



CONSTITUTION

OF THE

**NEWFOUNDLAND AND LABRADOR
SCHOOL BOARDS ASSOCIATION
(NLSBA)**

July 6, 2010

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**CONSTITUTION
OF
The NEWFOUNDLAND AND LABRADOR
SCHOOL BOARDS ASSOCIATION**

ARTICLE I

Name: **The Newfoundland and Labrador School Boards Association
("NLSBA")**

ARTICLE II

Objects: **The purposes and objects of the Newfoundland and Labrador School
Boards Association (NLSBA) shall be as follows:**

- A. To promote the role and common interests of publicly funded School Boards within the Province of Newfoundland and Labrador ("Province");
- B. To provide a forum for the exchange of information and opinion amongst the trustees of School Boards in the Province on issues in education within the Province;
- C. To facilitate advocacy on behalf of School Boards of the Province through their serving trustees and through the Board of Governors of the NLSBA on education policy issues at the provincial level;
- D. To organize and deliver programming for the professional development and support of serving School Board trustees;

- E. To facilitate relations between serving trustees of School Boards in the Province with serving School Board trustees at the regional and national levels;
- F. To provide a vehicle to allow serving trustees at the provincial level to debate and discuss long-term goals for the enhancement of public education within the Province and to facilitate advocacy with regard to these goals on behalf of all member School Boards of the NLSBA to the Government of Newfoundland and Labrador;
- G. To facilitate co-operation and debate with regard to the promotion, guidance and improvement of education legislation for the Province in the context of a provincially-based public education system;
- H. To facilitate the discharge of the statutory mandate of School Boards in the conduct of labour relations respecting unionized School Board employees.

ARTICLE III

MEMBERSHIP

- A. Membership shall be open to all publicly funded School Boards of the Province;

B. Members of the NLSBA shall provide funding for the operations of the NLSBA; the amounts of which shall be recommended by the Board of Governors at the AGM on approval of each member Board.

C. This will be distributed amongst the five-member School Boards as follows:

District 1 Labrador School District	10%
District 2 Western School District	25%
District 3 Nova Central School District	25%
District 4 Eastern School District	35%
District 5 Conseil scolaire Francophone	5%

D. Beginning with 2005-06 budget year, Eastern District shall provide, in addition to its share of the base revenue, an in-kind contribution of office space and technological support for the provincial office of the NLSBA, provided that this in-kind contribution does not, in the opinion of the Eastern School Board, result in any additional financial or personnel costs for that School Board

ARTICLE IV

BOARD OF GOVERNORS

A. Role of the Board of Governors

The business and affairs of NLSBA shall be managed by a Board of Governors who may exercise all powers of NLSBA as are not by the Constitution or otherwise by law expressly required to be exercised by the Membership.

B. Members

The Board of Governors shall consist of one governor appointed or elected by each School Board which is a member in good standing of the NLSBA

C. Officers

Unless otherwise agreed, the Board of Governors shall have two officers, a Chair who shall be the President of the NLSBA and a Treasurer.

D. Chair

1. **Chair and President of the Board of Governors:** A President shall be elected at the annual meeting of NLSBA.

2. **Election:** The President shall be elected at large and would represent a sixth, but non-voting member of the Board of Governors assuming that the Board of Governors already consists of one trustee from each of the five existing School Boards.
3. **Eligibility:** In order to be eligible for election, a candidate for President must be a serving trustee of the School Board which is a current NLSBA member.
4. **Term:** The President shall serve for a term of one year.
5. **Expiration of term:** Should the timing of the annual meeting impair the ability of the existing President to serve because of the potential expiration of his or her one year term, the Board shall have the power to extend his or her term of office until the annual meeting takes place.

E. **Treasurer**

1. A Treasurer for the NLSBA shall be appointed by the Board of Governors from its own membership to serve a one year term.
2. If for any reason the President or Treasurer cannot complete his or her term of office, the Board of Governors shall appoint an interim officer from its own membership to serve until the next annual general meeting in the case of the President or until the next meeting of the Board of Governors in the case of the Treasurer

F. **Powers:**

The Board of Governors shall have all of the usual powers necessary to conduct the business affairs of the NLSBA including the necessary borrowing powers and authority to operate a bank account including the execution of banking documents, as well as the authority to execute real estate documents for the purpose of arranging to lease or sublease any required office space.

G. **Notification of appointment or election of members:**

School Boards shall be required to notify the office of the NLSBA of their appointed or elected governor by September 1 of any given year except in such year where School Board elections take place in which case the School Boards shall notify NLSBA of their appointed or elected governor not later than October 31 in the year in which such elections occur.

H. **Quorum:**

A quorum of the Board of Governors shall consist of a majority of its voting membership with at least 3 of the 5 Boards represented.

I. **Vote:**

The conduct of business of the Board of Governors shall be based upon a majority vote.

J. **Rules of Order:**

To the extent not otherwise specifically dealt with in this Constitution, the conduct of meetings of the Board of Governors shall be governed by Roberts Rules of Order.

ARTICLE V

ANNUAL GENERAL MEETINGS OF NLSBA MEMBERSHIP

- A. It is recognized that consistent with the purposes and objects of the NLSBA the Membership of the NLSBA is to meet annually on a date and at a place to be chosen by the Board of Governors.
- B. The annual meeting of the Membership shall be primarily for the purpose of debate and discussion of educational issues of common interest to all School Boards that are members in good standing of the NLSBA. In addition, the annual meeting shall facilitate advocacy by School Boards with regard to positions aimed at the enhancement of education delivery and educational funding within the Province.
- C. The annual meeting of the NLSBA shall be attended by elected trustees from the member School Boards. Member School Boards shall be entitled to send up to 5 voting delegates to the annual meeting at the expense of the member Boards. The 5 voting delegates must be in attendance at the annual meeting in order to exercise their voting rights and there shall be no voting permitted by proxy.

- D. The annual meeting shall be required to be fully funded by the member School Boards and the Board of Governors shall be authorized to set a registration fee for the annual meeting that will ensure sufficient funding to meet the costs of conducting the meeting.
- E. The business of the annual meeting shall include a report from the President of the NLSBA, a financial report from the Secretary-Treasurer of the NLSBA and a session providing an opportunity for debate and discussion of specific issues put to the meeting in the form of resolutions which shall require a majority vote of those present at the meeting before an official position is taken by the NLSBA in respect of any of the matters under debate and discussion. The annual meeting shall also receive for discussion, and approval the annual operating budget of the NLSBA.
- F. In the process of approval of the proposed annual budget prior to the annual meeting, the Board of Governors shall submit the proposed annual budget through the individual board representatives to their particular Board for approval. This process shall be concluded prior to the submission of the proposed annual budget to the annual meeting of the NLSBA for discussion and approval or recommendations to the Board of Governors for amendment.
- G. The NLSBA will function in a manner whereby annual membership meetings facilitate dialogue amongst serving trustees from all Boards and reach positions on educational policy and objectives based on majority decision making by a show of hands of the voting delegates or by secret ballot voting.

ARTICLE VI

AMENDMENTS TO THE CONSTITUTION

- A. Amendments to the Constitution of the NLSBA shall be made at an annual general meeting with at least 60 days notice given to member School Boards about any proposal for such an amendment. The Constitution may only be amended by the Annual General Meeting following a recommendation from the Board of Governors based upon a unanimous decision of the Board of Governors.

ARTICLE VII

EXECUTIVE DIRECTOR

- A. The Board of Governors shall have the power to appoint an Executive Director who shall be the Chief Executive Officer of the NLSBA who will have the following responsibilities to:
1. Provide except in special circumstances at least 10 days written notice of the time and place of all regular meetings of the Board of Governors;
 2. Keep minutes of all of the meetings of the Board of Governors and the annual general meetings of the NLSBA;
 3. Ensure custody of all business and legal documents and other records of the NLSBA;

4. Establish and maintain the necessary bank accounts for the organization subject to the necessary banking resolutions to be signed by the Chair and Secretary-Treasurer of the NLSBA;
5. Collect all membership dues and pay all accounts of the NLSBA;
6. Prepare the annual draft budget for consideration by the Board of Governors;
7. Perform any and all other duties as determined from time to time by the Board of Governors.

APPENDIX A

NLSBA Guiding Principles

These statements embody basic organizational beliefs and values which support the efforts to re-frame the NLSBA.

- NLSBA is comprised of the five Member School Boards and a provincial office.
- NLSBA is governed and entirely controlled by the five members through its Constitution and By-Laws.
- NLSBA exists to serve the interests of its members and to promote the role of publicly elected School Boards.
- NLSBA seeks to assist its members to act collaboratively and to learn from each other.
- NLSBA provides professional development and support for School Board members.
- Individual members of the NLSBA may assume lead roles with respect to provincial issues of particular local significance and share information about these with other School Boards through the NLSBA.
- NLSBA action priorities will be identified by its members on an annual basis and members will assist the NLSBA where necessary to pursue such priorities.
- NLSBA will be accountable to its members with respect to these priorities.
- NLSBA will reflect fair and equitable support and representation from each member.
- The NLSBA will be directly governed and controlled by the five member School Boards through the Board of Governors, unless otherwise specified by its Constitution.
- NLSBA will represent its members in relations with other School Boards at the inter-provincial and national levels.
- NLSBA will operate using a multi-year planning cycle. This would include annual reviews, annual priority setting, annual accountability reporting and regular environmental scanning.

APPENDIX B

Newfoundland and Labrador School Boards Association

Election of President

1. The Nominating Committee shall be responsible for the conduction of the Election of the President at the Annual General Meeting.
2. The AGM shall elect a Chair to conduct the Election of the President at the Annual General Meeting, and such Chair shall not be eligible for any elected office in the Association.
3. The election of the office of President of the Association shall be conducted at the Annual General Meeting in the following manner:
 - (i) The Nominating Committee shall receive nominations for the office of President, provided that each nomination shall be presented in writing and shall be signed by two accredited delegates to the Annual General Meeting.
 - (ii) Following the presentation of the report of the Nominating Committee, the President of the Association shall call upon the Chair of the Elections Committee to assume the chair for the purpose of conducting the election.
 - (iii) The Chair of the Elections Committee shall direct the scrutineers for the purpose of counting the ballots.
 - (iv) The Chair of the Elections Committee shall announce the names of the nominees for the office of President, and shall ask the question, "Are there any nominations from the floor?"
 - (v) The Chair of the Elections Committee will declare nominations closed after requesting nominations three times without response. (A motion to declare nominations cease is not necessary).
 - (vi) The Chair of the Elections Committee shall order that one ballot paper be distributed to each person eligible to vote.
 - (vii) The Chair of the Elections Committee, having ascertained that all those eligible have voted, will order the scrutineers to proceed to the counting of the ballots in the place designated for this purpose.

- (viii) The scrutineers, on completion of the counting of the ballots, shall present to the Chair of the Elections Committee , in writing, the results of the balloting, giving the total number of votes cast, the number of votes cast for each candidate and the number of spoiled ballots.
 - (ix) The Chair of the Elections Committee shall announce the total number of votes cast and the number of spoiled ballots, and shall declare the candidate receiving a clear majority of votes as having been elected to the office of President.
 - (x) Should no candidate receive a clear majority, further balloting will be ordered with the name of the candidate, or the names of the candidates in case of an equality, receiving the least number of votes being dropped from the balloting, until such time as a candidate shall have received a clear majority.
 - (xi) In the event that the ballot is tied, the candidates will be offered further opportunity to address the assembly before the second ballot is cast. In the event that the second ballot remains tied, the chair of the Elections Committee shall be given a vote in the next ballot.
 - (xii) The Chair of the Elections Committee shall make available to any defeated candidate, on request, the total number of votes cast in his favour.
4. Voting at the election of President shall be limited to those according voting rights by the Constitution of the Association of School Boards of Newfoundland and Labrador.
5. All Presidential ballots shall be conducted in a special private voting station provided by the scrutineers.