


Policy Title: BOARD MEETING PROCESS AND MINUTES		Policy Section: IV Governance Process		Policy Number: IV-45.05
Approved By: Board of Directors	Date Approved: Jan 23, 1996	Date Reviewed/ Revised:		Board Chair's Signature: 
		Nov 30, 2007 Nov 30, 2010 Nov 29, 2013 May 12, 2015 Sept 17, 2020	Dec 1, 2020 May 9, 2023 Sept 23, 2024 May 27, 2025 Feb 13, 2026	

PURPOSE

The Board of the College of Medical Laboratory Technologists of Ontario (CMLTO) is committed to the principles of accountability and transparency to the public. In this context, the Board will uphold these principles balancing its role in regulating the profession in the interest of the public with its role in ensuring appropriate confidentiality.

This policy outlines the types of meetings the Board will hold and the processes that the Board has developed for conducting, creating access to, and recording meetings of the Board.

POLICY

The Board will ensure that there are governance processes for:

- Informing the public of meetings and ways to access Open Session Board meetings
- Providing information on how to attend or observe an Open Session Board meeting
- Conducting Open, Closed, and In-camera Board meetings
- Setting clear, impactful agendas for Board meetings
- Chairing Board meetings
- Board Meeting Rules of Order
- Assessing and managing conflicts of interest
- Preparing and sharing minutes of open meetings and recording all other types of Board meetings
- Addressing questions which arise from Board meetings requests and for presentations to the Board
- Protection of confidential information related to Closed Session Board meetings
- Process for updating the public following a Closed Session or In-camera Session

The Board, in designing and conducting its meeting processes, keeps the protection of the public interest which is paramount, at the forefront of its discussion and decision-making.

Board Meeting Agenda Preparation

The Board meeting agenda is prepared by the Board Chair in collaboration with the Registrar & CEO, and the Executive Committee as needed, prior to the Board meeting. The Board meeting agenda will be in alignment with the Board's Integrated Annual Strategic Agenda/Work Plan (see GP IV-30 Annual Planning Cycle & Annual Integrated Board Strategic Agenda/Work Plan Policy). In November/December and February each year, the Board will work together to set its Annual Integrated Strategic Agenda/Work Plan for the year.

Chairing Board Meetings

Board meetings will be chaired by the CMLTO Board Chair. One of the Vice Chairs will fill in to chair the meeting in the absence of the Board Chair. During the Board meeting, the Vice Chairs will assist the Chair by:

- Reading motions as required.
- Keeping the speaker's list (as needed).
- Looking up Rules of Order as requested by the Chair (supported by the Governance Consultant).

The meeting Chair will use an inclusive approach to chairing the Board meetings, ensuring that all Board members have opportunities to share their ideas and engage in Board discussions (See Role of Board Officers Policy GP IV-15).

Meeting Rules of Order

In order to contribute to professional, orderly, fair, inclusive, and transparent Board meetings, the CMLTO Board follows the Bourinot's Rules of Order. The Board Chair and Board will conduct Board meetings according to these rules of order within reason. Board Members are expected to understand and conduct themselves according to these meeting rules.

The Board is periodically engaged in orientation to and application of these meeting guidelines (*Appendix 1a: Bourinot's Rules of Order, and Appendix 1b Bourinot's Rules At A Glance*). The Board will always work to achieve consensus decisions prior to taking decisions to a formal vote.

Types of Board Meetings

The CMLTO Board aspires to having a Board culture and dynamic where all Board Members feel valued, have a sense of belonging, and feel free to openly and responsibly express their perspectives at Board meetings.

The Board may conduct three (3) different types of meetings as required, including:

- 1) Open Session Board Meetings (open and accessible to the public);
- 2) Closed Session Board Meetings (closed to the public, with relevant staff and invited guests/advisors/speakers present);
- 3) In-camera Board Meetings (closed to staff except Registrar & CEO and external advisors).

Board meetings may be held as in person, virtual, or hybrid style.

CMLTO aims for all Board meetings to be as accessible for Board Members whether in person, virtual, or hybrid. As such, Board Members are proactively asked if they require additional support or adjustments to maximize their attendance and participation in meetings. Physical access needs and other communication needs of Board members are accommodated to every extent possible.

1) Open Session Board Meetings

Meeting Defined

These meetings are open to the public and are where the majority of Board business is conducted including Board's strategic work. Through these meetings the Board can be observed in its processes and decision-making to support transparency and to comply with its statutory obligations to hold open Board meetings.

Meeting Frequency

There shall normally be at least four (4) regular open Board meetings per year.

Notice of Meeting

A schedule of the Board's regular open meetings (date, time, location and/or online/virtual system) will be available from the Executive Office and will be posted on the CMLTO website at the beginning of each year. Changes in the schedule or meeting format (in-person, virtual, or hybrid) will be posted on CMLTO's website not less than fourteen (14) days prior to the relevant Board meeting. The notice of how to access the live-stream broadcast of these Board meetings will be included with the posting of the notice of these Board meetings.

Access to Board Meetings

To ensure public access, inclusion, transparency, and accountability, to Open Session Board meetings, members of the public may access these meetings by:

- 1) Observing the CMLTO Open Session Board Meetings through live-stream broadcasting access, or
- 2) Attending the CMLTO Open Session Board Meetings in person, should an in-person meeting option be available.

In the case of in-person Open Session Board Meetings, to ensure adequate space for members of the public, Registrants, and other guests (where applicable) and preparation, individuals (public, Registrants, and other guests) wishing to attend an Open Session Board Meeting are to notify the Executive Office. It is recommended that whenever possible, in-person guests should provide forty-eight (48) hours notice. This notice may be provided in writing (via email) or by telephone. Anyone who attends a Board meeting without providing notice may be asked to leave at the request of the Board Chair if sufficient space is not available.

Conduct During Board Meetings

Individual guests attending or observing Open Session Board Meetings will be asked to arrive in-person or join virtually in advance of the meeting start time. Scheduled attendees will have observer status, meaning that they may not provide comments or ask questions during the meeting. All cellphones and cameras must be turned off and guests/observers must be muted for virtual meetings.

Anyone who is disruptive to the proceedings will be asked to leave and may be prohibited from attending future meetings. CMLTO staff will provide all registered guests with information regarding public conduct during Board meetings (Appendix 3) in advance of the meeting.

Open Board Meeting Breaks

For open Board Meetings, which are scheduled to last more than ninety (90) minutes, appropriate breaks will be scheduled. This will allow individuals to stretch or make a phone call, if necessary. The length of breaks will be determined by the Board Chair at the meeting. Discussion of CMLTO business among Board Members should be suspended during the break for confidentiality reasons and to ensure all Board members are engaged in all aspects of all discussions.

Board Materials

Board meeting materials will be provided to Board members and relevant members of the senior leadership team at least seven (7) days in advance of a regular Board meeting and three (3) days before a special Board meeting

when possible. The meeting agenda, non-confidential meeting material, and meeting minutes are posted to the CMLTO website for members of the public.

Questions Arising from Board Meetings

In the event that the attending public or media have questions arising from the Board meeting, the Board Chair and Registrar & CEO will be available upon adjournment to address queries where appropriate, as outlined in Appendix 3.

2) Closed Session Board Meetings

Meeting Defined

These meetings are closed to the public. The decision to exclude the public from a portion of a Board meeting is not done routinely and must be based on specific criteria set out in the governing legislation. The Board must ensure that it is permitted to close the meeting based on the relevant statutory criteria. The legislation is clear as to the decision-making criteria for closing a Board meeting (see below).

Criteria for Declaring a Closed Meeting Session

The Board may exclude the public from any meeting or part of a meeting and restrict access to the related information where the statutory criteria applies. The criteria for a closed session are outlined in Section 7 (2) (d) of the Health Professions Procedural Code (Schedule 2 to the [Regulated Health Professions Act \(RHPA\), 1991](#))

The Board must ensure that it is appropriate to enter into a closed session Board meeting and at the same time maintain its duty of confidentiality when personnel matters, for example, are being discussed.

Some examples include:

- (a) when the Board deliberates whether to exclude the public from a meeting;
- (b) when matters involving public security may be disclosed;
- (c) when financial or personal matters may be disclosed of such a nature that the harm created by the disclosure would outweigh the desirability of adhering to the principle that meetings be open to the public;
- (d) when discussing personnel matters or property acquisitions
- (e) when discussing legal advice received by the CMLTO.

Process to Close the Meeting to the Public

In every case, the Board must determine whether one of the criteria in Section 7 (2) (d) of the Health Professions Procedural Code applies and whether the

harm that could result from disclosure overrides the principle of holding open Board meetings.

The Board will make the necessary order through a motion to close the meeting and restrict public access to the meeting.

When the Board decides that some restriction on public access to the meeting is required, the following types of order will be made by motion:

- (a) an order excluding the public from that portion of the Board meeting; and/or
- (b) an order that would prevent the public disclosure of the matters or information discussed or banning publication of the identity of the individual being discussed;

When the Board makes an order and approves the motion to restrict public access to a portion of the meeting, the Board will state its reasons for the decision in its public minutes. The reasons will state:

- (a) the decision was made by order;
- (b) the grounds by referencing the applicable clause in the Health Professions Procedural Code; and
- (c) an indication as to why the potential harm would override the principle of holding open meetings in this specific case.

Protection of Confidential Information Related to the Closed Session Board Meeting

Where the Board has made the decision to close portions of its meeting to the public to discuss confidential information, prior arrangements must be made in order to prevent the public disclosure of any related information and to inform any public attendees of the decision.

The agenda and any related material distributed for discussion at a Closed Board meeting are reviewed by the presiding officer to determine:

- (a) The rationale for the Board's decision to close portions of the meeting;
- (b) Whether to classify the discussion or background material as confidential;
- (c) The appropriateness of the motions to move in and out of a "closed session"; and
- (d) Whether/which confidential information provided to the Board for the closed session is to be collected prior to re-opening the meeting to the public.

Update for the Public Meeting

The Board must rise and report on the topics covered in the Closed Session in their next open session meeting.

3) In-camera Board Meetings

Meeting Defined

In-camera Board meetings provide the opportunity for fostering discourse and conducting confidential conversations between the Board and the Registrar & CEO on confidential matters such as personnel matters. These meetings include the Board Members, the Registrar & CEO, and any Board requested external advisors (e.g. external legal advisors, auditor, governance consultant).

These meetings do not include any other staff. These sessions are a useful tool for protecting the appropriate necessary confidentiality of a particular person.

Criteria for Declaring an In-camera Board Session

The Board may declare an in-camera meeting during a Board meeting when it and/or the Registrar & CEO may also request an in-camera session when there is a need to discuss any of the following:

- Personnel or personal matters relating to individuals, including the Registrar & CEO, where the harm created by disclosure would outweigh the principle that meetings be open to the public
- When discussing legal advice received by CMLTO.

Process to Close the Meeting to the Public

The process is the same as for Closed Meeting Sessions outlined above.

Update for the Public Meeting

The Board must rise and report the topics covered in the in-camera sessions when the meeting reopens to the public or if that is not possible at the next open session Board meeting.

Board Meeting Minutes

Minutes will be taken for all types of CMLTO Board meetings and will serve as the official record of the decisions/motions, rationale, and actions of the Board. (See principles below).

Open session minutes are the formal record of discussions and decisions made during a Board meeting that is open to the public, registrants, and other guests.

Principles for Recording and Approving the Board Meeting Minutes

The primary purpose of the minutes will be to record Board decisions, the rationale for those decisions, and resulting actions; hence, the minutes will not include a listing of the detailed discussion which transpired. The following principles will be used.

1. Minutes should be kept simple. Minutes of all meetings shall be taken by CMLTO staff and retained as the official records of the Board. The minutes shall include the date, time, format of the meeting, and its place (if conducted in-person or hybrid format), Board members present, absent, staff present, attending guests, consultants, and presenters, members of the public present (where applicable), and a record of any votes. When a roll call vote is taken, the minutes shall attribute the number of “yes” and “no” votes. Board decisions/motions, the rationale of these decisions/motions, and resulting Board actions are recorded. Evidence that the Board has reviewed its decisions through the protection of the public interest perspective will be recorded in the minutes. Long narratives regarding the discussion are not recorded in the minutes (see Appendix 1 for the Board Meeting Minutes Template).
2. Board minutes for the previous meeting will be on the agenda at the beginning of each meeting in order to provide the Board with the opportunity to validate, discuss as needed, and approve the minutes.

Board Members who vote in favour of approval of the minutes are validating that the minutes are an accurate reflection of what took place, what was discussed, and what was decided at the previous Board meeting. Only Board Members who attended the entire previous Board meeting should vote to confirm the accuracy of the minutes. Board Members who were not present should abstain from that vote as they are not in a position to confirm the accuracy of the minutes.

Board Members who were not present should abstain from the vote as there are not in a position to confirm the accuracy of the minutes. Board Members will be asked to discuss substantive clarifications to the minutes only at this time. Any typos and minor corrections identified should be submitted to the Registrar & CEO prior to the Board meeting. CMLTO staff will summarize in writing all the minor corrections and provide this summary to the Board Chair to report at the meeting at the time the minutes are presented for approval.

3. A serial number will be placed on each set of Board minutes including the year and the Board meeting number (e.g. 2024:02; meaning the 2nd meeting in 2024).
4. A draft version of the minutes shall be provided to the Board by the recording staff member once they are completed and reviewed by the Board Chair (or delegate). The minutes are marked “DRAFT” and subject to revision until approval by the Board.

5. Minutes are not considered official until approved by a simple majority of the Board and signed by the Board Chair (or delegate) and the Registrar & CEO. The Board Chair (or delegate) who signs off on the minutes should have been part of the original meeting. The Board Chair and Registrar & CEO are not approving the minutes by signing them; they are attesting to the fact that the Board approved the minutes.
6. The minutes of Open Session Board meetings will be published in the next Board meeting material for approval and/or correction by the Board.
7. Signed Board meeting minutes will be retained by the Executive Office electronically.
8. Open Board Session minutes will be posted to the CMLTO website after any confidential items are removed. Closed Session and In-camera Session Board minutes are retained in the confidential Board Portal.

Principles for Recording Closed Session Board Meeting Minutes

Closed session minutes are discussions that take place during confidential portions of the Board meeting. These sessions are limited to specific topics including legal issues, sensitive financial information, personnel matters, or discussions related to proprietary information and related planning. Due to the sensitive nature of these discussions, access to Closed Session minutes is limited to authorized individuals (e.g., Board Members, legal counsel, or designated staff members and advisors).

1. The minutes of the Closed Sessions of Board meetings will follow the same format as that of the Open Session (see Appendix 2).
2. The minutes of closed and in-camera sessions are integrated into the full set of Board meeting minutes, which are made available to the Board through the Board portal. A separate public version of the minutes is prepared for posting on the CMLTO website. This version excludes the content of closed and in-camera sessions but includes the titles of those agenda items marked "Confidential" in red. The public minutes will also indicate the type of order restricting public access, the reason for the closed session, and an explanation of why the public interest was overridden.
3. The complete minutes of the Board meeting, which include closed and in-camera sessions, are reviewed and approved by the Board at the next Board meeting. These minutes are not included in the public meeting materials; instead, a note is included stating "Meeting minutes will be approved at the Board meeting." The approved full minutes are maintained in the confidential

electronic files of the Board. Content from closed and in-camera sessions is not available for inspection or copying.

Principles for Recording In-camera Session Board Meeting Minutes

1. In-camera Session Board meeting minutes will be handled in the same manner as Closed Session Board meeting minutes in terms of format and process.
2. The minutes will be taken by the Registrar & CEO or a delegate (any Board Member or advisor) for these meetings. These minutes will be reviewed and approved by the Board at the next Board meeting.
3. Minutes of the In-camera Session Board meetings shall be maintained in the electronic Board confidential files and are not available for inspection or copying by the public.

POLICY DEFINITIONS

Board Committee

A Board Committee is a formally Board mandated sub-group of the Board, established to assist and support the Board in fulfilling its governance responsibilities. Each Committee is charged with advancing a defined portion of the Board's work, within a specific area of focus. A Board Committee acts on behalf of the full Board and operates with delegated authority as outlined in its Terms of Reference policy. Each Board Committee reports to the full Board.

REFERENCES:

- [Health Professions Procedural Code](#) / Schedule 2 to the [Regulated Health Professions Act, 1991](#)
- CMLTO By-Law: Article 4 – Board of Directors (Section 10 Board Meetings)

APPENDICES:

Appendix 1a – Bourinot's Rules of Order

Appendix 1b – Bourinot's Rules at Glance

Appendix 2 – Board Meeting Minutes Template

Appendix 3 – Information for Public Attendees to CMLTO Board Meetings

APPENDIX 1a BOURINOT'S RULES OF ORDER

1. In this Appendix, "member" means a member of the Board.
2. When any member wishes to speak, they shall so indicate by raising his or her hand and shall address the Chair and confine themselves to the question under discussion. The Member will refer to the Chair as Chair, Surname or Chair, First Name.
3. When two or more members raise their hand to speak, the Chair shall call upon one member to speak first.
4. No member while speaking shall be interrupted by another except to raise a point of order.
5. The interrupting member shall confine himself or herself strictly to the point of order.
6. Any member in speaking or otherwise who transgresses these rules if called to order either by the Chair or on a point raised by another member, shall immediately cease speaking while the point is being stated, after which they may explain and shall then follow the decision of the Chair.
7. A member may speak only three times upon any question/motion except:
 - (a) when providing an explanation of a material point related to their earlier comments which may have been misquoted or misunderstood, but then he or she is not to introduce any new matter or argument; or
 - (b) with the approval of the Board.
8. Members should not speak longer than five minutes at a time upon any specific issue/question except with the permission of the Board or except when engaged in a generative/strategic open-ended discussion, identified on the agenda as such.
9. When the question/motion under discussion has not been printed and distributed, any member may require the question to be re-read at any time during the discussion, but not so as to interrupt a member while speaking.

10. When the question under discussion contains distinct propositions, any member may require the vote upon each proposition to be taken separately.
11. When the Chair is putting a question to a vote, no member shall enter or leave the Board room, and no further debate is permitted.
12. Any question/motion when once decided by the Board shall not be re-introduced during the same session except by a two-thirds vote of the Board then present.
13. All motions shall be in writing, and seconded, before being debated. When a motion is seconded, it shall be read by a Vice Chair.
14. A member who has made a motion may withdraw it without the permission of the seconder or the consent of the Board. Rule 12 does not prevent another member from making the same motion.
15. The Chair shall preserve order and decorum and shall decide questions of order, subject to an appeal to the Board without debate. In explaining a point of order or practice, he or she shall state the rule or authority applicable to the case.
16. No member is entitled to vote upon any question in which he or she has a direct pecuniary or conflict of interest, and the vote of any member so interested will be disallowed.
17. When a question is under debate, no motion is received except to:
 - a. Amend it,
 - b. Postpone it (which may be indefinitely or to a day or time certain),
 - c. Put the question to a vote,
 - d. Adjourn the debate,
 - e. Adjournment of the Board,
 - f. Refer the question to a Board committee.
18. A motion to refer a question to a Board committee shall preclude all amendments of the main question.
19. A motion to put the question/motion currently under debate to a vote shall be voted on immediately without further amendment or debate. If the motion to put the question/motion currently under debate to a vote is passed, the question currently under debate shall be put to a vote, following a final opportunity for each member to make one statement/presentation of no more than one minute duration.

20. A motion to amend the main question/motion shall be disposed of before the main question/motion is decided and, where there is more than one motion to amend, they shall be decided in the reverse order in which they were made.
21. Whenever the Chair is of the opinion that a motion offered to the Board is contrary to these rules or the bylaws, they shall advise the Board of their opinion immediately, rule the motion out of order and quote the rule or authority applicable to the case.
22. These rules need not be strictly adhered to unless the Board requires strict adherence in order to advance its work. (Note: Some flexibility is often desirable to advance the work of the Board. However, if there is not agreement on the flexibility, the Chair will uphold those meeting rules of order.)
23. In all cases not provided for in these rules or by other policies of the Board, the Board will pause to address the point of order and then proceed accordingly with its business.



**APPENDIX 1b
BOURINOT'S RULES AT A GLANCE**

To Do This	You Say This	May Interrupt the Speaker	You Must be Seconded	Is the Motion Debatable?	Is the Motion Amendable?	What Majority is Required?
Move a Motion	I move...	No	Yes	Yes	Yes	Majority
Change a Motion (you may not merely amend to negate)	I move that the motion be amended to read...	No	Yes	Yes	Yes	Majority
End debate on a motion	1. I call the question	No	Yes	Yes	No	If a motion to call the question passes, the motion in question will be discussed at the next meeting, and that motion fails (is not passed) at the original meeting.
	2. I move that the Board proceed to the next order of business	No	Yes	No	No	Majority
End the meeting- the Chair can simply call adjournment without a motion if all business is complete	I move that the meeting adjourn	No	Yes	No	No	Majority



To Do This	You Say This	May Interrupt the Speaker	You Must be Seconded	Is the Motion Debatable?	Is the Motion Amendable?	What Majority is Required?
Consider something out of is scheduled order	I move the agenda be amended in order to deal with the following item...	No	Yes	No	No	Majority
Postpone further discussion on a motion until later in the meeting	I move that the motion be tabled until...	No	Yes	Yes – only to time	Yes	Majority
Postpone consideration of a motion until a future meeting	I move that the emotion be postponed until...	No	Yes	Yes	Yes	Majority
Have a motion studied more before voting on it	I move that the motion be referred to	No	Yes	Yes	Yes	Majority
Raise a matter previously tabled (if at a different time from when it was decided)	I move that the motion about....be lifted from the table	No	Yes	No	No	Majority
Reconsider a motion already voted on earlier in the meeting	I move that the motion about... be reconsidered at the next meeting and provide written notice request that the matter be raised at the next meeting	No	Yes	Yes	No	2/3 Majority



To Do This	You Say This	May Interrupt the Speaker	You Must be Seconded	Is the Motion Debatable?	Is the Motion Amendable?	What Majority is Required?
Object to something which prevents your continued participation (e.g. excessive noise)	Point of Privilege	Yes	No	No	No	No vote taken, Chair rules
Seek clarification from the previous speaker	Point of Information	Yes if urgent	No	No	No	No vote taken, Chair rules
Overturn the ruling of the Chair	I challenge the Chair on...	Yes	Yes	Yes	No	Majority
Enquire about procedure or consequences	Point of Order	Yes	No	Yes, only on the point	No	No vote taken, Chair rules
Objective to incorrect procedure being used	Point of Order	Yes	No	Yes, only on the point	No	No vote taken, Chair rules

Rules of Order

Rules of order are procedures by which meetings can be conducted in an effective and orderly fashion, issues debated and motions passed according to the majority but with due regard to the rights and diverse voices of the minority. For the most part, Rules of Order are based on common sense and the need to move through an Agenda expeditiously.

Duties of the Chair

- The Chair conducts meetings, preserves order and decorum, and interprets the Rules of Order.
- The Chair is impartial and may not take part in the debate nor vote, unless it is to break a tie, or in the special case of passing a motion for a regulation change. If the Chair chooses to participate in the discussion/debate and provide an opinion, they must first officially step out of the chair and appoint an acting Chair. The Board Chair then serves as a general Director until the agenda item is completed.

Agenda and Minutes

- The Agenda is the order of business for the meeting.

- It describes the items for consideration and gives the order in which they will be taken up.
- The Agenda must be passed or adopted before the meeting can commence.
- The adoption of the minutes of the last meeting confirms any decisions made at that time and indicates that the minutes are an accurate reflection of the prior meeting's business and decisions.
- Any changes in the Agenda or minutes must be proposed and considered before the Agenda and minutes are approved.
- An item on the Agenda may be taken out of sequence and disposed of only by majority consent.

Motions

- A Board motion is a proposal to make a Board decision which is made pursuant to an item of the agenda that certain actions be taken, certain principles or processes become policy, etc. the proposed motion is then discussed, possibly amended and voted on.
- There are also motions that propose procedures for considering other motions, e.g. Motions to Table, to Divide the Question, to Put the Question, to Adjourn, to Amend.
- Any member may move a substantive or procedural motion as long as it is 'in order'. **[Procedural motions** are motions that address how the meeting will be conducted (e.g., motions to adjourn, limit debate, or table a motion). **Substantive motions** are the main motions that deal with the issue at hand (e.g., approving a budget or making a decision.)]
- **A substantive motion or “an important motion, or one containing a number of considerations, should be prepared in writing and given to the Chair, preferably in advance of the meeting.”**
- Questions about the motion are directed to the Chair, who may redirect the questions to the mover or person to whom a specific question was addressed, or to a subject expert to provide context to the topic.
- Since procedural motions take precedence over substantive motions and can be introduced while a substantive motion is being discussed, it is not always possible for the mover of the substantive motion to speak last.

Amendments

- A motion to amend a (main) motion must be relevant to that motion and properly moved and seconded.
- An amendment may propose: (a) to leave out certain words, (b) to insert or add certain words, (c) to leave out certain words in order to insert or add other words.
- When 'in order' an amendment takes precedence over the main motion and becomes the subject of debate.

- The amendment must be accepted or rejected before debate reverts to the main motion.
 - If accepted, the main motion as amended, will be debated.
 - If rejected, the main motion is remains unchanged and will be discussed/considered as originally presented.
- A sub-amendment may be proposed to an amendment under the same conditions that apply to amending a main motion.
- At no time, may there be more than one main motion, one amendment and one sub-amendment under discussion.
- When all three are on the floor, the Chair will address them in the reverse order of how they were moved.
- A motion once defeated cannot be re-introduced as an amendment to another motion.
- The mover with the consent of his seconder may incorporate a 'friendly' amendment into the main motion provided both the mover and seconder of the amendment agree.

**APPENDIX 2
TEMPLATE FOR BOARD MEETING MINUTES**

DATE and TIME
LOCATION

Board Members Present:

Non Board Members Present:

Staff Present:

Regrets:

Consultants/Guests Present:

Members of the Public Present:

AGENDA ITEM #	AGENDA TOPIC	RELEVANT BOARD POLICY	KEY RATIONALE	DISCUSSION / BOARD DECISION/MOTION	ACTIONS REQUIRED
1.0 CALL TO ORDER & WELCOME					
1.1	Roll Call	# present # voting			
1.2	Board Policy Manual Update Notice	IV-35.10 Developing and Maintaining the Board Policies Policy			
2.0 APPROVAL OF AGENDA					
2.1	Review and Approval of Agenda				
2.2	Declaration of Conflict of Interest	IV-80Board Code of Conduct, Confidentiality and Conflict of Interest Policy			



AGENDA ITEM #	AGENDA TOPIC	RELEVANT BOARD POLICY	KEY RATIONALE	DISCUSSION / BOARD DECISION/MOTION	ACTIONS REQUIRED
3.0 REQUIRED APPROVALS / CONSENT AGENDA					
3.1	Minutes of Previous Board Meeting	GP-45.05 Board Meeting Process and Minutes Policy			
3.2	Action Items of Previous Board Meeting				
4.0 CONSENT AGENDA					
4.1 MONITORING REPORTS - COMMITTEES					
4.1.1	Executive Committee				
4.1.2	Inquiry, Complaints and Reports Committee				
4.1.3	Discipline Committee				
4.1.4	Fitness to Practice Committee				
4.1.5	Patient Relations Committee				
4.1.6	Quality Assurance Committee				
4.1.7	Registration Committee				
4.2 INCIDENTAL BRIEFING REPORTS					



AGENDA ITEM #	AGENDA TOPIC	RELEVANT BOARD POLICY	KEY RATIONALE	DISCUSSION / BOARD DECISION/MOTION	ACTIONS REQUIRED
4.2.1	Board Chair Report				
4.2.2	Registrar & CEO Incidental Report				
5.0 POLICY DEVELOPMENT, REFRESH, APPROVAL, UPDATES					
5.1	Ends Policy Scanning/ Development/ Approval/Updates				
5.1.1					
5.2	Executive Limitations Policies Development/Refresh/Approval/Updates				
5.2.2					
5.3	Governance Process Policies Development/Refresh/Approval/Updates				
5.3.1					
5.4	Board-CEO Relationship Policies Development/Refresh/Approval/Updates				
5.4.1					
6.0 BOARD MONITORING OF REGISTRAR & CEO ORGANIZATION PERFORMANCE					
6.1	Ends Monitoring				
6.1.1					
6.2	Executive Limitations Monitoring				
6.2.1					
7.0 BOARD MONITORING OF BOARD ACHIEVEMENT OF BOARD POLICIES					
7.1	Governance Process Policies				
7.1.1					
7.2	Board-CEO Relationship Policies				
7.2.1					
8.0 BOARD ENGAGEMENT (LINKAGE with Careholdership)					
8.1					
9.0 OTHER					
9.1					
10.0 ADJOURN					



Note: This minutes template provides a general example for Board meeting minutes. Actual minutes will follow the order of the actual meeting agenda and the order that matters were actually addressed in the Board meeting.

APPENDIX 3 INFORMATION FOR MEMBERS OF THE PUBLIC ATTENDING CMLTO BOARD MEETINGS

Thank you for your interest in attending a CMLTO Board of Directors (the “Board”) meeting. The Board maintains a policy that outlines the processes for conducting meetings. As part of this policy, the following information is provided to all public attendees to CMLTO Board meetings to clarify the expectations for public conduct during Board meetings.

It is recommended that whenever possible, public attendees should provide at least forty-eight (48) hours’ notice of their intent to attend a Board meeting and to indicate whether you will attend virtually or in-person depending on the options available for each Board meeting. This notice may be provided in writing (via email to executiveoffice@cmlto.com) or by telephone (416-861-9605, extension 247). Anyone who attends an in-person Board meeting without providing notice may be asked to leave at the request of the Board Chair if sufficient space is not available in the meeting room.

The meeting agenda, non-confidential meeting material, and meeting minutes are posted to the CMLTO website for members of the public at least seven (7) days in advance of the meeting, when possible.

Individuals attending or observing Open Session Board meetings are asked to arrive in-person or join virtually in advance of the meeting start time. Public attendees will have observer status, meaning that they may not provide comments or ask questions during the meeting. All cellphones and cameras must be turned off and observers must be muted for virtual meetings. Anyone who is disruptive to the proceedings will be asked to leave and may be prohibited from attending future meetings.

In the event that the attending public or media have questions arising from the Board meeting, the Board Chair and Registrar & CEO will be available upon adjournment to address queries where appropriate.

Please be aware that you may also observe the CMLTO Board meetings through CMLTO’s live-streaming broadcast of its Open Session Board meetings. The link to the Board meeting is posted on the CMLTO website.

For further information, please email the CMLTO at executiveoffice@cmlto.com