each third (3rd) year at which meeting the Parent representative shall be elected. For this purpose, the provisions of the previous section, adapted as required, shall apply;
- c) the Community Education Administrator of the other Community shall report in writing to the Community Education Administrator of the Community in which the concerned school is located of the results of this election. Such report shall also be forwarded to the the Secretary-General.

The fact that the Parents of these students from another community do not elect their representative to the School Committee as provided above does not foreclose the School Committee from conducting its meetings and operations and all things done by a School Committee in such circumstances are deemed valid for all intents and purposes.

#### 10.06 TERM OF OFFICE

The elected members of the School Committee shall hold office for three (3) years. The mandate of School Committee members shall be renewable. An elected member of the School Committee remains in office even though his child may no longer be attending the school during his term.

The mandate of the member or delegate of the council of the Community shall terminate on August 1st of the third year following his election or appointment at which time such member or delegate of the council shall be reconfirmed in the position or replaced by the council of the Community.

Notwithstanding the foregoing, a School Committee member shall remain in office until the replacement is elected or appointed.

#### 10.07 VACATION OF OFFICE

A person shall cease to be a member of a School Committee when the person:

- a) dies;
- b) ceases to be qualified as per 10.03;
- c) is affected by mental or physical incapacity rendering the person unable to perform the duties of a member of the School Committee;



- d) refuses to accept office;
- e) resigns in writing; or
- f) does not attend, without valid reason, three (3) consecutive meetings of the School Committee provided there was an interval of at least seven (7) days between each such meeting.

Within thirty (30) days after the occurrence of a vacancy, the remaining members of the School Committee shall appoint a new member except in the case of a vacancy in the seat of the member or delegate of the council of the Community, in which case the appointment shall be made within the same delay by the council of the Community.

#### 10.08 CHAIRPERSON OF THE SCHOOL COMMITTEE

Within thirty (30) days following each election, the members of the School Committee shall hold their first meeting to choose their Chairperson. The local Commissioner may not be Chairperson. Within thirty (30) days of this first meeting, the new Chairperson must send a report of his appointment to the Secretary-General, the local Community Education Administrator and to the local Commissioner. This report may also be included in the report of the Election Chairperson referred to in section 10.04 hereof.

In case of absence or inability to act of the Chairperson of the School Committee, the members may choose his replacement from among themselves.

#### 10.09 REGULAR MEETINGS OF THE SCHOOL COMMITTEES

A School Committee must determine the date, place and hour of its regular meetings as well as the methods and procedures of communication with the Parents. Meetings shall be held regularly at least once a month and shall be held in a school under its jurisdiction or in any other place in the Community determined by the School Committee.

#### 10.10 SPECIAL MEETINGS OF SCHOOL COMMITTEES

The Chairperson of a School Committee, one third (1/3) of its members, the local school principal, the Director General, the Chairperson, the local Commissioner or the local Community Education Administrator may call a special meeting of a School Committee.

Notice of such special meeting shall be given by verbal or written notice to each of the members who reside in the Community. However, if members of the School Committee have been elected from outside Communities, the notice must be given to them at least two (2) days before the date set for the special meeting.

#### 10.11 ATTENDANCE AND VOTING BY TELEPHONE

Members of the School Committee, including the member or members elected under section 10.05 as representatives from outside the Community, may take part in a meeting and vote thereat by any means enabling all participants to communicate among themselves orally, such as the telephone.

#### 10.12 PUBLIC MEETINGS

The meetings of a School Committee are public, but a School Committee may decide to hold a *in camera* meeting, particularly when it discusses a subject of a personal nature.

#### 10.13 QUORUM

The quorum for meetings of a School Committee shall consist of an absolute majority (fifty percent (50%) plus one) of all its members then in office, with or without voting rights.

#### 10.14 CONFLICT OF INTEREST, CODE OF ETHICS AND PROFESSIONAL CONDUCT

A member of the School Committee is bound by *By-law no. 6 respecting the Code of Ethics and Professional Conduct applicable to Commissioners, Members of School Committees and Local Sabtuan Adult Education Services Committees of the Cree School Board.*

#### 10.15 PARTICIPATION IN MEETINGS

No one other than its members may take part in the deliberations of a School Committee without permission of its Chairperson or of the School Committee itself; however, this provision does not apply to a Commissioner, officers, all senior staff of the Board at a director's level, the local school principal and the local Community Education Administrator.

#### 10.16 MINUTES

The local Community Education Administrator will ensure that minutes of the meetings of the School Committee shall be recorded and copies forwarded to the Secretary-General.

#### 10.17 COMMUNICATIONS AND REPORTS

A School Committee shall determine all proper measures to ensure the efficiency of its operations and internal communications and shall ensure that all members are kept informed of its operations and decisions.

A School Committee shall, before June 1<sup>st</sup> of each year, make an annual report of its activities to the Council. All reports, opinions and recommendations of a School Committee shall be forwarded in writing to the Secretary-General and the local Community Education Administrator.

#### 10.18 ASSEMBLY OF PARENTS

During the school year, a School Committee, the Chairperson, the local Commissioner, the Director General, the local school principal or the local Community Education Administrator may call a general assembly of parents for the purposes determined by the party convening such meeting. This general assembly is called in the same manner provided for in section 10.04 hereof and is chaired by the Chairperson of the School Committee or by such other person designated by the School Committee or failing such designation, by the local Community Education Administrator.

#### 10.19 BUDGET

The budget of a School Committee shall be determined each year by the Council and shall be administered by the Chairperson of the School Committee, or at the request of either the School Committee or its Chairperson, by the local Community Education Administrator.

Before March 1<sup>st</sup> of each year, a School Committee must forward in writing to the local Community Education Administrator and to the Director of Finance its budgetary provisions for the following year.

#### 10.20 RESOURCES

The local school principal and Community Education Administrator shall place at the disposal of the School Committee the necessary available resources of the school and other facilities, such as rooms for meetings, stationery and secretarial services.

#### 10.21 COMPENSATION AND EXPENSES

The Council may include in the yearly budget of a School Committee an amount in order to partially compensate school committee members for their participation and their expenses incurred in the activities of the School Committee.

A reimbursement for loss of wages due to absence from work may be issued directly to the employer upon reception of an invoice and a copy of a salary slip and cheque, when a School Committee member attends regional educational events or regional events related to his functions, if pre-authorized in accordance with applicable policies.

## 10.22 FUNCTIONS OF THE SCHOOL COMMITTEES

The School Committees shall give opinions and make recommendations on matters pertaining to the quality of education within their respective communities and on matters referred to them by the Board.

A School Committee shall have the following functions:

- a) to promote participation by Parents and the community in the planning and improvement of education services in the schools;
- b) to study measures to promote Cree culture and language in the schools;
- c) to review the education needs of the community and to make recommendations thereon to the Board;
- d) to recommend to the Board, after consultation with the local school principal and Community Education Administrator, any measure likely to improve the administration and management of schools, student accommodations and staff residences;
- e) to act as a liaison between the school and the community;
- f) to provide advice to the Community Education Administrator in the preparation of the proposed annual budget and personnel plan of the school for review and submission to the Council;
- g) to provide advice to the school principal in implementing the yearly education plan in the school;
- h) such other functions as may be delegated to it from time to time by the Council.

The Board must consult the School Committee with respect to the selection, hiring, and discretionary leave of absence of employment of regular teachers, the principal, the vice-principal, the Community Education Administrator and all other professional and support staff members working in the school except casual and temporary employees. The Board must also consult the School Committee with respect to the school calendar and year, changes in curriculum and the rate of introduction of Cree, French and English as teaching languages. Such consultation shall be carried out in accordance with the procedures and policies established by the Board from time to time.

If best efforts have been made to convene a meeting of a School Committee to consult on the areas mentioned in the previous paragraph, and there is either an urgency requiring a decision to be made quickly, or repeated failed attempts to convene a meeting, the Board may exceptionally make a decision without the prior consultation of the School Committee. In such exceptional circumstances, the decision will be explained at the subsequent meeting of the School Committee and the exceptional circumstances leading to the lack of the consultation shall be explained.

Any opinion or recommendation that must be given to the Board shall be presumed to have been received by the Board if received by the Director General, Deputy Director General (Pedagogy), Deputy Director General (Operations) or Secretary-General.

## ARTICLE 11

### LOCAL SABTUAN ADULT EDUCATION SERVICES COMMITTEE

#### 11.01 CREATION

In a Community where adult education services are provided on a regular basis, the Council may, by resolution, establish one Local Adult Education Committee.

#### 11.02 COMPOSITION

The Local Adult Education Committee shall be composed of from four (4) to five (5) persons and shall include:

- a) one (1) member from the band council or one (1) person appointed by the Band Council of the Community for which the Committee is established;
- b) the school Commissioner representing the community for which the Committee is established;
- c) the Community Education Administrator for the concerned Community and one (1) representative appointed by the Director of Adult Education from among his staff shall also be members of this Committee but they may not vote thereat.

Other members may be added to this Committee by the Director of Sabtuan Adult Education Services such as representatives of the Apitsiiwin Skills Development Department of the Cree Nation Government.

### 11.03 TERM OF OFFICE

The mandate of a member of the Local Adult Education Committee shall terminate when the member no longer holds the function by which membership in the Committee is acquired or, as the case may be, is replaced by the authority appointing the member to the Committee.

### 11.04 OPERATIONS

The provisions of this by-law regarding the school committees and concerning vacation of office, chairperson of the Committee, regular meetings, special meetings, attendance and voting by telephone, public meetings, quorum, conflict of interest, participation in meetings, minutes and communications and reports, apply to the Local Adult Education Committee with the required adaptations.

### 11.05 FUNCTIONS

The Local Adult Education Committee shall give opinions and make recommendations to the Director of Sabtuan Adult Education Services and to the Council on matters pertaining to the quality of adult education in the community and on matters referred to it by the Board.

The Local Adult Education Committee shall have the following functions:

- a) to promote participation by the community in the planning and improvement of adult education services in the community;
- b) to review the adult education needs of the community and to make recommendations thereon to the Board;
- c) to recommend to the Board any measure likely to improve the administration, management and delivery of adult education services in the community;
- d) such other functions as may be assigned to it by the Director of Sabtuan Adult Education Services.

## ARTICLE 12

### BANKING AND SIGNING AUTHORITIES

12.01 A bank or trust account may be opened at any chartered bank or in a Savings and Credit Union, subject to approval by resolution of the Council. Withdrawals and any other transactions involving the Board's bank or trust account and requiring a signature must

be signed by at least two (2) of the following: the Chairperson, the Vice Chairperson, the Director General, the Deputy Director General (Pedagogy), the Deputy Director General (Operations), the Director of Finance, the Secretary-General and the Director of Education Services.

However, the Board may by resolution open special bank or trust accounts for specific purposes and authorize that withdrawals or any other transactions involving such accounts be effected by the signature of at least two (2) employees of the Board.

### ARTICLE 13

#### ENACTMENT, AMENDMENT OR REPEAL OF BY-LAWS

- 13.01 By-laws of the Board may be enacted, repealed or amended by a vote of an absolute majority of the members of the Council (fifty percent (50%) plus one (1)) at a duly called meeting.

### ARTICLE 14

#### BOOKS, MINUTES, SIGNATURE AND CERTIFICATION OF DOCUMENTS

##### 14.01 BOOKS

The Board must keep at its head office one or several books in which must be entered:

- a) a copy of the Act and of the Order in Council establishing it as a school board;
- b) a certified copy of its By-laws;
- c) the minutes of meetings of the Council, the Executive Committee and schedules thereto;
- d) copies of authorizations or approvals from the Minister or from the Government of Québec as the case may be;
- e) the surname, first name, occupation and address of each member of the Council indicating for each the date of election or appointment, as the case may be;
- f) the election report or resolution attesting to the election or appointment of a Commissioner;

- g) the name, address and characteristics of each of the schools within the jurisdiction of the Board, including statistical information pertaining to the students at such schools;
- h) the contracts relating to the Board's immovables;
- i) the budgets and financial statements of the Board.

#### 14.02 MINUTES

The minutes of each meeting of the Council or Executive Committee, as the case may be, shall be approved at the beginning of the following meeting or thereafter and shall be signed by the Chairperson and countersigned by the Secretary-General or the secretary of the meeting.

#### 14.03 SIGNATURE AND CERTIFICATION OF DOCUMENTS

Subject to the requirements of any by-law of the Board, contracts, documents or any instruments in writing requiring the signature of the Board shall be signed by the Chairperson and the Director General or any other person designated by resolution of the Council and all contracts, documents and instruments in writing so signed shall be binding upon the Board without any further authorization or formality.

The Deputy Director General (Pedagogy), the Deputy Director General (Operations), the Secretary-General, the Director of Finance, the Director of Human Resources Services, the Director of Post-Secondary Student Services, the Director of Education Services, the Director of Sabtuan Adult Education Services Services, the Director of School Operations, the Director of Material Resources Services, the Director of Communications and Community Relations, the Director of Information and Technologies may sign such contracts, documents or instruments in writing pertaining to their respective departments in accordance with the authority delegated to them respectively. Despite anything to the contrary, the Director of Human Resources Services may sign any documents or instruments to impose any disciplinary or administrative measures upon the personnel of the Board as contemplated by the *Functions and Delegation of Powers By-law*.

The Council or the Executive Committee have the power from time to time by resolution to appoint an officer or officers or a senior staff member or a manager to sign specific contracts, documents and instruments in writing on behalf of the Board.

The signature or signatures of the Chairperson, the Director General, the Deputy Director General (Pedagogy), the Deputy Director General (Operations), the Secretary-General, the Director of Finance, the Director of Human Resources Services, the Director of Post-Secondary Student Services, the Director of Education Services, the Director of Sabtuan Adult Education Services, the Director of School Operations, the Director of Material Resources Services, the Director of Information and Technologies, the Director of Communications and



Community Relations, the School Principals, the various Coordinators and the various Community Education Administrators may, if specifically authorized by resolution of the Council, be printed, engraved, lithographed or otherwise mechanically reproduced upon all contracts, documents or instruments in writing executed or issued by or on behalf of the Board. The signature or signatures of any of the foregoing persons authorized as aforesaid and so reproduced shall be deemed to have been manually signed by such persons whose signature or signatures is or are so reproduced and shall be as valid to all intents and purposes as if they had been signed manually and notwithstanding that the persons whose signature or signatures is or are so reproduced may have ceased to hold office at the date of the delivery or issue of such contracts, documents or instruments in writing.

ARTICLE 15

RULES AND REGULATIONS FOR MANAGEMENT AND OPERATIONS

15.01 The Council may prescribe such rules and regulations consistent with this By-law relating to the management and operation of the Board as it deems expedient.

ARTICLE 16

FINANCIAL YEAR

16.01 The financial year of the Board shall begin on July 1<sup>st</sup> of each year and end on June 30<sup>th</sup> of each subsequent year.

ARTICLE 17

AUDITOR

17.01 The Council shall appoint each year one or more auditors or fill any vacancy occurring in the office of auditor and shall fix the remuneration of the auditors.

ARTICLE 18

PUBLIC NOTICES

18.01 Notwithstanding any irreconcilable provision of the Act, the publication of public notices for school purposes shall be made by posting a copy of the notice in a public place within the community. Public notices may also be posted on the website of the Cree School Board and on other digital media used by the Board. The notice shall explain its purpose and be posted within the time prescribed by the Act or, if not, as soon as possible.

ARTICLE 19  
REVIEW OF BY-LAW

19.01 The Secretary-General, in collaboration with the Director General, shall annually review this by-law and, if need be, make recommendations to the Council in this matter.

ARTICLE 20  
COMING INTO FORCE

20.01 This by-law shall come into force in accordance with the Act. On the date of coming into force of this by-law, all previous By-laws of the Board relating to any subject matter contained in this by-law shall be deemed to have been replaced by this by-law.

## SCHEDULE 1

The Council shall exercise the following powers in respect of the application of the *Policy regarding the award of supply, services and construction contracts* contemplated.

- a) Insofar as the total consideration involved is equal to or greater than two hundred thousand dollars (\$200,000), authorize a contract required to be awarded following a public call for tenders to be entered into by mutual agreement on the basis of the following exceptions:
  - i) there is only one possible contractor because of the existence of a guarantee, an ownership right or an exclusive right such as a copyright or a right based on an exclusive licence or patent, or because of the artistic, heritage or museological value of the required property or service;
  - ii) the contract involves confidential or protected information whose disclosure could compromise its confidential nature or otherwise hinder the public interest;
  - iii) the Board considers that it will be able to prove that proceeding by a public call for tenders would not serve the public interest given the object of the contract concerned;
  - iv) when required to implement the provision related to Cree participation employments and contracts for projects initiated or conducted by Canada or Québec or their agencies, delegates, or contractors, and for projects by any proponent a major purpose of which is to provide goods or services to or for the benefit of Cree communities, as set out in Section 28 of the *James Bay and Northern Québec Agreement*.
- b) Authorize a modification to a contract that entails an additional expenditure in the following situations:
  - i) The total value of the contract as modified is equal to or greater than two hundred thousand dollars (\$200,000); or
  - ii) The contract involves an expenditure equal to or greater than one hundred thousand dollars (\$100,000) and the modification causes an additional expenditure that totals more than ten percent (10%) of the initial amount of the contract.

- c) Allow a contract to be entered into with an enterprise that does not hold the required authorization from the *Autorité des marchés publics*, if the enterprise does not have an establishment in Québec and the contract is to be performed outside Québec;
- d) Allow a contract to be entered into with an enterprise that does not hold the required authorization from the *Autorité des marchés publics* or give an enterprise permission to enter into a subcontract directly related to a contract with a subcontractor that does not hold the required authorization from the *Autorité des marchés publics* if the Board considers that urgent action is required and there is a threat to human safety or property;
- e) Allow a contract to be entered into with an enterprise that is ineligible for public contracts or give an enterprise permission to enter into a subcontract directly related to a contract with a subcontractor who is ineligible for public contracts if the Board considers that urgent action is required and there is a threat to human safety or property;
- f) Authorize the rejection of a tender with an unusually low price;
- g) Authorize, before the notice of a call for tenders for a supply contract is published, that delivery orders be awarded to any of the selected suppliers whose submitted price in respect of the goods to be acquired does not exceed the lowest price by more than 10%;
- h) Insofar as the total consideration involved is equal to or greater than two hundred thousand dollars (\$200,000), authorize a service contract of a repetitive nature or a supply contract whose expected term, including any renewal, is greater than 3 years;
- i) Insofar as the total consideration involved is equal to or greater than two hundred thousand dollars (\$200,000), authorize the award of a contract required to be awarded by public call for tenders if only one tenderer submitted a compliant tender;
- j) Insofar as the total consideration involved is equal to or greater than two hundred thousand dollars (\$200,000), authorize the award of a contract required to be awarded by public call for tenders if only one tenderer submitted an acceptable tender following a quality evaluation;
- k) Uphold or cancel a performance evaluation;
- l) Authorize a contract with a natural person who does not operate a sole proprietorship involving an expenditure equal to or greater than two hundred

thousand dollars (\$200,000) or authorize a new contract with such a person if the sum of the expenditure of this new contract with the expenditures of previous contracts is equal to or greater than two hundred thousand dollars (\$200,000);

- m) Authorize a modification to a contract with a natural person who does not operate a sole proprietorship that entails an additional expenditure in the following situations:
  - i) The total value of the contract as modified is equal to or greater than two hundred thousand dollars (\$200,000); or
  - ii) The additional expenditure totals more than ten percent (10%) of the initial amount of the contract.