



*The Niagara Catholic District School Board through
the charisms of faith, social justice, support and leadership,
nurtures an enriching Catholic learning community for all
to reach their full potential and become living witnesses of Christ.*

AGENDA AND MATERIAL

BOARD MEETING

**TUESDAY, FEBRUARY 25, 2014
7:00 P.M.**

*FATHER KENNETH BURNS, C.S.C. BOARD ROOM
CATHOLIC EDUCATION CENTRE, WELLAND, ONTARIO*



A. ROUTINE MATTERS

1. Opening Prayers – Vice-Chair Burkholder -
2. Roll Call -
3. Approval of the Agenda -
4. Declaration of Conflict of Interest -
5. Minutes of the Board Meeting
 - 5.1 January 28, 2014 A5.1
 - 5.2 February 11, 2014 A5.2

B. DELEGATIONS/PRESENTATIONS

1. Speak Out Showcase 2014 B1

C. COMMITTEE AND STAFF REPORTS

1. School Excellence Program C1
St. Thomas More Catholic Elementary School
2. Unapproved Minutes of the Committee of the Whole Meeting of February 11, 2014 C2
and Consideration of Recommendations
 - 2.1 Approval of Policies
 - 2.1.1 Religious Education for Teaching Staff Policy (201.3) C2.1.1
 - 2.1.2 School Generated Funds Policy (301.6) C2.1.2
 - 2.2 Revised Attendance Area Boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools C2.2
 - 2.3 Pupil Accommodation Review for St. Christopher/St. Theresa Catholic Elementary School Submission Timelines C2.3
3. Financial Reports
 - 3.1 Monthly Banking Transactions for the Month of January 2014 C3.1
 - 3.2 Statement of Revenue and Expenditures as at January 31, 2014 C3.2

D. TRUSTEE ITEMS, OPEN QUESTION PERIOD & OTHER BUSINESS

- | | | |
|----|--|------|
| 1. | Correspondence | |
| | 1.1 Catholic District School Board of Eastern Ontario –February 10, 2014 | D1.1 |
| | 1.2 Saint Michael Catholic High School Reception of J. Trudeau & K. Wynne | D1.2 |
| | 1.3 Proposed OCSTA Amended and Restated By-Law Number 2014-01 | D1.3 |
| 2. | Report on Trustee Conferences Attended | - |
| 3. | General Discussion to Plan for Future Action | |
| | 3.1 2017 Conference CCSTA Co-Host | D3.1 |
| 4. | Trustee Information | |
| | 4.1 Spotlight on Niagara Catholic – February 11, 2014 | D4.1 |
| | 4.2 Calendar of Events – March 2014 | D4.2 |
| | 4.3 March Committee of the Whole – March 4, 2014 | - |
| 5. | Open Question Period | |
| | <i>(The purpose of the Open Question Period is to allow members of the Catholic school supporting public to ask about items on that night's public agenda or any previous agendas, and the Board to answer and react.)</i> | |

E. NOTICES OF MOTION**F. BUSINESS IN CAMERA****G. REPORT ON IN CAMERA SESSION****H. FUTURE MEETINGS AND EVENTS****I. MOMENT OF SILENT REFLECTION FOR LIFE****J. ADJOURNMENT**

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TOPIC: MINUTES OF THE BOARD MEETING OF
JANUARY 28, 2014**

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the Minutes of the Board Meeting of January 28, 2014, as presented.



MINUTES OF THE BOARD MEETING

TUESDAY, JANUARY 28, 2014

Minutes of the Meeting of the Niagara Catholic District School Board, held on Tuesday, January 28, 2014, at 7:00 p.m. in the Father Kenneth Burns C.S.C. Board Room, at the Catholic Education Centre, 427 Rice Road, Welland.

The meeting was called to order at 7:02 p.m. by Vice-Chair Burkholder, who Chaired the January 28, 2014 Board for Chair Burtnik who joined the Board Meeting electronically. Trustee Nieuwesteeg acted as Vice-Chair for the Board Meeting.

A. ROUTINE MATTERS

1. Opening Prayer

Opening Prayers were led by Trustee O’Leary

2. Roll Call

Moved by Trustee Nieuwesteeg
Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board excuse Trustee Charbonneau and Trustee Fera from attending the Board Meeting of January 28, 2014.

CARRIED

| Trustee | Present | Present Electronically | Absent | Excused |
|-------------------------|---------|------------------------|--------|---------|
| Rhianon Burkholder | ✓ | | | |
| Kathy Burtnik | | ✓ | | |
| Maurice Charbonneau | | | | ✓ |
| Frank Fera | | | | ✓ |
| Fr. Paul MacNeil | ✓ | | | |
| Ed Nieuwesteeg | ✓ | | | |
| Ted O’Leary | ✓ | | | |
| Dino Sicoli | ✓ | | | |
| Student Trustees | | | | |
| Vincent Atallah | ✓ | | | |
| Dallas McMahon | ✓ | | | |

The following staff were in attendance:

John Crocco, Director of Education; **Yolanda Baldasaro**, **Ted Farrell**, **Lee Ann Forsyth-Sells**, **Frank Iannantuono**, **Mark Lefebvre**, Superintendents of Education; **Giancarlo Vetrone**, Superintendent of Business & Financial Services; **Scott Whitwell**, Controller of Facilities Services; **Jennifer Brailey**, Manager of Corporate Services & Communications; **Kristine Murphy**, Recording Secretary/Administrative Assistant, Corporate Services & Communications

3. **Approval of the Agenda**

Vice-Chair Burkholder noted an addition to the Board Meeting Agenda from the Policy Committee Meeting January 28, 2014 to add - C2.4 Attendance Support Program Policy (201.16).

Moved by Trustee Sicoli

Seconded by Trustee Burtnik

THAT the Niagara Catholic District School Board approve the amended Agenda of the Board Meeting of January 28, 2014.

CARRIED

4. **Disclosure of Interest**

A Disclosure of Interest was declared by Chair Burtnik with Item C7.2 of the Public Agenda January 28, 2014. This item may show cheques issued to this trustee's family business. She refrained from voting on this item.

Trustee Burkholder noted that a disclosure of interest is no longer a conflict with her as per Item C5 & C11 Appendix B of the Public Agenda from the Committee of the Whole meeting on January 14, 2014.

5. **Approval of Minutes of the Board Meeting of December 17, 2013**

Moved by Trustee MacNeil

Seconded by Trustee O'Leary

THAT the Niagara Catholic District School Board approve the Minutes of the Board Meeting of December 17, 2013, as presented.

CARRIED

B. DELEGATIONS/PRESENTATIONS

1. **Nil**

C. COMMITTEE AND STAFF REPORTS

1. **School Excellence Program - St. Augustine Catholic Elementary School**

Director Crocco provided background information on the monthly School Excellence Program. Lee Ann Forsyth-Sells, Superintendent of Education introduced Mary Kay Kalagian, Principal of St. Augustine Catholic Elementary School.

Principal Kalagian, with the assistance of students and staff showcased St. Augustine Catholic Elementary as part of the School Excellence Program.

Trustee O’Leary extended appreciation and congratulations to Principal Kalagian and the students, for the excellent insight into St. Augustine Catholic Elementary School.

On behalf of the Board Vice-Chair Burkholder thanked Principal Kalagian, the staff and students for their presentation and performance.

2. Unapproved Minutes of the Committee of the Whole Meeting of January 14, 2014 and Consideration of Recommendations

Moved by Trustee O’Leary

Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board receive the unapproved Minutes of the Committee of the Whole Meeting of January 14, 2014 as presented.

CARRIED

The following recommendations were presented for the Board’s consideration from the Committee of the Whole Meeting of January 14, 2014.

2.1 Award of Construction Contract for Early Learning Kindergarten Program (ELKP)- Year 5

Moved by Trustee Sicoli

Seconded by Trustee O’Leary

THAT the Niagara Catholic District School Board approve The Award of Construction Contracts for Early Learning Kindergarten Program (ELKP) – Year 5 as presented to:

| SCHOOL NAME | RECOMMENDED CONTRACTOR | TOTAL PROJECT COST |
|--------------------|-------------------------------|---------------------------|
| Canadian Martyrs | King Contractors | \$993,684 |
| Loretto Catholic | Brouwer Construction | \$801,615 |
| St. John Bosco | Stolk Construction | \$601,858 |

for a total three project cost of \$2,397,157.as presented.

CARRIED

2.2 Award of Construction Contract for St. James Catholic Elementary School Addition

Prior to the vote, Vice-Chair Burkholder asked Controller of Facilities Services Whitwell to review the amendments to the report as requested by Chair Burtnik at the January 14, 2014 Committee of the Whole Meeting.

Moved by Trustee Burtnik

Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board approve The Award of Construction Contract For St. James Catholic Elementary School Addition/Renovations to Charter Building Company with a total project cost of \$2,721,042.

CARRIED

2.3 Award of Construction Contract for Our Lady of Mount Carmel Catholic Elementary School

Moved by Trustee Nieuwesteeg

Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board approve the Award of Construction Contract for Our Lady of Mount Carmel Catholic Elementary School Renovations to Bromac Construction Inc. with a total project cost of \$2,423,405.

CARRIED

2.4 Attendance Support Program Policy (201.16)

Moved by Trustee Sicoli

Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board approve the Attendance Support Program Policy (201.16), as presented

CARRIED

3. Approved Minutes of the Special Education Advisory Committee Meeting of December 4, 2013

Moved by Trustee O'Leary

Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board receive the Approved Minutes of the Special Education Advisory Committee Meeting of December 4, 2013 as presented for information.

CARRIED

4. Approved Minutes of Niagara Catholic Parent Involvement Committee (NCPIC) Meeting of November 14, 2013

Moved by Trustee Nieuwesteeg

Seconded by Trustee Sicoli

THAT the Niagara Catholic District School Board receive the Approved Minutes of the Niagara Catholic Parent Involvement Committee (NCPIC) Meeting of November 14, 2013 as presented for information.

CARRIED

5. Niagara Catholic International Cooperative Education Program Dominica (NCICE) 2013

Mark Lefebvre, Superintendent of Education, introduced the Niagara Catholic International Cooperative Education Program Dominica (NCICE) 2013 which is in alignment with the Board's Vision 2020 Strategic Plan and the System Priority 2013-2014.

Jason Benoit teacher at Lakeshore Catholic High School and five (5) students; Emily Burkholder, Milana D'Intino, Haley Lambourne, Alex Salway and Taya Sorge, that shared their personal experiences.

Vice-Chair Burkholder and Director Crocco presented the students with Niagara Catholic's Excellence in Academic specially minted pins.

Director Crocco reminded the Board and guests that Niagara Catholic District School Board is the only School Board in Ontario that offers an International Cooperative Education Program

with a focus on social justice. Students and Staff were congratulated for their role in helping the community and people in Dominica.

6. **Niagara Catholic System Priorities Mid-Year Progress Review 2013-2014**

On behalf of Senior Administrative Council, Director Crocco presented the Niagara Catholic System Priorities Mid-Year Progress Review 2013-2014 report. The Niagara Catholic Strategic Directions Priority Indicators 2013-2014 are designed to provide the annual focus for the system towards achieving the outcomes of the Niagara Catholic Vision 2020 Strategic Plan. Within the two (2) Strategic Directions and the seven (7) Enabling Strategies are the approved system priority indicators which provide the specific framework to measure the achievement of each direction and strategy within our multi-year strategic plan.

Director Crocco highlighted specific points outlined in the Mid-Year Progress Review booklet with regard to the focus and achievement of the system priorities as well as updated targeted progress or completion of the System Priority Indicators for 2013-2014.

Senior Administrative Council, administrators and Board staff will collate, analyze and review all data gathered for the 2013-2014 school year and present a final report to the Board and to all stakeholders at the September 2014 Board Meeting.

On behalf of the Board, Vice-Chair Burkholder congratulated and thanked Director Crocco and Senior Administrative Council for the thoroughness of the report the conscience manner it was presented.

7. **Financial Reports**

7.1 **Monthly Banking Transactions for the months of November and December 2013**

Moved by Trustee O'Leary

Seconded by Trustee Sicoli

THAT the Niagara Catholic District School Board approve the Monthly Banking Transactions for the months of November and December 2013, as presented for information.

CARRIED

7.2 **Statement of Revenue & Expenditures as at December 31, 2013**

Moved by Trustee Nieuwesteeg

Seconded by Trustee Sicoli

THAT the Niagara Catholic District School Board approve the Statement of Revenue and Expenditures as at December 31, 2013 as presented for information.

CARRIED

D. TRUSTEE ITEMS, OPEN QUESTION PERIOD & OTHER BUSINESS

1. **Correspondence**

Director Crocco presented the following correspondence for Trustees' information;

1.1 Office of the Bishop – December 13, 2013

1.2 Centre where Adolescents Learn to Love and Serve – December 15, 2013

1.3 Canadian Catholic School Trustees' Association – December 4, 2013

2. Report on Trustee Conferences Attended

2.1 OCSTA Faith in Our Future Video

Vice-Chair Burkholder and Trustee O’Leary provided a brief summary of the OCSTA Professional Development Session they attended on January 16, 17, & 18 2014. Vice-Chair Burkholder showcased the certificates Notre Dame College School and Blessed Trinity Catholic Secondary School received for their Faith In Our Future Video Contest with an honourable mention for Lakeshore Catholic High School.

Additional information on the Conflict of Interest Module will be shared at the February Committee of Whole Meeting.

3. General Discussion to Plan for Future Action

Director Crocco reported that the Attendance Review Committee (ARC) for St. Christopher Elementary School and St. Theresa Elementary School will be holding its final public meeting on Thursday, January 30, 2014 at 7:00 p.m. at Denis Morris Catholic High School. The final Committee Meeting will commence immediately after the public meeting with a report to the Director of Education in the next month.

4. Trustee Information

4.1 Spotlight on Niagara Catholic – January 14, 2014

Director Crocco highlighted the Spotlight on Niagara Catholic – January 14, 2014 issue for Trustees’ information.

4.2 Calendar of Events – February 2014

Director Crocco presented the Calendar of Events – February 2014 for Trustees’ information

4.3 Early Learning Kindergarten Program Registration – February 4, 2014

Director Crocco highlighted the Early Learning Kindergarten Program Open House and Registration – February 4, 2014 - 9:00 a.m. to 7:00 p.m.

4.4 Board Committee Membership 2014

Director Crocco presented the finalized Board Committee Membership 2014.

5. Open Question Period

None Received.

E. NOTICES OF MOTION

F. BUSINESS IN CAMERA

Moved by Trustee Nieuwesteeg
Seconded by Trustee O'Leary

THAT the Niagara Catholic District School Board move into the In Camera Session.

CARRIED

The Niagara Catholic District School Board moved into the In Camera Session of the Board Meeting at 8:34 p.m. and reconvened at 8:50 p.m.

G. REPORT ON THE IN-CAMERA SESSION

Moved by Trustee Nieuwesteeg
Seconded by Trustee Sicoli

THAT the Niagara Catholic District School Board report the motions from the In Camera Session of the Board Meeting of December 17, 2013.

CARRIED

SECTION A: STUDENT TRUSTEES PRESENT

Moved by Trustee Sicoli
Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board approve the Minutes of the In Camera Session of the Board Meeting - SECTION A: Student Trustees Present of December 17, 2013, as presented.

CARRIED (Item F1)

Moved by Trustee O'Leary
Seconded by Trustee Nieuwesteeg

THAT the Niagara Catholic District School Board receive the unapproved Minutes of the In Camera Session of the Committee of the Whole Meeting - SECTION A: Student Trustees Present of January 14, 2014, as presented.

CARRIED (Item F2)

SECTION B: STUDENT TRUSTEES EXCLUDED

Moved by Trustee MacNeil
Seconded by Trustee Nieuwesteeg

THAT the Niagara Catholic District School Board approve the Minutes of the In Camera Session of the Board Meeting - SECTION B: Student Trustees Excluded of December 17, 2013, as presented.

CARRIED (Item F4)

Moved by Trustee Burtnik
Seconded by Trustee O'Leary

THAT the Niagara Catholic District School Board receive the unapproved Minutes of the In Camera Session of the Committee of the Whole Meeting - SECTION B: Student Trustees Excluded of January 14, 2014, as presented.

CARRIED (Item F5)

H. FUTURE MEETINGS AND EVENTS

None

I. MOMENT OF SILENT REFLECTION FOR LIFE

J. ADJOURNMENT

Moved by Trustee MacNeil
Seconded by Trustee O'Leary

THAT the January 28, 2014 meeting of the Niagara Catholic District School Board be adjourned.

CARRIED

This meeting was adjourned at 8:50 p.m.

Minutes of the Meeting of the Niagara Catholic District School Board held on **January 28, 2014**.

Approved on **February 25, 2013**.

Rhianon Burkholder
Vice-Chair of the Board

John Crocco
Director of Education/Secretary -Treasurer

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TOPIC: MINUTES OF THE SPECIAL BOARD MEETING OF
FEBRUARY 11, 2014**

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the Minutes of the Special Board Meeting of February 11, 2014, as presented.



MINUTES OF THE SPECIAL BOARD MEETING

TUESDAY, FEBRUARY 11, 2014

Minutes of the Special Meeting - of the Niagara Catholic District School Board held on Tuesday, February 11, 2014 in the Father Kenneth Burns C.S.C. Board Room, at the Catholic Education Centre, 427 Rice Road, Welland.

A. ROUTINE MATTERS

Chair Burtnik chaired the Special Board Meeting which started at 10:38 p.m.

1. Opening Prayer

Opening Prayers were led by Trustee Burtnik

2. Roll Call

Chair Burtnik noted that Trustee Charbonneau, Trustee Nieuwesteeg and Student Trustees Atallah and McMahon were excused and that all other Trustees were in attendance.

| Trustee | Present | Present Electronically | Absent | Excused |
|-------------------------|---------|------------------------|--------|---------|
| Rhianon Burkholder | ✓ | | | |
| Kathy Burtnik | ✓ | | | |
| Maurice Charbonneau | | | | ✓ |
| Frank Fera | ✓ | | | |
| Fr. Paul MacNeil | ✓ | | | |
| Ed Nieuwesteeg | | | | ✓ |
| Ted O'Leary | ✓ | | | |
| Dino Sicoli | ✓ | | | |
| Student Trustees | | | | |
| Vincent Atallah | | | | ✓ |
| Dallas McMahon | | | | ✓ |

The following staff were in attendance:

John Crocco, Director of Education; **Yolanda Baldasaro**, **Ted Farrell**, **Lee Ann Forsyth-Sells**, **Frank Iannantuono**, **Mark Lefebvre**, Superintendents of Education; **Giancarlo Vetrone**, Superintendent of Business & Financial Services; **Scott Whitwell**, Controller of Facilities Services; **Jennifer Brailey**, Manager of Corporate Services & Communications; **Kristine Murphy**, Recording Secretary/Administrative Assistant, Corporate Services & Communications

3. Approval of the Agenda

Moved by Trustee Sicoli
Seconded by Trustee Fera

THAT the Niagara Catholic District School Board approve the Agenda of the Special Board Meeting of February 11, 2014.

CARRIED

4. Declaration of Conflict of Interest

A Declaration of Conflict of Interest was declared by Trustee Fera with Item F6 In-Camera Committee of the Whole Agenda on December 3, 2013 and Item F6.1 In-Camera Board Meeting on December 17, 2013 Agenda.

B. COMMITTEE AND STAFF REPORTS

1. Award of Computer Tender

Moved by Trustee Burkholder
Seconded by Trustee MacNeil

THAT the Niagara Catholic District School Board approve the awarding of the tender of computer operating leases to Telecom Computers, funded through HP Financial Services, for the following computer equipment, as presented:

1500 Units All-in-one Desktop Computer Hewlett-Packard Model
#HP8300(8300CTO)

CARRIED

C. MOMENT OF SILENT REFLECTION FOR LIFE

D. ADJOURNMENT

Moved by Trustee Fera
Seconded by Trustee O'Leary

THAT the February 11, 2014 Special Meeting of the Board be adjourned.

CARRIED

This meeting was adjourned at 10:55 p.m.

Minutes of the Special Meeting – of the Niagara Catholic District School Board held on **February 11, 2014**.

Approved **March 4, 2014**.

Kathy Burtnik
Chair of the Board

John Crocco
Director of Education/Secretary -Treasurer

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

TITLE: SPEAK OUT SHOWCASE 2014

Prepared by: Mark Lefebvre, Superintendent of Education
Lisa Incaviglia, Co-Chair of the Speak OUT! Committee, Acting Vice-Principal, Our Lady of Fatima Catholic School, Grimsby
Christine Battagli, Co-Chair of the Speak OUT! Committee, Consultant – Research, Assessment, Evaluation and Reporting

Presented by: Mark Lefebvre, Superintendent of Education
Lisa Incaviglia, Co-Chair of the Speak OUT! Committee, Acting Vice Principal, Our Lady of Fatima Catholic School, Grimsby
Christine Battagli, Co-Chair of the Speak OUT! Committee, Consultant – Research, Assessment, Evaluation and Reporting

Approved by: John Crocco, Director of Education/Secretary-Treasurer

Date: February 25, 2014



PRESENTATION BACKGROUND

**Board Meeting
February 25, 2014**

SPEAK OUT!

Throughout the last few months, in 49 of our Catholic elementary schools, students in Grades Four (4) to Eight (8) have been involved in speech writing and delivery to an audience of their families, peers and teachers. Students across Niagara Catholic, with the support and guidance of their classroom teachers, began developing their messages in December 2013. The Speak OUT! Committee provided an in-service for teachers to assist them in guiding their students through the speech writing and delivery process. This dedicated committee also organized each of the area Speak OUT! Competitions and Showcase, meeting several times throughout the school year to make this a success.

The Speak OUT! Committee consists of Student Achievement K-12 staff, Elementary Principals, Vice-Principals and teachers. The Committee Members are:

- Lisa Incaviglia, Co-Chair of the Speak OUT! Committee, Acting Vice Principal of Our Lady of Fatima Catholic Elementary School
- Christine Battagli, Co-Chair of the Speak OUT! Committee, Consultant – Research, Assessment, Evaluation and Reporting
- Mark Lefebvre, Superintendent of Education
- John Markovich, Consultant – K to 12 Literacy
- Deborah Guthrie, Acting Principal of St. John Catholic Elementary School
- Diane Pizale, Vice Principal of St. Mark Catholic Elementary School
- Sheri Bassett, Vice Principal of St. Alfred Catholic Elementary School
- Maria Solomon, Vice Principal of Canadian Martyrs Catholic Elementary School
- Jackie Watson, Acting Vice Principal of St. Anthony Catholic Elementary School
- Gus Marchio, Acting Vice Principal of Cardinal Newman Catholic Elementary School
- Susy Walsh, Educational Resource Teacher
- Tracy Kovacs, Classroom Teacher
- Ana Cantoni, Classroom Teacher
- Paul Moccia, Classroom Teacher
- Melissa Monachino, Classroom Teacher
- Rosie Araujo, Classroom Teacher
- Tara Vinc, Classroom Teacher
- Annalisa Petriello, Classroom Teacher

From the school speech competitions, the first place junior and first place intermediate speakers were selected to represent their school at one of the six (6) Area Speak OUT! Competitions held across Niagara Catholic in February 2014 at the following Catholic elementary school locations:

Site I – Canadian Martyrs Catholic Elementary School on February 20, 2014

Site II - St. John Catholic Elementary School on February 18, 2014

Site III – St. Kevin Catholic Elementary School on February 20, 2014

Site IV – Loretto Catholic Elementary School on February 18, 2014

Site V – Monsignor Clancy Catholic Elementary School on February 19, 2014

Site VI – St. John Bosco Catholic Elementary School on February 19, 2014

From each of the Area competitions a panel of judges, which included teachers, clergy and administrators, selected the first place junior speaker and the first place intermediate speaker from each site to participate in the Speak OUT! Showcase held on February 24, 2014 at the Catholic Education Centre. Judges, with the assistance of Speak OUT! Committee Members, also awarded one student from each site the Catholic Messenger Award. This award recognizes a public speaker who is able to convey a message of hope, spiritual wisdom and be an example of living the social teachings of our faith.

Speak OUT! is proudly co-sponsored by the Niagara Catholic District School Board and the Ontario English Catholic Teachers Association - Niagara Elementary Unit. A copy of the 2014 Speak OUT! Showcase program will be provided to trustees.

Four representative students of the Speak OUT! Showcase 2014 will deliver their speeches as part of this report at the Board Meeting.

The report on the Niagara Catholic District School Board Speak OUT! Showcase 2014
is presented for information.

Speak OUT!
Awards Recipients 2014

| Area Speak OUT! | Junior First Place | Intermediate First Place | Catholic Messenger |
|---|--|--|---|
| Speak OUT! I Canadian Martyrs Thursday, Feb. 20 | Name: Meghan McLaughlin Speech Title: Parents School: St. James Catholic Elementary School | Name: Kyle Wong Speech Title: Behaviour at Youth Sporting Events School: Mother Teresa Catholic Elementary School | Name: Adam Topolinski Speech Title: Abilities School: Assumption Catholic Elementary School |
| Speak OUT! II St. John Tuesday, Feb. 18 | Name: Tie Foster Speech Title: Lying School: St. Edward Catholic Elementary School | Name: Daniela Lozano Speech Title: The Idols We Follow School: St. John Catholic Elementary School | Name: Kian Rego Speech Title: Why It is Good to Be Individual School: St. Ann (SC) Catholic Elementary School |
| Speak OUT! III St. Kevin Thursday, Feb. 20 | Name: Joshua Major Speech Title: The 80's School: St. Alexander Catholic Elementary School | Name: Julia Sacco Speech Title: My Generation School: St. Andrew Catholic Elementary School | Name: Melanie Lachnit Speech Title: Making a Difference School: St. Ann (Fenwick) Catholic Elementary School |
| Speak OUT! IV Loretto Catholic Tuesday, Feb. 18 | Name: Jacob Pozzobon Speech Title: How to Meet a Millionaire School: Loretto Catholic Elementary School | Name: Sara Ferro Speech Title: Quotes & Sayings School: Notre Dame Catholic Elementary School | Name: Jasmyne Perri Speech Title: Mother Teresa School: Our Lady of Mount Carmel Catholic Elementary School |
| Speak OUT! V Monsignor Clancy Wednesday, Feb. 19 | Name: Giuliana Mascia Speech Title: Manners Around the World School: St. Vincent de Paul Catholic Elementary School | Name: Susan Leone Speech Title: Child Rights School: Cardinal Newman Catholic Elementary School | Name: Katelyn Derreck Speech Title: Miracles School: St. Nicholas Catholic Elementary School |
| Speak OUT! VI St. John Bosco Wednesday, Feb. 19 | Name: Grace-Anna Piett Speech Title: Why We Should Devote Our Lives to God School: St. George Catholic Elementary School | Name: Tatum McLean Speech Title: How Things Have Changed Since My Mom was a Kid School: St. Joseph (FE) Catholic Elementary School | Name: Adeline Willett Speech Title: Being Yourself School: Our Lady of Victory Catholic Elementary School |

Prepared by: Mark Lefebvre, Superintendent of Education
Lisa Incaviglia, Co-Chair of the Speak OUT! Committee, Acting Vice Principal,
Our Lady of Fatima Catholic School, Grimsby
Christine Battagli, Co-Chair of the Speak OUT! Committee, Consultant –
Research, Assessment, Evaluation and Reporting

Presented by: Mark Lefebvre, Superintendent of Education
Lisa Incaviglia, Co-Chair of the Speak OUT! Committee, Acting Vice Principal,
Our Lady of Fatima Catholic School, Grimsby
Christine Battagli, Co-Chair of the Speak OUT! Committee, Consultant –
Research, Assessment, Evaluation and Reporting

Approved by: John Crocco, Director of Education/Secretary-Treasurer

Date: February 25, 2014

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: SCHOOL EXCELLENCE PROGRAM
ST. THOMAS MORE CATHOLIC ELEMENTARY SCHOOL**

The School Excellence Program report is presented for information.

Prepared by: Mark Lefebvre, Superintendent of Education

Presented by: Mark Lefebvre, Superintendent of Education

Approved by: John Crocco, Director of Education/Secretary-Treasurer

Date: February 25, 2014



NIAGARA CATHOLIC
DISTRICT SCHOOL BOARD

SCHOOL EXCELLENCE PROGRAM ST. THOMAS MORE

Contact Info

6642 St. Thomas More Dr.
Niagara Falls, ON
L2G 5N4
Ph: 905.354.1996
Fx: 905.354.8952
st.thomas.more@ncdsb.com

Grades

JK-3

French Immersion

Grade 1

Enrolment

171 as of September 2013

Principal

Wendy Brant

Superintendent

Mark Lefebvre

Catholic School Council

Co-Chairs

Kristy Carbonara and
Lorraine Roban

Parish

St. Thomas More



St. Thomas More Catholic Elementary School grew out of a recognized need for a Catholic school in Niagara Falls, in the 1950's. Our school has recreated itself over the years to meet the changing needs of the community it serves. Currently we are the only "primary school" in Niagara Falls.

We aim to create and maintain an environment that is inviting, collaborative and secure. Our school is Christ-centred and is peopled by teachers and support staff who are dedicated to empowering all children to achieve success.

- School Mission Statement -

Prepared by: Mark Lefebvre, Superintendent of Education

Presented by: Mark Lefebvre, Superintendent of Education

Approved by: John Crocco, Director of Education/Secretary-Treasurer

Date: February 25, 2014

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TOPIC: UNAPPROVED MINUTES OF THE COMMITTEE OF THE
WHOLE MEETING OF FEBRUARY 11, 2014**

RECOMMENDATION

THAT the Niagara Catholic District School Board receive the unapproved Minutes of the Committee of the Whole Minutes of February 11, 2014, as presented.

The following recommendations are being presented for the Board's consideration from the Committee of the Whole Meeting of February 11, 2014:

2.1 Approval of Policies

2.1.1 Religious Education for Teaching Staff Policy (201.3)

THAT the Niagara Catholic District School Board approve the Religious Education for Teaching Staff Policy (201.3), as presented.

2.1.2 School Generated Funds Policy (301.6)

THAT the Niagara Catholic District School Board approve the School Generated Funds Policy (301.6), as presented.

2.2 Revised Attendance Area Boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools

THAT the Niagara Catholic District School Board approve the following revisions to the current attendance area boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools and approve the recommendations as presented.

THAT the new boundary description for St. Ann Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Lake Street (centerline) to

South: Lakeshore Road (centerline) to Lakeport Road (centerline) to Linwell Road (centerline) to Ontario Street (centerline) to Ontario Jaycee Gardens (Fairview Creek) projected west to Twelve Mile Creek South to Hwy 406 to Vansickle Road N (centerline) to Martindale Road to Erion Road (centerline – and its extension) to

West: Hwy 406 to the QEW to

North: Fifteen Mile Creek to Lake Ontario to the point of commencement on Lake Street (centerline)

THAT the new boundary for St. James Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Vine Street (centerline) to

South: Linwell Road (centerline) to

West: Lakeport Road (centerline) to Lakeshore Road (centerline) to Lake Street (centerline) to

North: Lake Ontario to the point of commencement on Vine Street

THAT the new boundary description for Assumption Catholic Elementary School be described as:

East: Commencing on the City Boundary (St. Catharines & Niagara on the Lake) to

South: Linwell Road East (centerline), crossing Welland Canal to Linwell Road (centerline) to

West: Vine Street (centerline) to

North: Lake Ontario to the point of commencement on the City Boundary

2.3 Pupil Accommodation Review for St. Christopher/St. Theresa Catholic Elementary School Submission Timelines

THAT the Niagara Catholic District School Board approve that the St. Catharines Pupil Accommodation Review Schedule (Appendix 3) for 2014, as presented.

THAT the Niagara Catholic District School Board approve that the Niagara Catholic Pupil Accommodation Review Guidelines (Appendix 4) for Public Input, as presented.

THAT the Niagara Catholic District School Board approve that for the Pupil Accommodation Review Process for the 2013-2014 school year, in accordance with Board By-Law Section 17 -Rules of Order -Subsections 1 and 2; Board By-Law Section 13 -Delegations, be modified as outlined in the Niagara Catholic Pupil Accommodation Review Guidelines for Public Input as presented.



MINUTES OF THE COMMITTEE OF THE WHOLE MEETING TUESDAY, FEBRUARY 11, 2014

Minutes of the Meeting of the Committee of the Whole of the Niagara Catholic District School Board, held on Tuesday, February 11, 2014 at 7:01 p.m. in the Father Kenneth Burns C.S.C. Board Room, at the Catholic Education Centre, 427 Rice Road, Welland.

The meeting was called to order at 7:01 p.m. by Vice-Chair Burkholder.

A. ROUTINE MATTERS

1. Opening Prayer

Opening Prayers were led by Trustee MacNeil

2. Roll Call

Vice-Chair Burkholder noted that Trustee Charbonneau, Trustee Nieuwesteeg and Student Trustee Atallah were excused and that all other Trustees were in attendance.

| Trustee | Present | Present Electronically | Absent | Excused |
|-------------------------|---------|---------------------------|--------|---------|
| Rhianon Burkholder | ✓ | | | |
| Kathy Burtnik | ✓ | | | |
| Maurice Charbonneau | | | | ✓ |
| Frank Fera | ✓ | | | |
| Fr. Paul MacNeil | ✓ | | | |
| Ed Nieuwesteeg | | | | ✓ |
| Ted O'Leary | ✓ | | | |
| Dino Sicoli | ✓ | | | |
| Student Trustees | | | | |
| Vincent Atallah | | | | ✓ |
| Dallas McMahon | ✓ | | | |

The following staff were in attendance:

John Crocco, Director of Education; **Yolanda Baldasaro**, **Ted Farrell**, **Lee Ann Forsyth-Sells**, **Frank Iannantuono**, **Mark Lefebvre**, Superintendents of Education; **Giancarlo Vetrone**, Superintendent of Business & Financial Services; **Scott Whitwell**, Controller of Facilities Services; **Jennifer Brailey**, Manager of Corporate Services & Communications; **Kristine Murphy**, Recording Secretary/ Administrative Assistant, Corporate Services & Communications

3. **Approval of the Agenda**

Vice-Chair Burkholder informed the Board that Items C6, C7 and C8 under Section C Committee and Staff Reports, will be presented first on the Agenda as Items C1, C2 and C3.

Moved by Trustee Sicoli

THAT the Committee of the Whole approve the Agenda of the Committee of the Whole Meeting of February 11, 2014, as amended.

CARRIED

4. **Declaration of Conflict of Interest**

No Declaration of Conflict of Interest was declared with any items on the agenda.

5. **Approval of Minutes of the Committee of the Whole Meeting of January 14, 2014**

Moved by Trustee MacNeil

THAT the Committee of the Whole approve the Minutes of the Committee of the Whole Meeting of January 14, 2014, as presented.

CARRIED

B. PRESENTATIONS

Nil

C. COMMITTEE AND STAFF REPORTS

1. **Holy Childhood Walk**

Mark Lefebvre, Superintendent of Education introduced Mary Lou Vescio, Principal of Alexander Kuska K.S.G. Catholic Elementary School who gave a brief update on the Holy Childhood Walk.

Principal Vescio informed the Board that Niagara Catholic's elementary schools have supported the Holy Childhood Association for the last twenty-nine (29) years. She reported that thirty-three (33) elementary schools took part in this year's Holy Childhood Walkathons in an effort to raise money for various countries in Africa, South America and Asia. The walkathons were conducted through October and early November and raised \$8,755.71.

2. **Innovation, Creativity and Entrepreneurship (ICE) Training Pilot Summary Report**

Superintendent Lefebvre introduced Ivana Galanta, Consultant K-12 Technology/Specialist High Skills Major and Jennifer Piroso, Board Lead, Specialist High Skills Major/School-College-Work, who presented an overview of a brief outline of how the Niagara Catholic District School Board's participation in the Ministry of Education Innovation, Creativity and

Entrepreneurship (ICE) Pilot Project. Specialist High Skills Major (SHSM) secondary students formed the Niagara Catholic Company and manufactured designed and constructed five (5) NHL standard size and twenty (20) youth size steel hockey nets to sell to the public.

Niagara Catholic partnered with several community businesses, such as Harrow Sports, Oskam Steel Fabricators Inc., RBC, Job Gym, Seaway Mall, Niagara Economic Development, Brock University Athletics and Brock University Good man School of Business. Jeff Corey, National and Brand Manager of Harrow Sports spoke about his involvement and the involvement of his company in the (ICE) project. He praised the students for the quality of the hockey nets they produced and spoke of their commitment to the project. He said that his company would willingly be involved in similar projects in the future.

Students from Notre Dame College School and Blessed Trinity Catholic Secondary School Lisa Capastagno, Joshua Jones, Darrien Tempriale and Nicole Therrien spoke of their experiences in being involved in the project and the valuable lessons learned in being exposed in all aspects of manufacturing, marketing and selling a product.

Mary Ann Edwards, Director of The Rankin Cancer Run was presented with a cheque for \$3,360.00 from the proceeds of the sales of the hockey nets. She thanked the Board for the donation given to the Rankin Cancer Run and congratulated the Board for their commitment with running the program.

Staff and students answered questions of Trustees

3. ***Building a Suicide Alert Community Through Applied Suicide Intervention Skills Training (ASIST): Niagara Catholic District School Board's Plan to Implement Mental Health Support***

Yolanda Baldasaro, Superintendent of Education presented the report on Building a Suicide Alert Community Through Applied Suicide Intervention Skills Training (ASIST): Niagara Catholic District School Board's Plan to Implement Mental Health Support. She introduced Andrea Bozza, Mental Health Lead who provided an overview of the program designed to help caregivers recognize risk and learn how to intervene to prevent the immediate risk of suicide.

The ASSIST program will be delivered by Niagara Catholic certified trainers to all administrators and employee various employee groups within Niagara Catholic over the next two months.

Superintendent Baldasaro and Ms. Bozza answered questions of Trustees

4. ***Policy Committee***

4.1 ***Unapproved Minutes of the Policy Committee Meeting of January 28, 2014***

Moved by Trustee MacNeil

THAT the Committee of the Whole receive the unapproved Minutes of the Policy Committee Meeting of January 28, 2014, as presented.

CARRIED

4.2 ***Approval of Policies***

Policy Committee Chair Burkholder presented the Policy Committee recommendations to the Committee of the Whole for consideration.

4.2.1 Religious Education for Teaching Staff Policy (201.3)

Moved by Trustee Sicoli

THAT the Committee of the Whole recommend that the Niagara Catholic District School Board approve the Religious Education for Teaching Staff Policy (201.3), as presented.

CARRIED

4.2.2 School Generated Funds Policy (301.6)

Moved by Trustee Fera

THAT the Committee of the Whole recommend that the Niagara Catholic District School Board approve the School Generated Funds Policy (301.6), as presented.

CARRIED

4.3 Policy and Guideline Review 2013-2014 Schedule

John Crocco, Director of Education Secretary/Treasurer presented the Policy and Guideline Review 2013-2014 Schedule for Trustees' Information.

5. Revised Attendance Area Boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools

Superintendent Baldasaro presented the report on the Revised Attendance Area Boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools. She explained that a review of the boundary descriptions for the schools named in the report showed that slight wording changes were required to keep the boundary descriptions clear and consistent and would not have any impact on the families.

Moved by Trustee O'leary

THAT the Committee of the Whole recommend to the Niagara Catholic District School Board that the following revisions occur to the current attendance area boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic and approve the recommendations as presented.

1. THAT the new boundary description for St. Ann Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Lake Street (centerline) to

South: Lakeshore Road (centerline) to Lakeport Road (centerline) to Linwell Road (centerline) to Ontario Street (centerline) to Ontario Jaycee Gardens (Fairview Creek) projected west to Twelve Mile Creek South to Hwy 406 to Vansickle Road N (centerline) to Martindale Road to Erion Road (centerline – and its extension) to

West: Hwy 406 to the QEW to

North: Fifteen Mile Creek to Lake Ontario to the point of commencement on Lake Street (centerline)

THAT the new boundary for St. James Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Vine Street (centerline) to

South: Linwell Road (centerline) to

West: Lakeport Road (centerline) to Lakeshore Road (centerline) to Lake Street (centerline) to

North: Lake Ontario to the point of commencement on Vine Street

THAT the new boundary description for Assumption Catholic Elementary School be described as:

East: Commencing on the City Boundary (St. Catharines & Niagara on the Lake) to

South: Linwell Road East (centerline), crossing Welland Canal to Linwell Road (centerline) to

West: Vine Street (centerline) to

North: Lake Ontario to the point of commencement on the City Boundary as presented.

CARRIED

Superintendent Baldasaro answered questions of Trustees

6. ***Pupil Accommodation Review for St. Christopher/St. Theresa Catholic Elementary School Submission Timelines***

Ted Farrell, Superintendent of Education presented the report on the the Pupil Accommodation Review for St. Christopher/St. Theresa Catholic Elementary School Submission Timelines.

Director Crocco expanded on the next steps and timelines. He reported that all meeting dates timelines, listed in Appendix 3 of the report, meet the requirements outlined in the Board's Pupil Accommodation Review Policy (701.2) and The Ministry of Education guidelines.

Director Crocco and Superintendent Farrell answered question of Trustees.

Moved by Trustee Sicoli

THAT the Committee of the Whole recommend to the Niagara Catholic District School Board that the St. Catharines Pupil Accommodation Review Schedule (Appendix 3) for 2014 be approved.

THAT the Committee of the Whole recommend to the Niagara Catholic District School Board that the Niagara Catholic Pupil Accommodation Review Guidelines (Appendix 4) for Public Input be approved.

THAT the Committee of the Whole recommend to the Niagara Catholic District School Board that for the Pupil Accommodation Review Process for the 2013-2014 school year, in accordance with Board By-Law Section 17 -Rules of Order - Subsections 1 and 2; Board By-Law Section 13 -Delegations, be modified as outlined in the Niagara Catholic Pupil Accommodation Review Guidelines for public input.

CARRIED

7. ***Award of Computer Tender***

Director Crocco introduced the report on the Award of Computer Tender.

Ted Farrell, Superintendent of Education and Giancarlo Vetrone Superintendent of Business and Financial Services explained the need to upgrade a large number of outdated computers throughout the system. The provision for the acquisition of computer equipment through an operating lease over a period of four (4) years was included in the Board Budget for 2013-2014.

Superintendents Vetrone and Farrell answered questions of Trustees

Moved by Trustee Burtnik

THAT the Committee of the Whole recommend to the Niagara Catholic District School Board the awarding of the tender of computer operating leases to Telecom Computers, funded through HP Financial Services, for the following computer equipment, as presented:

1500 Units All-in-one Desktop Computer Hewlett-Packard Model
#HP8300(8300CTO) as presented.

CARRIED

Director Crocco thanked the Trustees for their approval of the recommendation which would be considered at a Special Meeting of the Board following the Committee of the Whole Meeting that evening.

St. Martin Catholic Elementary School Architectural Design

Scott Whitwell, Controller of Facilities Services introduced the report on St. Martin Catholic Elementary School Architectural Design and presented a visual overview of the design of the school.

Controller Whitwell answered questions of Trustees.

9.1 Capital Projects Update

Controller Whitwell presented the Capital Projects Update.

9.2 Student Trustees' Update

Dallas McMahon, Student Trustee, presented a brief verbal update on the current activities of the Student Senate.

Student Trustee McMahon provided information on the OSTA-AECO Board Council Conference held on February 6-9, 2014 in Ottawa.

9.3 Senior Staff Good News Update

Senior Staff highlights included:

Superintendent Lee Ann Forsyth-Sells

Teresa Lenahan, Junior and Senior Success teacher at Lakeshore Catholic High School is the 2014 Niagara Catholic recipient of the Lincoln Fabrics Ltd. Annual Teacher Award which was presented at the BEC Annual Partners breakfast on Friday, February 7, 2014.

Superintendent Baldasaro

Kirsten Moore-Towers, who spent her Catholic elementary school career as a student at Assumption Catholic, St. Alfred Catholic and St. Denis Catholic schools, is a member of Canada's Figure Skating Team competing at the 2014 Winter Olympic Games in Sochi. Kirsten was a recipient of an Olympic Silver medal for the Figure Skating Team competition.

Director Crocco

On Wednesday, February 5, 2014 Liz Sandals, Minister of Education was in Niagara and visited Niagara Catholic. Director Crocco reported that various issues facing Niagara

Catholic were discussed. He also reported that he had presented the Minister with a copy of Niagara Catholic's System Priorities Mid-Year Progress Review 2013-2014.

D. INFORMATION

1. Trustee Information

1.1 Spotlight on Niagara Catholic – January 28, 2014

Director Crocco highlighted the Spotlight on Niagara Catholic – January 28, 2014 issue for Trustees' information.

1.2 Calendar of Events – February 2014

Director Crocco presented the February 2014 Calendar of Events for Trustees' information.

1.3 CCSTA 2014 AGM and Conference June 5-7, 2014

Director Crocco reminded Trustees that the CCSTA 2014 AGM and Conference will be held from June 5-7, 2014. Trustees were asked to confirm their attendance by March 31, 2014 with Kristine Murphy.

1.4 Automated External Defibrillators (A.E.D.) Elementary Schools

Director Crocco announced that through training and funding partnership with Health Niagara 51 Automated External Defibrillators (A.E.D.'s) will be installed in all of our elementary schools beginning in February 2014.

1.5 OCSTA Professional Development Session Conflict of Interest – Module 11

Vice-Chair Burkholder and Trustee O'Leary reported on the OCSTA Professional Development Session on Development Session Conflict of Interest – Module 11 and discussed items in the report. Trustees suggested that a more in-depth presentation on Conflict of Interest should take place at a later date.

Chair Burtnik, Vice Chair Burkholder and Trustee O'Leary answered questions of Trustees.

E. OTHER BUSINESS

1. General Discussion to Plan for Future Action

- 1.1 Director Crocco informed the Board that a report on Elementary Learning Kindergarten Program (ELKP) open houses and registration, along with French Immersion registration will be presented by Superintendent Mark Lefebvre at the March Committee of the Whole Meeting.

F. BUSINESS IN CAMERA

Moved by Trustee O'Leary

THAT the Committee of the Whole move into the In-Camera Session.

CARRIED

The Committee of the Whole moved into the In Camera Session of the Committee of the Whole Meeting at 10:04 p.m. and reconvened at 10:52 p.m.

G. REPORT ON THE IN-CAMERA SESSION

Moved by Trustee Sicoli

THAT the Committee of the Whole report the motions from the In Camera Session of the Committee of the Whole Meeting of February 11, 2014.

CARRIED

SECTION A: STUDENT TRUSTEES INCLUDED

Moved by Trustee MacNeil

THAT the Committee of the Whole approve the Minutes of the Committee of the Whole Meeting - In Camera Session (Section A: Student Trustees Included) held on January 14, 2014 as presented.

CARRIED (Item F1)

SECTION B: STUDENT TRUSTEES EXCLUDED

Moved by Trustee Sicoli

THAT the Committee of the Whole approve the Minutes of the Committee of the Whole Meeting - In Camera Session (Section B: Student Trustees Excluded) held on January 14, 2014 as presented.

CARRIED (Item F3)

H. ADJOURNMENT

Moved by Trustee MacNeil

THAT the February 11, 2014 Committee of the Whole Meeting be adjourned.

CARRIED

This meeting was adjourned at 10:55p.m.

Minutes of the Committee of the Whole Meeting of the Niagara Catholic District School Board held on **February 11, 2014.**

Approved on **March 4, 2014.**

Rhianon Burkholder
Vice-Chair of the Board

John Crocco
Director of Education/Secretary -Treasurer

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: RELIGIOUS EDUCATION FOR TEACHING STAFF POLICY
(201.3)**

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the Religious Education For Teaching Staff Policy (201.3), as presented.

Prepared by: Frank Iannantuono, Superintendent of Education - Human Resources Services

Presented by: Policy Committee

Recommended by: Committee of the Whole

Date: February 25, 2014



RELIGIOUS EDUCATION FOR TEACHING STAFF

STATEMENT OF POLICY

| | |
|----------|-----------------------|
| Section: | 200 – Human Resources |
| No: | 201.3 |
| Adopted: | April 28, 1998 |
| Revised: | October 22, 2013 |

In keeping with the Mission, Vision, and Values of the Niagara Catholic District School Board the Board supports the continuing growth of staff through faith development and religious education courses. As required by the Collective Agreements, the Board requires staff to obtain certification in Religion.


The Board will subsidize staff successfully completing the Board-approved Religion Course as outlined in the Administrative Guidelines.

The Board will annually approve funds will in the Annual Board Budget to support this policy.

The Director of Education will issue Administrative Guidelines for the implementation of this policy.

Reference:

Collective Agreements

| | | | | | | | | | | |
|---|--|---|----------|-----------------------|-----|-------|----------|----------------|----------|--------------------------------------|
|  | <p>RELIGIOUS EDUCATION FOR TEACHING STAFF</p> <p>ADMINISTRATIVE GUIDELINES</p> | <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="padding: 2px;">Section:</td> <td style="padding: 2px;">200 – Human Resources</td> </tr> <tr> <td style="padding: 2px;">No:</td> <td style="padding: 2px;">201.3</td> </tr> <tr> <td style="padding: 2px;">Adopted:</td> <td style="padding: 2px;">April 28, 1998</td> </tr> <tr> <td style="padding: 2px;">Revised:</td> <td style="padding: 2px;">October 24, 2002 October 22, 2013</td> </tr> </table> | Section: | 200 – Human Resources | No: | 201.3 | Adopted: | April 28, 1998 | Revised: | October 24, 2002 October 22, 2013 |
| Section: | 200 – Human Resources | | | | | | | | | |
| No: | 201.3 | | | | | | | | | |
| Adopted: | April 28, 1998 | | | | | | | | | |
| Revised: | October 24, 2002 October 22, 2013 | | | | | | | | | |

A subsidy of \$200.00 per course will be paid to staff upon successful completion of a Board-approved Religious Education Course or a course in Religion or Theology such as those offered by OCSTA/OECTA Course.

Staff must send evidence of successful completion of courses to the Director of Education or Superintendent of Education-Human Resources Services.

Employees must complete the "Request for a Religious Education Course Subsidy" form for prior approval.

Requests for course subsidies must be submitted within one year of successful completion of the course.

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

TITLE: SCHOOL GENERATED FUNDS POLICY (301.6)

RECOMMENDATION


THAT the Niagara Catholic District School Board approve the School Generated Funds Policy (301.6), as presented.

Prepared by: Giancarlo Vetrone, Superintendent of Business & Financial Services

Presented by: Policy Committee

Recommended by: Committee of the Whole

Date: February 25, 2014

| | | | |
|---|--|----------|------------------------|
|  | SCHOOL GENERATED FUNDS POLICY STATEMENT OF POLICY | Section: | 300 – Schools/Students |
| | | No: | 301.6 |
| | | Adopted: | April 25, 2006 |
| | | Revised: | Nil |

In keeping with the Mission, Vision and Values of the Niagara Catholic District School Board, the Niagara Catholic District School Board recognizes that funds may be generated at the school level from a number of different sources. School Generated Funds apply to all funds that are received, raised, or collected in the name of the school or school activity. The Policy on School Generated Funds operate in conjunction with existing Provincial Legislation, Board Policies, and publicly accepted accounting principles.


The Board has a mandate and fiduciary responsibility to ensure proper management of the funds to protect public interest and trust.

The accounting and control of the proceeds of School Generated Funds must be conducted in accordance with the Administrative Guidelines outlined in this policy.

The Director of Education will issue Administrative Guidelines for the implementation of this policy.

References:

- *Alcohol and Gaming Commission of Ontario (AGCO)*
- *OASBO School Generated Funds Guidelines (2009)*
- *Ontario Regulation 612/00 – School Councils and Parent Involvement Committees*
- *Public Sector Accounting Board (PSAB)*
- *Niagara Catholic - Fundraising Policy (301.4)*
- *Niagara Catholic - Student Fees Policy (301.11)*

| | | | |
|---|--|----------|------------------------|
|  | <p style="text-align: center;">SCHOOL GENERATED FUNDS POLICY</p> <p style="text-align: center;">ADMINISTRATIVE GUIDELINES</p> | Section: | 300 – Schools/Students |
| | | No: | 301.6 |
| | | Adopted: | April 25, 2006 |
| | | Revised: | Nil |

Introduction

The Administrative Guidelines are based on the January 2009 publication, “School Generated Funds Guidelines” from the Ontario Association of School Business Officials (OASBO) and revised to meet the Niagara Catholic District School Board’s requirements.

Sources and Uses of School Generated Funds

School Generated Funds shall have a defined purpose and must be used for its defined purpose. Funds must be categorized for each specific event or activity and accounted for separately. Residual amounts for a specific event/activity at the end of the school year shall roll forward to the next year, and where possible used against the same or similar event/activity.

Categories of School Generated Funds:

1. Local School Initiatives
2. Board approved initiatives
3. Fundraising
4. Donations
5. Fee for service

Roles and Responsibilities

Director of Education:

- Establish administrative guidelines for school generated funds.
- Receive any financial review as determined by the appropriate Superintendent or designate.

Superintendent of Business & Financial Services or designate:

- Provide training to staff on the appropriate application of the administrative guidelines.
- Complete and/or follow-up on financial review reports.
- Receive and maintain a central file of annual financial reports from each Family of Schools Superintendent.
- The Manager of Student Information and Administrative Services will also receive and maintain a central file of annual financial reports.
- Report to the Family of Schools Superintendent when SGF are:
 - Lost or stolen
 - Misused
 - Failure to follow any policy or administrative guidelines

Family of Schools Superintendent:

- Review with Principals current Board policy and Administrative guidelines.
- Verify that schools are complying with the reporting requirements of the Administrative Guidelines for School Generated Funds
- Family of Schools Superintendent's may request financial records at their discretion.
- Report to the Senior Business Official or designate when SGF are:
 - Lost or stolen
 - Misuse
 - Failure to follow any policy or administrative guidelines

Principal:

- Ensure that the Administrative Guidelines for School Generated funds are implemented in compliance with Board Policy and or Administrative Memorandum
- Act as one of the approved signing officers on the school bank account.
- Appoint the Designated Secretary responsible for receipts, disbursements, banking and record keeping and communicate those responsibilities.
- Ensure that processes are in place to adequately control the funds within the school including security over cash and records.
- Ensure that no staff members or members of the community are collecting and managing funds in their own bank account.
- Communicate responsibilities to staff members.
- Ensure that there is a primary contact for each club or class involved with financial transactions.
- Review, initial and date the monthly bank reconciliation.
- Review records periodically.
- Review, sign and date the annual Financial Reports.
- Distribute and/or make available the annual financial reports as outlined in the section on Financial Reporting.
- Notify the Family of Schools Superintendent and the Senior Business Official immediately if funds are lost or stolen.
- Ensure that the school or any individual associated with the school does not enter into contracts in the name of the school or the Board.
- Ensure that the Catholic School Council chair is aware and understands their roles and responsibilities.
- Provide financial reports for the Catholic School Council to review as they pertain to Catholic School Activities on a quarterly basis as a minimum.

Designated Secretary in the School:

- Implement the administrative guidelines for school generated funds as directed by the Principal.
- Act as one of the approved signing officers on the school bank account.
- Count and verify funds received for deposit.
- Prepare bank deposits and deposit funds at the bank on a regular basis.
- Issue cheques ensuring that all requests for payments are properly supported and approved by the Principal.
- Record transactions on a regular basis.
- Complete the monthly bank reconciliation.
- Prepare transaction reports as required.

- Advise the Principal of deviations from the administrative guidelines outlined in this manual.
- Prepare annual financial report and submit to Principal.
- Assist during financial review.
- Participate in board sponsored training relating to school generated funds.
- With approval of the principal, delegate some of these duties to another staff position directly involved with school generated funds.

Staff Members:

- Collect money from students or other sources as applicable.
- Count money collected and record amount and intended use on the Deposit Voucher Funds Received Form as indicated in the section on Banking, Receipts and Disbursements.
- Ensure funds collected are delivered to the Designated Secretary on a daily basis.
- Ensure that invoices have the appropriate approval and are delivered to the Designated Secretary for payment.
- Ensure details of financial activity related to their class or club are recorded correctly.
- Ensure that funds received are disbursed as per the intent of the funds raised or collected.
- Request and review transaction reports on a regular basis and advise the Designated Secretary of any discrepancy.

Catholic School Council Chair:

- Work with the Principal to ensure that the sources and uses of school generated funds comply with Board policy and the established administrative guidelines.
- Ensure fundraising activities involving the students and/or the school are in compliance with Board policies and no direct or indirect benefit is derived by a member of the Catholic School Council.
- Ensure that Catholic School Council members are aware that where conflicts of interest exist, they are disclosed.
- Review, sign and date the annual Catholic School Council financial reports.
- Attend board sponsored training relating to school generated funds.
- Ensure that all records and financial reports are available for review at the school as indicated in the section on Catholic School Councils.

Banking/Receipts/Disbursements

- The school must have only one school generated funds bank account.
- Where schools participate in Lotteries and Games of Chance; a second separate bank account must be maintained.
- The bank account must be in the name of the school.
- Cheques for the school bank account must be pre-numbered.
- The account must require two signatures on all cheques.
- It is acceptable to have up to four signing officers. The Principal must be one of the four.
- Bank account established must be such that statements are issued on a monthly basis along with returned cheques.
- The bank statement must be cut-off on the last day on the month.

Receipts

- All money received at the school must be stored on site in a designated locked and safe location, which has limited access.
- All money collected must be deposited intact to the bank account promptly. This means that expenditures are not paid from the cash collected. The total funds are deposited to the bank and a cheque written to pay for expenditure.
- All staff collecting money must complete the attached “Deposit Voucher” and forward to the Designated Secretary in the school office.
- Once the Designated Secretary receives the money, he / she will sign for receipt of funds on the “Deposit Log”. Designated Secretary will note a reference number on the Deposit Log and Deposit Voucher. The individual making the deposit to the office should sign the log indicating the deposit of funds to the office and should be done in the presence of the Designated Secretary.
- The Deposit Voucher must be fully completed accompanied by a class list or other supporting documents and must be totalled and signed to ensure that the deposit is accurate and deposited to the correct category/subcategory.
- Money must be counted in the presence of two individuals.
- When the funds have been counted by the Designated Secretary, he / she will sign the Deposit Voucher indicating that the actual money originally submitted were correctly accounted for and verified.
- You may use the same procedure for receipting funds received directly from individuals or groups not employed by the Board.
- The Deposit Voucher must be used to process all deposits to the school bank account.

Disbursements

- All disbursements must be recorded promptly.
- All payments must be made by cheque or through Board approved petty cash.
- Pre-signing of cheques is not acceptable. Signature stamps are not acceptable.
- Payments must only be made upon the presentation of original invoices, receipts or other appropriate supporting documentation approved by the Principal.
- When a cheque is issued the invoice must be marked paid and the cheque number and date recorded on the original documentation. Payments should not be made from company statements.
- Cheques made payable to cash or payments in advance to employees are not acceptable.
- Reimbursements to Principals above a set dollar amount (determined by board) must be approved by their Superintendent.
- Using the number control feature, all cheques should be accounted for. Voided cheques should be retained.
- Unused cheques must be stored in a designated, secure location in order to prevent loss or theft.

Investments

Where a school has excess funds, they may be invested in the name of the school as permitted by Reg. 471/97 of the Education Act (Eligible Investments) and Board Policy and practices (e.g. term deposits, GIC’s, etc.). These funds should be invested on a short-term basis.

Bank Reconciliation

- Monthly bank reconciliations must be completed.
- Cheques not cashed within six months are stale-dated and shall be reversed in your records.
- The Principal shall review the monthly bank reconciliation, sign it and retain on file.

Financial Reporting

The Principal is accountable for the money to both the school community and the Board. Financial statements demonstrate accountability and, at the same time, provide information for decision-making needed by the school community and the Board.

- The financial reports shall be prepared under the direction of the Principal.
- The reports shall encompass all money generated in the name of or under the auspices of the school regardless of its source or use.
- The fiscal year for the reports shall be September 1 to August 31.
- The Principal shall review, sign and date all reports.
- The reports shall be made available at the school to the members of the school community upon request.
- The reports shall be kept with the records for the school generated funds for seven years.

Minimum Required Reports to Include

1. Plan for School Generated Funds – Yearly
2. Banking Summary Report – Monthly
3. Itemized Category Listing Report – Monthly
4. Summary Template (Template) – Annual
5. Bank Reconciliation Report – Monthly

Financial Review

The board's appointed Auditors will conduct audits of school generated funds. This will occur on a cyclical basis, so that each school is audited periodically. Through a financial reviewer, regular financial reviews of school generated funds will be undertaken. The financial review function reports to the Director of Education.

New Principal appointments require all financial information transferred to the new Principal and a review of current finances shall be completed by both Administrators.

Harmonized Sales Tax

All items purchased through the school generated funds bank account, if one exists, are eligible for HST rebate as follows:

- A rebate of 93% of Provincial Sales Tax
- A rebate of 68% of Federal Sales Tax
- 100% of the HST paid on all purchases of text books and other published materials

To obtain a rebate of the HST paid on items purchased through school generated funds, or the Catholic School Council funds a HST rebate report must be prepared by the school.

Original invoices that support the amounts shown on the HST Rebate Claim must be kept on file at the school for audit purposes for a period of 7 years.

Charitable Donations

The Canadian tax system encourages taxpayers to support the activities of registered charities by allowing a tax credit to be claimed by a donor.

Lotteries and Games of Chance

A license from the Alcohol and Gaming Commission of Ontario (AGCO) is required for all lotteries and games of chance.

All licenses require that a separate trust bank account be used for revenue and expenses.

A condition of all licenses is that you report on the financial activity of the project.

Entering into Contracts

Board Administration, in consultation with schools, will determine the extent to which schools can enter into individual school contracts. Board policy, procedures, and administrative guidelines will establish the parameters regarding the dollar amount and the duration of contracts into which schools can enter into a contract agreement.

Catholic School Council

Under the Education Act Regulation 612, school boards in Ontario are required to establish a Catholic School Council for each school within the board. These Councils are advisory bodies that may make recommendations to the school Principal or the board on any matter. Many Catholic School Councils perform fundraising activities in the name of the school and as such are required to conform to the appropriate sections of Regulation 612 that deal with fundraising issues. The Principal is ultimately responsible for activities related to the school and therefore is also responsible for Catholic School Council activities.

Catholic School Councils are not to be incorporated. Any funds and assets generated through fundraising activities in accordance with Board policies and guidelines assisted by the Catholic School Council are the property of the Board.

Banking Procedures

- All funds generated through the Catholic School Council are the responsibility of the Principal of the school shall be deposited and disbursed through the school bank account.
- All monies generated will be counted by two (2) members of the Catholic School Council or with the assistance of a staff member and the total amount shall be recorded and initialed on the prescribed Deposit Voucher Form

- All monies accompanied by the Deposit Voucher form will be submitted to the school Principal or Principal's designate.
- The Principal or Principal's designate will then count the receipts and initial the Deposit Voucher Form indicating agreement with the amount to be deposited into the school bank account.
- The deposit will be kept secure in the school office and will be promptly deposited.
- Monthly bank reconciliations will be completed and retained in the school office.

Disbursements

- Request for payment will be issued upon the completion of the Cheque Request Form supported by an original invoice(s) and/or receipt(s) and approval from the Principal and/or Principal's designate.

Financial Report

Aligning with the fiscal year of the Board, Catholic School Councils annual financial report shall reflect the activities undertaken from September 1 to August 31 of the following year.

Catholic School Councils shall:

- Record in each Catholic School Council meeting minutes that a financial report was presented and approved by the Catholic School Council members in attendance;
- Keep records of all financial transactions and make available at the school for examination without charge by any person for up to four (4) years; and
- Annually submit a written report on all fundraisers and activities to the Principal of the school and to the Board.

The Principal shall, on behalf of the Catholic School Council, provide the annual report to parents by posting the report in the school in a location that is accessible to parents.

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: REVISED ATTENDANCE AREA BOUNDARIES FOR ST. ANN
CATHOLIC, ST. JAMES CATHOLIC AND ASSUMPTION
CATHOLIC ELEMENTARY SCHOOLS**

THAT the Niagara Catholic District School Board approve the following revisions to the current attendance area boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools and approve the recommendations as presented.

THAT the new boundary description for St. Ann Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Lake Street (centerline) to

South: Lakeshore Road (centerline) to Lakeport Road (centerline) to Linwell Road (centerline) to Ontario Street (centerline) to Ontario Jaycee Gardens (Fairview Creek) projected west to Twelve Mile Creek South to Hwy 406 to Vansickle Road N (centerline) to Martindale Road to Erion Road (centerline – and its extension) to

West: Hwy 406 to the QEW to

North: Fifteen Mile Creek to Lake Ontario to the point of commencement on Lake Street (centerline)

THAT the new boundary for St. James Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Vine Street (centerline) to

South: Linwell Road (centerline) to

West: Lakeport Road (centerline) to Lakeshore Road (centerline) to Lake Street (centerline) to

North: Lake Ontario to the point of commencement on Vine Street

THAT the new boundary description for Assumption Catholic Elementary School be described as:

East: Commencing on the City Boundary (St. Catharines & Niagara on the Lake) to

South: Linwell Road East (centerline), crossing Welland Canal to Linwell Road (centerline) to

West: Vine Street (centerline) to

North: Lake Ontario to the point of commencement on the City Boundary

Prepared by: Yolanda Baldasaro, Superintendent of Education

Presented by: Yolanda Baldasaro, Superintendent of Education

Recommended by: Committee of the Whole

Date: February 25, 2014



REPORT TO THE COMMITTEE OF THE WHOLE FEBRUARY 11, 2014

REVISED ATTENDANCE AREA BOUNDARIES FOR ST. ANN CATHOLIC, ST. JAMES CATHOLIC AND ASSUMPTION CATHOLIC ELEMENTARY SCHOOLS

BACKGROUND INFORMATION

As part of the Niagara Catholic District School Board's continued open and transparent communication process with all stakeholders in our Catholic school communities, this report provides updated information on the completed work of the St. Catharines Elementary and Secondary Family of Schools Ad Hoc Attendance Area Review Committee for St. Ann Catholic, Michael J. Brennan Catholic, St. James Catholic, Assumption Catholic, Our Lady of Fatima Catholic, St. Alfred Catholic and Canadian Martyrs Catholic Elementary Schools and the decision of the Board at the December 17th, 2013 Board Meeting.

In preparation for the update of school boundary maps and transportation information on both the Niagara Catholic and Niagara Student Transportation Services (NSTS) websites, Niagara Catholic Facilities Services personnel and NSTS staff reviewed the boundary descriptions of the St. Catharines Michael J. Brennan Catholic, St. James Catholic, Assumption Catholic, St. Alfred Catholic, St. Ann Catholic, Canadian Martyrs Catholic and Our Lady of Fatima Catholic Elementary Schools as approved at the December 17th, 2013 Board meeting.

A review of the boundary descriptions for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools showed that slight wording changes or deletions were required to keep the boundary descriptions clear and consistent. None of the recommended wording changes has any impact on the families of St. Ann, St. James and Assumption Catholic Elementary Schools.

Recommendations

THAT the Committee of the Whole recommends to the Niagara Catholic District School Board that the following revisions occur to the current attendance area boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools and approve the recommendations as presented.

1. **THAT** the new boundary description for St. Ann Catholic Elementary School be described as:
East: Commencing at Lake Ontario and Lake Street (centerline) to
South: Lakeshore Road (centerline) to Lakeport Road (centerline) to Linwell Road (centerline) to Ontario Street (centerline) to Ontario Jaycee Gardens (Fairview Creek) projected west to Twelve Mile Creek South to Hwy 406 to Vansickle Road N (centerline) to Martindale Road to Erion Road (centerline – and its extension) to
West: Hwy 406 to the QEW to
North: Fifteen Mile Creek to Lake Ontario to the point of commencement on Lake Street (centerline)

THAT the new boundary for St. James Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Vine Street (centerline) to
South: Linwell Road (centerline) to
West: Lakeport Road (centerline) to Lakeshore Road (centerline) to
Lake Street (centerline) to
North: Lake Ontario to the point of commencement on Vine Street

THAT the new boundary description for Assumption Catholic Elementary School be described as:
East: Commencing on the City Boundary (St. Catharines & Niagara on the Lake) to
South: Linwell Road East (centerline), crossing Welland Canal to Linwell Road (centerline) to
West: Vine Street (centerline) to
North: Lake Ontario to the point of commencement on the City Boundary

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the following revisions to the current attendance area boundaries for St. Ann Catholic, St. James Catholic and Assumption Catholic Elementary Schools and approve the recommendations as presented.

1. **THAT** the new boundary description for St. Ann Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Lake Street (centerline) to
South: Lakeshore Road (centerline) to Lakeport Road (centerline) to Linwell Road (centerline) to Ontario Street (centerline) to Ontario Jaycee Gardens (Fairview Creek) projected west to Twelve Mile Creek South to Hwy 406 to Vansickle Road N (centerline) to Martindale Road to Erion Road (centerline – and its extension) to
West: Hwy 406 to the QEW to
North: Fifteen Mile Creek to Lake Ontario to the point of commencement on Lake Street (centerline)

THAT the new boundary for St. James Catholic Elementary School be described as:

East: Commencing at Lake Ontario and Vine Street (centerline) to
South: Linwell Road (centerline) to
West: Lakeport Road (centerline) to Lakeshore Road (centerline) to Lake Street (centerline) to
North: Lake Ontario to the point of commencement on Vine Street

THAT the new boundary description for Assumption Catholic Elementary School be described as:

East: Commencing on the City Boundary (St. Catharines & Niagara on the Lake) to
South: Linwell Road East (centerline), crossing Welland Canal to Linwell Road (centerline) to
West: Vine Street (centerline) to
North: Lake Ontario to the point of commencement on the City Boundary

Prepared by: Yolanda Baldasaro, Superintendent of Education

Presented by: Yolanda Baldasaro, Superintendent of Education

Recommended by: Committee of the Whole

Date: February 25, 2014

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: PUPIL ACCOMMODATION REVIEW FOR ST.
CHRISTOPHER/ST. THERESA CATHOLIC ELEMENTARY
SCHOOL SUBMISSION TIMELINES**

RECOMMENDATIONS

THAT the Niagara Catholic District School Board approve that the St. Catharines Pupil Accommodation Review Schedule (Appendix 3) for 2014, as presented.

THAT the Niagara Catholic District School Board approve that the Niagara Catholic Pupil Accommodation Review Guidelines (Appendix 4) for Public Input, as presented.

THAT the Niagara Catholic District School Board approve that the Pupil Accommodation Review Process for the 2013-2014 school year, in accordance with Board By-Law Section 17 - Rules of Order -Subsections 1 and 2; Board By-Law Section 13 -Delegations, be modified as outlined in the Niagara Catholic Pupil Accommodation Review Guidelines for Public Input as presented.

Prepared by: Ted Farrell, Superintendent of Education

Presented by: Ted Farrell, Superintendent of Education

Recommended by: Committee of the Whole

Date: February 25, 2014



**REPORT TO THE
BOARD MEETING
TUESDAY, FEBRUARY 25, 2014**

**PUPIL ACCOMMODATION REVIEW FOR ST. CHRISTOPHER-ST. THERESA
CATHOLIC ELEMENTARY SCHOOLS
SUBMISSION TIMELINES**

BACKGROUND INFORMATION

On April 23, 2013, the Niagara Catholic District School Board passed the following motion to conduct a Pupil Accommodation Review:

THAT the Niagara Catholic District School Board approve that an Accommodation Review Committee be established to review St. Christopher Catholic Elementary School and St. Theresa Catholic Elementary School and that Senior Staff bring a report to the Committee of the Whole no later than January 2014.

Following Board approval, a process began to form the Accommodation Review Committee (ARC); notify the school communities involved in the ARC; and publicize the first public meeting of the ARC which could occur no earlier than sixty (60) days from the appointment of the ARC.

A report on the status of the St. Catharines Accommodation Review timelines was approved at the October 22, 2013 Board Meeting:

THAT the Committee of the Whole recommend to the Niagara Catholic District School Board that Senior Staff bring the St. Christopher/St. Theresa Catholic Elementary Schools Accommodation Review Committee report to the Committee of the Whole no later than April 2014.

Accommodation Review Committee

The Accommodation Review Committee consisted of:

- The Family of Schools Superintendent who will serve as Chair of the committee;
- From each school:
 - the school Principal
 - the Catholic School Council chair or designate,
 - a Priest from each area under review
- the Controller of Facilities and / or designate;
- a Community Member

Working Committee Meetings and Public Input

The required four Public Meetings were held for the affected St. Catharines Elementary Schools as outlined in Meeting Dates and Expectation Chart (Appendix 1) attached. Each Public Meeting had specific objectives in sharing information and to seek input from the community.

1ST ARC Public Meeting

- At the first public meeting, the ARC described its mandate, outlined the pupil accommodation review, and gave the public a briefing on the data and issues to be addressed. The ARC also described how the Generic School Valuation Framework had been customized. The ARC received community input.

2ND ARC Public Meeting

- At the second public meeting, the ARC presented the draft school-specific, valuation report under the customized School Valuation Framework for the two schools under consideration to the public and received community input.

3RD ARC Public Meeting

- At the third public meeting, the ARC received community input on the accommodation options to be considered.

4TH ARC Public Meeting

- At the fourth public meeting, the ARC presented the draft School Valuation Report to the public and received community input. The ARC considered changes to the report based on feedback at the meeting.

While all Working Committee Meetings were open to the public, only ARC members were eligible to participate in committee discussions. Each Working Committee meeting had specific expectations to achieve to ensure compliance with Ministry of Education timelines.

All Working Committee and Public Consultation meetings were electronically recorded for accuracy within the minutes. Unapproved minutes were provided to all members of the ARC for review, edit and approval by motion at the next ARC meeting. All approved minutes and Power Point presentations were promptly posted on the Niagara Catholic District School Board web-site under Accommodation Review. The transparent and open process followed by the ARC was positively commented on by members of the ARC, schools, and community members. The process followed was in compliance with the Ministry of Education Pupil Accommodation Review Guidelines and Niagara Catholic District School Board Policy 701.2 (refer to Appendix 2) attached.

Mandate of the ARC

The mandate of the Accommodation Review Committee was to assess and study each of the identified schools involved on the basis of the school's value to students, the school board, the community and the local economy according to specific criteria that are equally applied to all schools involved in the accommodation review. The ARC weighed the value of the schools to the student above the other factors to be assessed. A final report is to be submitted to John Crocco, Director of Education by February 28, 2014 providing recommendations on a range of accommodation options respecting the two schools.

The targeted outcome was recommendations for efficient, long term solutions to continue to provide excellence in Catholic education for our students, parents and the communities.

ARC School Consideration

Based on the Ministry of Education and Board Policy 701.2, the following criteria were required to be considered for a school or group of schools to be considered for an ARC;

- a) school or group of schools unable to provide a suitable and equitable range of learning opportunities for students
- b) school or group of schools has or will experience an adverse impact on learning opportunities for students due to declining enrolment
- c) reorganization involving a school or group of schools could enhance program and learning opportunities for students
- d) teaching / learning spaces are not suitable to provide the programs needed to serve the community and retrofitting may be cost prohibitive
- e) under normal staffing allocation practices, it would be necessary to assign three grades to one class in one or more of the schools
- f) one or more of the schools is experiencing higher building maintenance expenses than the average for the system and / or is in need of major capital improvements
- g) in one or more of the schools there are safety and / or environmental concerns attached to the building, the school site or its locality
- h) the consolidation of schools is in the best interest of the overall school system
- i) it has been no less than five (5) years since the inception of a study of the school by an Accommodation Review Committee.

Range of Factors to Consider

ARCs are required to consider the following in their deliberations;

- a) Enrolment and demographics key to overall operating and capital funding
- b) Growth areas overshadowed by declining enrolment / surplus space
- c) Maintain the schools and to continue to monitor them
- d) Reorganize the schools, their programs or their grade structures
- e) Major program relocation with respect to one or more of the schools
- f) New school construction or additions to existing schools

- g) Use of portables
- h) Change boundaries of the schools
- i) Consolidation or closure of a schools
- j) Others as determined by the ARC.

ARC Meeting and Expectations

Following the meetings, members of the ARC reviewed and considered all input and comments. Approved modifications to the recommendation section of the draft School Valuation Report were made in accordance with the consensus of the committee.

The ARC will produce a School Valuation Report that will make accommodation recommendation(s) consistent with the objectives and reference criteria outline in the Terms of Reference. It will deliver its School Valuation Report to the Director of Education by February 28, 2014 after which the School Valuation Report will be posted on the Board website.

Next Steps

The next step in the process is for the Director of Education and Senior Administrative Council to review the recommendations in the School Valuation Report and prepare a report to the Board including pupil accommodation recommendations. The Board is to hold a special meeting for public input after Staff's report and recommendations are presented to the Board in public session, in order to provide an opportunity for the public to make formal presentations to the Board regarding Senior Staff's report to the Board and the matters that are addressed in it and in the ARC School Valuation Report. A draft schedule of Pupil Accommodation Review meetings is submitted for review and Board approval (Appendix 3). In preparation for the Special Board Meetings for Public Input, a draft Pupil Accommodation Review Guideline (Appendix 4), which will modify the Board By-Law 13 for Delegations for this purpose only, is submitted for review and Board approval.

Following the Board meeting for public input, Senior Staff will prepare a Follow-up Report to the Board in which it will report on and respond to the presentations made by the public, for the next regularly scheduled Board meeting. Staff may revise its earlier recommendations to the Board. Staff's follow-up report will be released publicly and will be posted on the Board's Website.

The Board will make its decision regarding the school accommodation recommendations in the ARC Report, Staff's Report and Staff's Follow-up Report to the Board at a regularly scheduled meeting, which will occur no sooner than:

- sixty (60) days after the submission of the Accommodation Report.

RECOMMENDATIONS

THAT the Niagara Catholic District School Board approve that the St. Catharines Pupil Accommodation Review Schedule (Appendix 3) for 2014, as presented.

THAT the Niagara Catholic District School Board approve that the Niagara Catholic Pupil Accommodation Review Guidelines (Appendix 4) for Public Input, as presented.

THAT the Niagara Catholic District School Board approve that the Pupil Accommodation Review Process for the 2013-2014 school year, in accordance with Board By-Law Section 17 - Rules of Order -Subsections 1 and 2; Board By-Law Section 13 -Delegations, be modified as outlined in the Niagara Catholic Pupil Accommodation Review Guidelines for Public Input, as presented.

Prepared by: Ted Farrell, Superintendent of Education
Kathy Levinski, Manager of Facilities Services

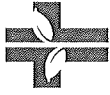
Presented by: John Crocco, Director of Education
Ted Farrell, Superintendent of Education
Scott Whitwell, Controller of Facilities Services

Recommended by: John Crocco, Director of Education

Date: February 25, 2014

Attachments

| | |
|------------|---|
| Appendix 1 | St. Catharines ARC Meeting and Expectation Chart |
| Appendix 2 | NCDSB Policy 701.2 Pupil Accommodation Review Policy |
| Appendix 3 | Draft Pupil Accommodation Review Schedule -2014 |
| Appendix 4 | Draft Pupil Accommodation Review Guideline for Public Input |



NIAGARA CATHOLIC
DISTRICT SCHOOL BOARD

APPENDIX 1

ST. CATHARINES ACCOMMODATION REVIEW COMMITTEE (ARC) - MEETING DATES AND EXPECTATION
SUMMARY

| Meeting | Expectation | Date | Time |
|---|---|--|------------------------|
| 1 st ARC Working Committee Meeting | <ul style="list-style-type: none"> ✓ Presentation of ARC mandate ✓ Terms of Reference ✓ Background Information (Process, Data, Issues) ✓ Customizing the Generic School Valuation Template and Scoring Rubric | Thursday, September 12, 2013 At Denis Morris Catholic High School | 7:00 p.m. to 9:00 p.m. |
| 2 nd ARC Working Committee Meeting | <ul style="list-style-type: none"> ✓ Tour of Schools | Tuesday, September 24, 2013 Starting at St. Theresa Catholic Elementary School ending at St. Christopher Catholic | 3:30 p.m. to 5:30 p.m. |
| 1 st ARC Public Meeting | <ul style="list-style-type: none"> ✓ Presentation of ARC Mandate ✓ Background Information (Process, Data, Issues) ✓ Presentation of customized School Valuation Framework for community input | Thursday, October 10, 2013 Denis Morris Catholic High School | 7:00 p.m. to 9:00 p.m. |
| 3 rd ARC Working Committee Meeting | <ul style="list-style-type: none"> ✓ Consider Feedback from ARC's 1st Public Meeting ✓ Discussion and Feedback re tour of ARC Schools * | Thursday, October 24, 2013 At St. Theresa Catholic Elementary School | 5:00 p.m. – 7:00 p.m. |
| 4 th ARC Working Committee Meeting | <ul style="list-style-type: none"> ✓ Additional Tour for New Committee Member ✓ Discussion and Feedback re tour of ARC Schools * ✓ Complete School Specific Valuation Framework for both ARC Schools | Tuesday, October 29, 2013 Starting at St. Christopher Catholic and ending at St. Theresa Catholic | 4:30 p.m. – 8:00 p.m. |
| 2 nd ARC Public Meeting | <ul style="list-style-type: none"> ✓ Presentation of School Specific Valuation Framework Reports for community input | Thursday, November 7, 2013 At Denis Morris Catholic High School | 7:00 p.m. – 9:00 p.m. |
| 5 th ARC Working Committee Meeting | <ul style="list-style-type: none"> ✓ Consider Feedback from ARC's 2nd Public Meeting ✓ Presentation of Accommodation Data and Options ✓ Confirm Options for 3rd ARC public presentation | Tuesday, November 19, 2013 At Denis Morris Catholic High School | 5:00 p.m. – 7:00 p.m. |
| 3 rd ARC Public Meeting | <ul style="list-style-type: none"> ✓ Presentation of Accommodation Data and Options for community input | Thursday, December 5, 2013 At Denis Morris Catholic High School | 7:00 p.m. – 9:00 p.m. |
| 6 th ARC Working Committee Meeting | <ul style="list-style-type: none"> ✓ Consider Feedback from ARC's 3rd Public Meeting ✓ Completion of Draft ARC Report to the Director of Education for 4th ARC public presentation and input | Thursday, January 9, 2014 At St. Christopher Catholic Elementary School | 5:00 p.m. – 7:00 p.m. |
| 4 th ARC Public Meeting | <ul style="list-style-type: none"> ✓ Presentation of Draft ARC Report to the Director of Education for community input | Thursday, January 30, 2014 At Denis Morris Catholic High School | 7:00 p.m. – 9:00 p.m. |
| 7 th ARC Working Committee Meeting | <ul style="list-style-type: none"> ✓ Consider feedback from ARC's 4th Public Meeting ✓ Finalize ARC Report to Director of Education | Thursday, January 30, 2014 At Denis Morris Catholic High School | 9:00 p.m. – 10:30 p.m. |

Niagara Catholic District School Board

**PUPIL ACCOMMODATION REVIEW
POLICY**

Adopted: April 28, 1998

Policy No. 701.2

Revised: March 27, 2007

February 23, 2010

STATEMENT OF POLICY

The Niagara Catholic District School Board provides a Catholic atmosphere in its schools by means of its teaching staff and the fostering of a spirit of cooperation between the home, the school and the church.

In accordance with the Ministry of Education, the Niagara Catholic District School Board recognizes its responsibility:

- to provide adequate accommodation and instruction for all pupils attending its schools;
- to undertake long-term capital planning;
- to operate its schools economically and efficiently, while taking into account the best education of the pupils, within the limits of the Board's available resources;
- to explore opportunities for effective, sustainable partnerships; and
- to maintain communication with stakeholders and potential partners concerning possible changes in the status of a school or of school boundaries.

The Board acknowledges that the consolidation or closure of schools may be required to meet the above objectives. The Board is committed to providing student accommodation in a responsible and organized manner considering reasonable and just alternatives.

The Director of Education shall make recommendations to the Board to establish an Accommodation Review Committee (ARC), which will review a school or schools for potential consolidation or closure. The process shall follow the requirements of the current Ministry of Education - Pupil Accommodation Review Guidelines.

The Board shall consider the consolidation or closure of a school(s) following the submission of a report from an Accommodation Review Committee, as established in the Administrative Guidelines issued by the Director of Education. The Niagara Catholic District School Board reserves to itself the right to make the final decision on the closure of school(s).

The Director of Education will issue Administrative Guidelines in support of this policy.

References:

Ministry of Education - Pupil Accommodation Review Guidelines (Revised June 2009)
Ministry of Education, Administrative Review of the Accommodation Review Process
Board Policy # 301.3 – Attendance Areas
Board Policy #301.1 – Admission of Students

[Policies Index](#)

[Administrative Guidelines](#)

Niagara Catholic District School Board

PUPIL ACCOMODATION REVIEW POLICY

Issued: April 28, 1998

Policy No. 701.2

Revised: September 12, 2000

December 11, 2007

February 23, 2010

ADMINISTRATIVE GUIDELINES**BACKGROUND**

The Pupil Accommodation Review Policy and Administrative Guidelines implements the Pupil Accommodation Review Guidelines released by the Ministry of Education on June 26, 2009. A copy of the Pupil Accommodation Review Guidelines (Revised June 2009), and the Ministry document entitled Administrative Review of the Accommodation Review Process along with this Policy and Administrative Guidelines will be posted on the Board website and will be made available at the Catholic Education Centre.

CONTEXT

The Board's elementary schools are organized as families of schools, generally linked to a secondary school. The goal of providing a suitable and equitable range of learning opportunities in a school or family of schools requires monitoring and active curriculum and programming decisions. Decisions that might require consolidation, closure or major program relocation will take into account the needs of all of the students in all of the schools in a particular group. There may, however, be circumstances in which a single school should be studied for closure or relocation.

The Niagara Catholic District School Board's long-term enrolment and capital planning will provide the context for accommodation review processes and decisions. The planning will take into account opportunities for partnerships with other school boards and appropriate organizations that are financially sustainable, safe for students, and protect the core values and objectives of the Board.

APPLICATION OF ACCOMMODATION REVIEW GUIDELINES

The following outlines circumstances where Boards are not obliged to undertake an accommodation review in accordance with the Ministry Pupil Accommodation Review Guideline. In these circumstances, the Board will consult with local communities about proposed accommodation options for students in advance of any decisions by the Board.

- Where a replacement school is to be rebuilt by the Board on the existing site or located within the existing school attendance boundary as identified through the Board's existing policies;
- When a lease is terminated;
- When the Board is considering the relocation of a grade or grades, or a program, where the enrolment in the grade or grades, or program, constitutes less than 50% of the enrolment of the school;
- When the Board is repairing or renovating a school, and the school community must be temporarily relocated to ensure the safety of students during the renovations;
- Where a facility has been serving as a holding school for a school community whose permanent school is under construction or repair.

ACCOMMODATION REVIEW PROCESS

1. The Preliminary Report

The Director and/or designate will present a preliminary report to the Board identifying a school or group of schools in which challenges may be faced in providing a suitable and equitable range of learning opportunities for students, and in respect of which there may be a need to consider the possible consolidation, closure or major program relocation in respect of one or more schools.

A school or group of schools may be considered for study if one or more of the following conditions apply:

- The school or group of schools is, currently or as projected, unable to provide a suitable and equitable range of learning opportunities for students;
- The school or group of schools has experienced or will experience an adverse impact on learning opportunities for students due to declining enrolment;
- Reorganization involving the school or group of schools could enhance program and learning opportunities for students;
- Teaching/learning spaces are not suitable to provide the programs needed to serve the community and retrofitting may be cost prohibitive;
- Under normal staffing allocation practices, it would be necessary to assign three grades to one class in one or more of the schools;
- One or more of the schools is experiencing higher building maintenance expenses than the average for the system and/or is in need of major capital improvements;
- In respect of one or more of the schools there are safety and/or environmental concerns attached to the building, the school site or its locality;
- The consolidation of schools is in the best interests of the overall school system;
- It has been no less than five years since the inception of a study of the school by a Program and Accommodation Review Committee, except where extenuating circumstances warrant, such as an unexpected economic or demographic shift, or a change in a school's physical condition.

2. Establishing an Accommodation Review Committee

After reviewing a Preliminary Report from staff, the Board may direct the formation of an Accommodation Review Committee (ARC) to lead the review of a group of schools or a single school. The ARC will assume an advisory role and will provide recommendations that will inform the final decision made by the Board.

Parents/guardians, school staff and school council members of the affected schools will be informed by staff, within one week, in writing, through their respective schools, of the Board's decision to form an ARC. The decision will be posted on the Board website.

The ARC will consist of the following persons:

- The Family of Schools Superintendent who will serve as Chair of the committee;
- From each school:
 - the school Principal;
 - the Catholic School Council Chair or designate,;
 - a Priest from each area under review;
- The Controller of Plant and / or designate;
- Two community members
- Any other individual as deemed necessary by the Board

The ARC will be deemed to be properly constituted whether or not all of the listed members are willing and able to participate.

At its first meeting the ARC will agree to invite two community members to join the ARC, and using the template provided (**Appendix A**), will prepare an outline of scheduled meetings which will be posted on the Board website. The minutes of all meetings will also be posted on the Board website.

All meetings of the ARC will be open to the public.

The ARC will liaise with municipalities throughout the process, as well as all stakeholders of joint use facilities.

3. Accommodation Review Terms of Reference

Senior staff will provide a completed Terms of Reference template that will describe the ARC's mandate to the Board for approval. (**Appendix B**).

4. **School Information Profile**

The Board, through Senior Staff, will develop a School Information Profile which will include data for the school(s) (**Appendix C**). The ARC will discuss and consult about the School Information Profile(s) and modify the Profile(s) where appropriate. The final School Information Profile(s) and the Terms of Reference will provide the foundation for discussion and analysis of accommodation options. In carrying out its mandate the ARC will weigh the value of the schools to the student above the other factors to be assessed.

5. **Accommodation Options**

Senior staff will present to the ARC at least one alternative accommodation option that addresses the objectives and Reference Criteria outlined in the Terms of Reference. The ARC may also create alternative options. The option(s) will address the following:

- where students will be accommodated;
- required changes to existing facilities;
- available programs for students;
- transportation; and
- availability of funding if required.

6. **Public Consultation Meetings**

The ARC Chair will call the first meeting for public consultation no earlier than thirty (30) days after the date of its appointment, excluding summer vacation, Christmas break, Spring break and adjacent weekends.

The ARC will meet as often as required., and will hold at least four meetings for public consultation in accessible facilities:

- At the first meeting, the ARC will describe its mandate as outlined in the Terms of Reference, outline the pupil accommodation review, and give the public a briefing on the School Information Profile(s) and issues to be addressed. The ARC will receive public input and may make changes to the School Information Profile(s) as a result.
- At the second meeting, the ARC will present its revised School Information Profile(s) to the public and will seek information and feedback about the accommodation options prepared by staff and the Committee.
- At the third meeting, the ARC will present the accommodation options to be considered which may have changed as a result of the previous consultation and will receive public input.
- At the fourth meeting, the ARC will present its draft Accommodation Report to the public and will receive community input. Discussions will be based on the School Information Profile(s) and the ARC's Terms of Reference. The ARC may make changes to the Accommodation Report based on feedback at the meeting.

Notice of the meetings for public consultation will be provided through school newsletters, letters to the school community, the Board website and advertisements in local community newspapers, and will include date, time, location, purpose, contact name and number. A minimum of two weeks notice will be provided in respect of the other public consultation meetings.

7. **ARC Accommodation Report to the Board**

The ARC will produce an Accommodation Report that will make accommodation recommendation(s) consistent with the objectives and reference criteria outlined in the Terms of Reference. It will deliver its Accommodation Report to the Director of Education, after which the Accommodation Report will be posted on the Board website. The ARC will present its Accommodation Report to Board. After receipt of the Report, the Board will direct Senior Staff to examine the Report and, within the required timelines, will present an analysis and recommendations to the Board through the Committee of the Whole. The Board will make the final decision regarding the future of the school(s). If the Board votes to close or consolidate a school or schools, the Board will outline clear timelines around when the school(s) will close.

The ARC will also ensure that the following issues are addressed:

- The implications for the program for students both in the school under consideration for consolidation, closure or program relocation and in the school(s) where programs may be affected.
- The effects of consolidation, closure or program relocation on the following:
 - The attendance area defined for the schools
 - Attendance at other schools
 - The need and extent of bussing
- The financial effects of consolidating or not consolidating the school, including any capital implications
- Revenue implications as a result of the consolidation, closure or program relocation

- Savings expected to be achieved as a result of the consolidation, closure or program relocation
 - School operations (heating, lighting, cleaning, routine maintenance)
 - Expenditures to address school renewal issues which will no longer be required
- Additional expenditures, if any, at schools which will accommodate students displaced relocated as a result of a consolidation, closure or program relocation decision taken by the board
 - School operations (heating, lighting, cleaning, routine maintenance)
 - School administration
 - School renewal
 - Transportation
- Net savings/costs associated with:
 - Teaching staff
 - Paraprofessionals
 - Student transportation

The possible alternative use or disposition of an empty building.

8. **Board Meeting**

Public notice of the meeting at which the Board will make its decision regarding the school accommodation report will be provided through school newsletters, letters to the school community, the Board website and advertisements in local community newspapers, and will include date, time, location, purpose, contact name and number.

Parents/Guardians, Staff and Catholic School Council members of the affected schools, municipalities and community partners will be informed, in writing, through Principals, of the Board's decision, which will also be posted on the Board website.

The Board may make any accommodation decision that it deems advisable in relation to the schools under review by an ARC despite an ARC recommendation to the contrary.

TIMELINES FOR THE ACCOMMODATION REVIEW PROCESS

After the intention to conduct an accommodation review of a school or schools has been announced by the Board, there must be no less than thirty (30) calendar days notice prior to the first meeting for public consultation. Beginning with the first meeting, the public consultation period must be no less than ninety (90) calendar days.

After the ARC submits its Accommodation Report to the Director, there must be no less than sixty (60) calendar days notice prior to the meeting where the Board will vote on the recommendations. Summer vacation, Christmas break and Spring break, including adjacent weekends, must not be considered part of the 30, 60 or 90 calendar day periods.

ADMINISTRATIVE REVIEW OF THE ACCOMMODATION REVIEW PROCESS

The Ministry of Education has provided a process for an individual(s) to initiate a review of the Accommodation Review Process - Ministry of Education, Administrative Review of the Accommodation Review Process. A copy of the Ministry of Education, Administrative Review of the Accommodation Review Process is also available at the Catholic Education Centre. And on the Board website.

INTEGRATION PROCESS

If the Board decision is consolidation, closure, or program relocation, it is important that the integration of students and staff into their new school(s) is achieved in a way that is positive and supportive for the incoming and existing students and parents of the respective school communities. This process of integration should be carried out in consultation with parents and staff.



NIAGARA CATHOLIC
DISTRICT SCHOOL BOARD

APPENDIX 3

PUPIL ACCOMMODATION REVIEW FOR ST. CHRISTOPHER-ST. THERESA CATHOLIC ELEMENTARY SCHOOLS
SCHEDULE 2014

| Meeting | Expectation | Date Restrictions | Proposed Date |
|---|--|---|--|
| Submission of ARC School Valuation Report | Not earlier than 90 days after the beginning of ARC's first public meeting.* Mandated by EDU | No earlier than January 24, 2014 | No later than February 28, 2014 |
| Director sets dates for Board meeting for public input, and for Board meeting to decide accommodation | As scheduled by the Director | | February 11, 2014 CW February 25, 2014 Board |
| Notice of Board Meeting for Public Input | A minimum of two weeks' notice of the Public Meeting | No later than March 2, 2014 | February 28, 2014 |
| Staff's Report and recommendations | | | March 4, 2014 |
| Board Meeting for Public Input | Denis Morris Catholic High School 7:00 p.m. | | March 25, 2014 |
| Staff's follow-up report on accommodation | Next regularly scheduled Board meeting through CW | | April 8, 2014 |
| Notice of Board Meeting to decide accommodation | | After the ARC submits its Accommodation Report to the Director, there must be no less than sixty (60) calendar days' notice prior to the meeting where the Board will vote on the recommendations | No later than March 5, 2014 if voting on May 13, 2014 - CW No later than March 28, 2014 if voting on May 27, 2014 - Board |
| Board Meeting to decide accommodation | At regularly scheduled meeting which will not occur sooner than 60 days after the submission of the Accommodation Report - Mandated by EDU | May 8 th is 60 days if report submitted no later than Feb. 28 May 13 CW May 27, 2014 – Board | May 13, 2014 – CW May 27, 2014 - Board |
| Notice of decision on accommodation | Within one week of decision | | June 3, 2014 |



**PUPIL ACCOMMODATION REVIEW GUIDELINES
FOR PUBLIC INPUT**

As required by the Pupil Accommodation Review Policy of the Niagara Catholic District School Board, the Board will hold a Special Board Meeting for public input regarding the School Valuation Report filed by the Accommodation Review Committee and the Director's Report. This special Board Meeting is scheduled as followed:

**Pupil Accommodation Review for
St. Christopher and St. Theresa Catholic Elementary Schools
On Tuesday March 25, 2014 at 7:00 p.m. at
Denis Morris Catholic High School**

The public may provide a written report to the Director of Education at any time.

The following Guidelines describe the public meeting process.

Delegation Application Process

The public meeting will follow the By-law of the Board for public delegations in modified form, as set out below. The modifications are intended to facilitate public participation.

- (a) Written application requesting the opportunity to appear as a delegation must be submitted to the Director of Education no later than 4:00 p.m. on March 18, 2014.
- (b) The following information should be included with this application
 - i. The name of the organization/individual(s) or party(ies) who will be making the presentation;
 - ii. Their authority/title/position with the organization (if applicable);
 - iii. A complete mailing address;
 - iv. A day time telephone number;
 - v. A number where they can be reached after business hours;
 - vi. A fax number (if available);
 - vii. An email address (if available);
 - viii. The complete presentation in written format
- (c) Delegations are encouraged to send the Presentation in as soon as possible so that it can be provided to and reviewed by Trustees prior to the meeting. Presentations that are received on a timely basis will be considered and addressed in the Director's follow-up report to the Board required by the Pupil Accommodation Review Policy in which the Director of Education will report on and respond to the presentations made by the public. A presentation that is submitted late may not be addressed in the Director's follow-up report although it will be made available to the Trustees.

**PUPIL ACCOMMODATION REVIEW GUIDELINES
FOR PUBLIC INPUT**

Delegation Presentation

Minutes of the Special Board Meetings including references to the presentations will be posted on the Board's website.

- (a) The identified spokespersons will address the Trustees from the podium.
- (b) The spokespersons are expected to provide comments that are relevant to the subject matter of the meeting. If a previous delegation has already addressed the matter and the delegate is being repetitive, the Chairperson of the Board may request the delegate to express support for an earlier presentation and may reduce the following speaking times available to the delegate accordingly.
- (c) The time for each public delegation to speak, excluding the question and answer period, is not to exceed fifteen (15) minutes, with normally a five (5) minute question period following.
- (d) Delegates who have a similar perspective are encouraged to cooperate in appointing spokespersons in addressing the Board.
- (e) Delegations from the same school community of the same point of view shall be limited to a combined total of fifteen (15) minutes.
- (f) Delegations who are unrelated to a particular school community but who are speaking on a common issue shall be limited to a combined total of fifteen (15) minutes.
- (g) Trustees may ask questions of the delegation for clarification only, for a period of time which shall be at the discretion of the Chairperson.
- (h) The Chairperson will apply the normal Board practices in respect of decorum and order at the meeting.
- (i) The Board will not permit delegations respecting the Pupil Accommodation Review Policy at other Board meetings.
- (j) In accordance with Board By-law 7.5 the Board shall not remain in session later than 11:00 p.m. unless so determined by a 2/3 majority of the members present.

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: FINANCIAL REPORTS
MONTHLY BANKING TRANSACTIONS
JANUARY 2014**

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the Report on the Monthly Banking Transactions for the month of January 31, 2014, as presented

Prepared by: William Tumath, Manager of Finance
Presented by: Giancarlo Vetrone, Superintendent of Business & Financial Services
Recommended by: John Crocco, Director of Education/Secretary-Treasurer
Date: February 25, 2014



NIAGARA CATHOLIC
DISTRICT SCHOOL BOARD

**REPORT TO THE BOARD
FEBRUARY 25, 2014**

**MONTHLY BANKING TRANSACTIONS
FOR THE MONTH OF JANUARY 2014**

BACKGROUND INFORMATION

In accordance with the Monthly Financial Reports Policy Statement, we are pleased to enclose the Monthly Banking Transactions for the Niagara Catholic District School Board for the month of January 31, 2014 (See Appendix A).

As required by the Policy, a monthly list of payments is available in the Holy Cross Community Room for the Trustees to review at their convenience.

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the Report on the Monthly Banking Transactions for the month of January 31, 2014, as presented.

Prepared by: William Tumath, Manager of Finance

Presented by: Giancarlo Vetrone, Superintendent of Business & Financial Services

Recommended by: John Crocco, Director of Education/Secretary-Treasurer

Date: February 25, 2014

Appendix A

| NIAGARA CATHOLIC DISTRICT SCHOOL BOARD REPORT ON BANKING TRANSACTIONS SUMMARY OF BANK TRANSACTIONS FOR THE MONTH OF: JANUARY, 2014. | |
|--|------------------------------|
| DESCRIPTION OF ITEMS | BANK ACCOUNT |
| CASH BALANCE AT BEGINNING OF MONTH | (A) 31,256,240 |
| OPERATING CASH RECEIPTS FOR THE MONTH | |
| 1. GENERAL LEGISLATIVE GRANTS | 15,011,069 |
| 2. CAPITAL GRANTS | 416,560 |
| 3. OTHER GRANTS (EPO, OYAP) - Repayment of E-Learning Grant for 2012-13 | -20,044 |
| SUB-TOTAL - MINISTRY OF EDUCATION GRANTS | 15,407,586 |
| 4. ONTARIO EARLY YEARS CENTRE | 41,702 |
| 5. INTEREST REVENUE | 27,475 |
| 6. MUNICIPAL TAXES | 50,263 |
| 7. TUITION FEES REVENUE - A.C.E. & OTHER | 408,495 |
| 8. COMMUNITY USE | 12,811 |
| 9. CHARITABLE DONATIONS | 0 |
| 10. GOVERNMENT REBATES (HST 83% REBATE ON TAXABLE PURCHASES) | 0 |
| 11. RECOVERY OF COSTS (LTD, WCB, BENEFITS, OTHER REIMBURSEMENTS) | 253,100 |
| 12. OTHER CASH RECEIPTS | 2,182 |
| - Reimbursements of Employee Benefits | 0 |
| - Donations Collected from Employees - Other | 0 |
| 13. TRANSFER IN FROM SINKING FUNDS | 0 |
| 14. PROCEEDS FROM DEBENTURE ISSUE (NET) | 0 |
| 15. CAPITAL LOAN PRINCIPAL ADVANCES | 0 |
| TOTAL OPERATING CASH RECEIPTS AND LOAN ADVANCE | (B) 40,212,473 |
| OPERATING CASH DISBURSEMENTS FOR THE MONTH | |
| 1. ACCOUNTS PAYABLE (NET OF CANCELLED CHEQUES AND DEBT REPAYMENTS) | -21,676,004 |
| 2. TEACHER PENSION DEDUCTIONS | -1,802,033 |
| 3. O.M.E.R.S. PENSION DEDUCTIONS | -504,672 |
| 4. CANADA SAVINGS BONDS DEDUCTIONS | -156,035 |
| 5. TRANSFER TO 4 OVER 5 TRUST ACCOUNTS | -126,226 |
| 6. OTHER DEBITS | -47,002 |
| 7. TRANSFER TO SINKING FUNDS | 0 |
| 8. INTEREST PAYMENTS ON CAPITAL DEBT | -171,707 |
| 9. PRINCIPAL PAYMENTS ON CAPITAL DEBT | -138,069 |
| TOTAL OPERATING CASH DISBURSEMENTS | (C) (24,712,519) |
| CASH BALANCE AT END OF MONTH | A + B - C = D (D) 22,756,193 |

| NIAGARA CATHOLIC DISTRICT SCHOOL BOARD REPORT ON LOAN BALANCES SUMMARY OF LOAN BALANCES AS AT: JANUARY, 2014. | | | | |
|--|-----------------------|---------------|--------------------|-----------------------|
| The Debentures & Capital Loans are made up as follows: | | | | |
| Loan Description | Opening Balance | Loan Advances | Loan Repayments | Ending Balance |
| 1. OFA - GPL1 Loan 25 YR. | -11,510,563.03 | | | -11,510,563.03 |
| 2. OFA - GPL2 Loan 25 YR. | -8,990,448.46 | | | -8,990,448.46 |
| 3. OFA - GPL3 Loan 25 YR. | -4,202,631.57 | | | -4,202,631.57 |
| 4. OFA - 2010-11 DEBENTURE - GPL 3 | -1,254,226.71 | | | -1,254,226.71 |
| 5. OFA - 2010-11 DEBENTURE - PCS 1 | -3,108,143.18 | | | -3,108,143.18 |
| 6. OFA - PTR - Completed 2010/11 | -7,721,349.32 | | | -7,721,349.32 |
| 7. OFA - 2001-A1 Debenture | -1,072,047.68 | | | -1,072,047.68 |
| 8. OFA - 2013 PCS Stage 1 | -660,000.00 | | | -660,000.00 |
| 9. Debenture (Niagara Region) | -824,000.00 | | | -824,000.00 |
| 10. Debenture (Niagara Region) | -1,000,000.00 | | | -1,000,000.00 |
| 11. Capital Projects - Completed 2001 | -12,053,898.03 | | | -12,053,898.03 |
| 12. Capital Projects - Completed 2002/03 | -10,651,716.52 | | | -10,651,716.52 |
| 13. Capital Projects - Completed 2004/05 | -4,147,140.72 | | | -4,147,140.72 |
| 14. Capital Projects - Completed 2005/06 | -7,170,893.40 | | 138,959.00 | -7,031,933.42 |
| 15. Sinking Fund Asset | 1,462,581.77 | | | 1,462,581.77 |
| Total Debentures & Capital Loans | -84,605,966.65 | 0.00 | -138,959.00 | -84,467,006.67 |

PREPARED BY: William Tumath
PRESENTED BY: Giancarlo Vetrone

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: FINANCIAL REPORTS
STATEMENT OF REVENUE & EXPENDITURES
JANUARY 2014**

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the Report on the Monthly Banking Transactions for the month of January 31, 2014, as presented

Prepared by: William Tumath, Manager of Finance

Presented by: Giancarlo Vetrone, Superintendent of Business & Financial Services

Recommended by: John Crocco, Director of Education/Secretary-Treasurer

Date: February 25, 2014



**REPORT TO THE BOARD
FEBRUARY 25, 2014**

**STATEMENT OF REVENUE & EXPENDITURES
JANUARY 2014**

BACKGROUND INFORMATION

In accordance with the Monthly Financial Reports Policy Statement, please be advised that a summarized Statement of Revenue and Expenditures by Department as at January 31, 2014 will be presented to the Trustees at the Board Meeting. (See Appendix A)

As required by the Policy, a copy of the Financial Statement is available in the Holy Cross Community Room for the Trustees to review at their convenience.

RECOMMENDATION

THAT the Niagara Catholic District School Board approve the Report on the Statement of Revenue and Expenditures as at January 31, 2014, as presented.

Prepared by: William Tumath, Manager of Finance

Presented by: Giancarlo Vetrone, Superintendent of Business & Financial Services

Recommended by: John Crocco, Director of Education/Secretary-Treasurer

Date: February 25, 2014

Appendix A

**NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
SUMMARY OF REVENUE AND EXPENDITURES - CLOSED
SUMMARY STATEMENT
AS AT JANUARY 31, 2014**

For presentation at Board Meeting February 25, 2014

| ACCOUNT DESCRIPTION | THIS YEAR | | | CHANGES | LAST YEAR | | |
|--------------------------------|---------------------|---------------------|--------------|---------|---------------------|---------------------|--------------|
| | EXPENDED | BUDGET | % LEFT | | EXPENDED | BUDGET | % LEFT |
| REVENUE | | | | | | | |
| REVENUE | -110,336,739 | -252,877,171 | 58.4% | | -106,842,403 | -261,780,708 | 57.6% |
| TOTAL REVENUE | -110,336,739 | -252,877,171 | 58.4% | | -106,842,403 | -261,780,708 | 57.6% |
| EXPENDITURES | | | | | | | |
| BOARD ADMINISTRATION | 3,401,421 | 6,810,168 | 50.1% | | 3,478,434 | 7,371,588 | 52.8% |
| ELEMENTARY SCHOOLS | 53,959,100 | 127,673,043 | 57.7% | | 51,415,962 | 124,039,319 | 58.8% |
| SECONDARY SCHOOLS | 28,822,318 | 68,858,984 | 58.1% | | 28,608,418 | 69,371,333 | 58.8% |
| CON ED | 2,389,941 | 5,534,700 | 56.8% | | 2,266,342 | 5,834,515 | 61.2% |
| PLANT OPERATIONS | 7,297,709 | 16,632,073 | 58.2% | | 6,776,144 | 16,903,100 | 59.9% |
| PLANT MAINTENANCE | 1,388,666 | 3,673,612 | 62.2% | | 1,247,668 | 3,645,292 | 65.8% |
| TRANSPORTATION | 3,620,668 | 9,728,201 | 62.8% | | 4,036,301 | 9,539,412 | 57.7% |
| CAPITAL AND OTHER EXPENDITURES | 2,456,379 | 13,965,412 | 82.4% | | 2,557,965 | 14,176,139 | 82.0% |
| TOTAL EXPENDITURES | 103,326,202 | 252,877,171 | 59.1% | | 100,387,236 | 251,780,708 | 60.1% |

PREPARED BY : William Tumath
Finance Department

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
FOR THE PERIOD ENDED: JANUARY 31, 2014
BOARD ADMINISTRATION

| ACCOUNT | THIS YEAR TO DATE | | | | LAST YEAR TO DATE | | |
|-------------------------------------|-------------------|------------------|-------------|---------|-------------------|------------------|-------------|
| | EXPENDED | BUDGET | % LEFT | CHANGES | EXPENDED | BUDGET | % LEFT |
| SALARY & BEN - TRUSTEES | 127,958 | 233,262 | 45.1 | | 132,023 | 232,744 | 43.3 |
| SALARY & BEN - SENIOR STAFF | 646,319 | 1,346,260 | 52.0 | | 569,767 | 1,343,673 | 57.6 |
| SALARY & BEN - MANAGERS | 654,568 | 1,251,280 | 47.7 | | 664,694 | 1,619,022 | 58.9 |
| SALARY & BEN - TECHNICAL | 197,275 | 456,547 | 56.8 | | 162,654 | 329,910 | 50.7 |
| SALARY & BEN - CLERICAL | 898,965 | 1,937,287 | 53.6 | | 889,811 | 1,931,361 | 53.9 |
| TEMPORARY STAFF | 17,001 | 64,448 | 73.6 | | 24,528 | 64,388 | 61.9 |
| PROFESSIONAL DEVELOPMENT | 38,375 | 62,500 | 38.6 | | 26,865 | 62,500 | 57.0 |
| SUPPLIES - ADMINISTRATION | 165,439 | 463,082 | 64.3 | | 219,088 | 472,500 | 53.6 |
| SUPPLIES - HUMAN RESOURCES | 6,534 | 20,000 | 67.3 | | 7,961 | 20,000 | 60.2 |
| SUPPLIES - COMPUTER SERVICE | 59,765 | 62,500 | 4.4 | | 115,449 | 62,500 | 84.7 |
| SUPPLIES - PLANT OPERATIONS | 171,767 | 380,000 | 54.8 | | 136,837 | 380,000 | 64.0 |
| SUPPLIES - BUILDING MAINTENANCE | 27,879 | 50,000 | 44.2 | | 27,017 | 50,000 | 46.0 |
| FURNITURE & EQUIPMENT | 12,187 | 48,000 | 74.6 | | 43,066 | 48,000 | 10.3 |
| FEES & CONTRACTS | 371,275 | 395,000 | 6.0 | | 450,094 | 715,000 | 37.1 |
| MISCELLANEOUS EXPENDITURES | 6,114 | 40,000 | 84.7 | | 8,580 | 40,000 | 78.6 |
| TOTAL - BOARD ADMINISTRATION | 3,401,421 | 6,810,166 | 50.1 | | 3,478,434 | 7,371,598 | 52.8 |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
FOR THE PERIOD ENDED: JANUARY 31, 2014
ELEMENTARY SCHOOLS

| ACCOUNT | THIS YEAR TO DATE | | | | LAST YEAR TO DATE | | | |
|-----------------------------------|-------------------|--------------------|-------------|----------|-------------------|--------------------|-------------|--|
| | EXPENDED | BUDGET | % LEFT | CHANGES | EXPENDED | BUDGET | % LEFT | |
| CLASSROOM TEACHERS | 35,297,530 | 85,001,452 | 58.5 | | 33,630,117 | 83,415,659 | 59.7 | |
| OCCASSIONAL TEACHERS | 1,103,090 | 2,760,745 | 60.0 | | 1,047,678 | 2,926,379 | 64.2 | |
| TEACHER ASSISTANTS | 8,704,904 | 18,599,490 | 53.2 | | 7,996,355 | 16,982,224 | 52.9 | |
| PROFESSIONAL STAFF | 1,305,495 | 2,816,950 | 53.7 | | 1,263,929 | 2,748,289 | 54.0 | |
| LIBRARY TECHNICIANS | 912,985 | 2,224,330 | 59.0 | | 928,457 | 2,051,968 | 54.8 | |
| PRINCIPALS & V.PS. | 3,109,120 | 7,297,827 | 57.4 | | 3,068,542 | 7,259,793 | 57.7 | |
| SCHOOL SECRETARIES | 1,097,246 | 2,462,711 | 55.5 | | 1,111,641 | 2,575,112 | 56.8 | |
| TEACHER CONSULTANTS | 444,744 | 1,108,915 | 59.9 | | 437,145 | 1,109,941 | 60.6 | |
| SALARY & BEN - CLERICAL | 14,390 | 0 | 0.0 | | 0 | 0 | 0.0 | |
| PROFESSIONAL DEVELOPMENT | 45,545 | 380,000 | 88.0 | | 60,539 | 430,000 | 85.9 | |
| PROGRAM CLASSROOM RESOURCE | 263,789 | 1,012,500 | 74.0 | | 381,897 | 1,555,000 | 75.4 | |
| CLASSROOM SUPPLIES | 556,499 | 1,456,280 | 61.8 | | 626,422 | 1,492,869 | 58.0 | |
| PROGRAM SUPPLIES | 52,460 | 195,000 | 73.1 | | 49,510 | 195,000 | 74.6 | |
| SCHOOL ADMIN. SUPPLIES | 150,238 | 384,000 | 60.9 | | 130,913 | 380,000 | 65.6 | |
| COMPUTERS - CLASSROOM | 778,922 | 1,281,561 | 39.2 | | 543,376 | 1,119,976 | 51.5 | |
| COMPUTERS - NON CLASSROOM | 21,887 | 49,956 | 56.2 | | 21,887 | 49,956 | 56.2 | |
| F & E - CLASSROOM | 94,162 | 600,456 | 84.3 | | 112,584 | 604,939 | 81.4 | |
| F & E - NON CLASSROOM | 6,094 | 40,870 | 85.1 | | 4,970 | 42,214 | 88.2 | |
| TOTAL - ELEMENTARY SCHOOLS | 53,959,100 | 127,673,043 | 57.7 | | 51,415,962 | 124,939,319 | 58.9 | |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
 UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
 FOR THE PERIOD ENDED: JANUARY 31, 2014
 SECONDARY SCHOOLS

| ACCOUNT | THIS YEAR TO DATE | | | LAST YEAR TO DATE | | |
|----------------------------------|-------------------|-------------------|------------------|-------------------|-------------------|-------------|
| | EXPENDED | BUDGET | % LEFT CHANGES | EXPENDED | BUDGET | % LEFT |
| CLASSROOM TEACHERS | 20,071,970 | 48,539,423 | 58.7 | 19,817,070 | 48,660,862 | 59.3 |
| OCCASSIONAL TEACHERS | 702,459 | 1,428,715 | 50.8 | 516,649 | 1,656,678 | 68.8 |
| TEACHER ASSISTANTS | 2,125,605 | 4,331,430 | 50.9 | 2,313,137 | 4,747,417 | 51.3 |
| PROFESSIONAL STAFF | 532,483 | 1,683,704 | 68.4 | 526,989 | 1,419,447 | 62.9 |
| LIBRARY TECHNICIANS | 201,970 | 409,215 | 50.6 | 195,562 | 408,900 | 52.2 |
| PRINCIPALS & V.PS. | 1,235,740 | 3,157,475 | 60.9 | 1,239,182 | 3,018,686 | 59.0 |
| SCHOOL SECRETARIES | 877,223 | 1,793,332 | 51.1 | 912,159 | 2,054,006 | 55.6 |
| TEACHER CONSULTANTS | 217,779 | 1,004,371 | 78.3 | 240,010 | 901,065 | 73.4 |
| SALARY & BEN - CLERICAL | 29,381 | 0 | 0.0 | 0 | 0 | 0.0 |
| LIBRARY & GUIDANCE - TEACHING | 1,097,525 | 1,932,826 | 43.2 | 1,170,795 | 1,923,258 | 39.1 |
| PROFESSIONAL DEVELOPMENT | 15,259 | 101,550 | 85.0 | 23,517 | 120,000 | 80.4 |
| PROGRAM CLASSROOM RESOURCE | 699,537 | 2,011,227 | 65.2 | 735,547 | 2,076,227 | 64.6 |
| CLASSROOM SUPPLIES | 639,737 | 1,367,256 | 53.2 | 536,103 | 1,370,613 | 60.9 |
| PROGRAM SUPPLIES | 10,936 | 66,091 | 83.5 | 11,374 | 66,091 | 82.8 |
| SCHOOL ADMIN. SUPPLIES | 88,423 | 206,400 | 57.2 | 96,373 | 204,998 | 53.0 |
| COMPUTERS - CLASSROOM | 227,487 | 630,830 | 63.9 | 232,773 | 545,476 | 57.3 |
| COMPUTERS - NON CLASSROOM | 11,588 | 25,000 | 53.7 | 11,587 | 25,000 | 53.7 |
| F & E - CLASSROOM | 18,643 | 76,790 | 75.7 | 29,042 | 80,240 | 63.8 |
| F & E - NON CLASSROOM | 18,673 | 22,329 | 16.4 | 549 | 20,369 | 97.3 |
| FEES & CONTRACTS | 0 | 72,000 | 100.0 | 0 | 72,000 | 100.0 |
| TOTAL - SECONDARY SCHOOLS | 28,822,318 | 68,859,964 | 58.1 | 28,608,418 | 69,371,333 | 58.8 |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
FOR THE PERIOD ENDED: JANUARY 31, 2014
CON ED

| ACCOUNT | THIS YEAR TO DATE | | | | LAST YEAR TO DATE | | |
|-----------------------------|-------------------|------------------|-------------|----------|-------------------|------------------|-------------|
| | EXPENDED | BUDGET | % LEFT | CHANGES | EXPENDED | BUDGET | % LEFT |
| TEACHER ASSISTANTS | 22,400 | 45,436 | 50.7 | | 5,376 | 36,978 | 85.5 |
| PROFESSIONAL STAFF | 45,326 | 104,500 | 56.6 | | 45,052 | 104,500 | 56.9 |
| PRINCIPALS & V.PS. | 197,033 | 474,594 | 58.5 | | 195,593 | 355,614 | 45.0 |
| SCHOOL SECRETARIES | 178,355 | 389,343 | 54.2 | | 179,350 | 397,475 | 54.9 |
| TEMPORARY STAFF | 9,441 | 28,779 | 67.2 | | 8,023 | 22,616 | 64.5 |
| GRANT OFFICERS | 0 | 16,167 | 100.0 | | 0 | 16,167 | 100.0 |
| A.E. TEACHERS / INSTRUCTORS | 1,358,819 | 3,289,271 | 58.7 | | 1,352,464 | 3,732,196 | 63.8 |
| PROFESSIONAL DEVELOPMENT | 6,557 | 13,400 | 51.1 | | 6,059 | 20,300 | 70.2 |
| PROGRAM CLASSROOM RESOURCE | 129,252 | 415,578 | 68.9 | | 148,247 | 429,390 | 65.5 |
| CLASSROOM SUPPLIES | 442,758 | 752,632 | 41.2 | | 283,802 | 679,279 | 58.2 |
| COMPUTERS - CLASSROOM | 0 | 5,000 | 100.0 | | 40,277 | 40,000 | 0.7- |
| FEES & CONTRACTS | 0 | 0 | 0.0 | | 2,099 | 0 | 0.0 |
| TOTAL - CON ED | 2,389,941 | 5,534,700 | 56.8 | | 2,266,342 | 5,834,515 | 61.2 |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
FOR THE PERIOD ENDED: JANUARY 31, 2014
PLANT OPERATIONS

| ACCOUNT | THIS YEAR TO DATE | | | LAST YEAR TO DATE | | |
|---------------------------------|-------------------|-------------------|------------------|-------------------|-------------------|-------------|
| | EXPENDED | BUDGET | % LEFT CHANGES | EXPENDED | BUDGET | % LEFT |
| SALARY & BEN - MANAGERS | 303,516 | 815,922 | 62.8 | 351,990 | 866,501 | 59.4 |
| SALARY & BEN - CARETAKERS | 2,166,065 | 5,415,004 | 60.0 | 2,098,020 | 5,336,302 | 60.7 |
| SALARY & BEN - CLEANERS | 1,674,205 | 4,272,145 | 60.8 | 1,723,330 | 4,251,280 | 59.5 |
| SALARY & BEN - CLERICAL | 48,229 | 131,502 | 63.3 | 47,263 | 196,517 | 76.0 |
| PROFESSIONAL DEVELOPMENT | 1,046 | 10,000 | 89.5 | 1,229 | 10,000 | 87.7 |
| SUPPLIES - UTILITIES | 1,536,320 | 3,370,000 | 54.4 | 1,258,059 | 3,370,000 | 62.7 |
| SUPPLIES - PLANT OPERATIONS | 334,148 | 762,500 | 56.2 | 317,533 | 762,500 | 58.4 |
| SUPPLIES - GROUNDS | 348,286 | 575,000 | 39.4 | 141,300 | 875,000 | 83.9 |
| F & E - PLANT OPERATIONS | 253,460 | 675,000 | 62.5 | 247,271 | 675,000 | 63.4 |
| FEES & CONTRACTS | 622,434 | 605,000 | 2.9- | 590,149 | 560,000 | 5.4- |
| TOTAL - PLANT OPERATIONS | 7,287,709 | 16,632,073 | 56.2 | 6,776,144 | 16,903,100 | 59.9 |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
FOR THE PERIOD ENDED: JANUARY 31, 2014
PLANT MAINTENANCE

| ACCOUNT | THIS YEAR TO DATE | | | | LAST YEAR TO DATE | | |
|----------------------------------|-------------------|------------------|-------------|----------|-------------------|------------------|-------------|
| | EXPENDED | BUDGET | % LEFT | CHANGES | EXPENDED | BUDGET | % LEFT |
| SALARY & BEN - MANAGERS | 221,973 | 528,311 | 58.0 | | 211,983 | 510,573 | 58.5 |
| SALARY & BEN - TECHNICAL | 448,261 | 1,079,765 | 58.5 | | 392,311 | 1,079,870 | 63.7 |
| SALARY & BEN - CLERICAL | 38,441 | 89,654 | 57.1 | | 38,812 | 78,985 | 50.9 |
| TEMPORARY STAFF | 2,321 | 5,382 | 56.9 | | 234 | 5,364 | 95.6 |
| PROFESSIONAL DEVELOPMENT | 516 | 7,500 | 93.1 | | 1,450 | 7,500 | 80.7 |
| SUPPLIES - PLANT OPERATIONS | 95,173 | 400,000 | 76.2 | | 61,671 | 400,000 | 84.6 |
| SUPPLIES - GROUNDS | 58,244 | 180,000 | 67.6 | | 45,323 | 180,000 | 74.8 |
| SUPPLIES - PLANT MAINTENANCE | 55,198 | 169,000 | 67.3 | | 72,339 | 169,000 | 57.2 |
| SUPPLIES - BUILDING MAINTENANCE | 425,769 | 1,102,500 | 61.4 | | 380,960 | 1,102,500 | 65.5 |
| F & E - PLANT MAINTENANCE | 0 | 36,500 | 100.0 | | 0 | 36,500 | 100.0 |
| FEES & CONTRACTS | 42,770 | 75,000 | 43.0 | | 42,585 | 75,000 | 43.2 |
| TOTAL - PLANT MAINTENANCE | 1,388,666 | 3,673,612 | 62.2 | | 1,247,668 | 3,645,292 | 65.8 |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
 UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
 FOR THE PERIOD ENDED: JANUARY 31, 2014
 TRANSPORTATION DEPARTMENT

| ACCOUNT | THIS YEAR TO DATE | | | | LAST YEAR TO DATE | | |
|--|-------------------|------------------|-------------|---------|-------------------|------------------|-------------|
| | EXPENDED | BUDGET | % LEFT | CHANGES | EXPENDED | BUDGET | % LEFT |
| SALARY & BEN - MANAGERS | 34,443 | 117,371 | 70.7 | | 34,160 | 115,222 | 70.4 |
| SALARY & BEN - TECHNICAL | 28,915 | 169,736 | 83.0 | | 28,696 | 172,959 | 83.4 |
| SALARY & BEN - CLERICAL | 0 | 25,332 | 100.0 | | 0 | 22,760 | 100.0 |
| SUPPLIES - ADMINISTRATION | 102 | 76,799 | 99.9 | | 103 | 75,707 | 99.9 |
| FURNITURE & EQUIPMENT | 0 | 10,581 | 100.0 | | 0 | 12,675 | 100.0 |
| FEES & CONTRACTS | 3,557,208 | 9,328,382 | 61.9 | | 3,973,342 | 9,140,089 | 56.5 |
| TOTAL - TRANSPORTATION DEPARTMENT | 3,620,668 | 9,728,201 | 62.8 | | 4,036,301 | 9,539,412 | 57.7 |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
FOR THE PERIOD ENDED: JANUARY 31, 2014
CAPITAL AND OTHER EXPENDITURES

| ACCOUNT | THIS YEAR TO DATE | | | | LAST YEAR TO DATE | | |
|---|-------------------|-------------------|-------------|----------|-------------------|-------------------|-------------|
| | EXPENDED | BUDGET | % LEFT | CHANGES | EXPENDED | BUDGET | % LEFT |
| GOOD PLACES TO LEARN | 905,310 | 1,780,912 | 49.2 | | 919,286 | 1,933,974 | 52.5 |
| FACILITY RENEWAL PROJECTS | 0 | 624,666 | 100.0 | | 0 | 624,666 | 100.0 |
| DEBT CHARGES BEFORE MAY, 1998 | 127,614 | 239,573 | 46.7 | | 162,955 | 311,506 | 47.7 |
| DEBT CHARGES AFTER MAY, 1998 | 0 | 117,487 | 100.0 | | 0 | 117,487 | 100.0 |
| NEW PUPIL PLACES | 1,423,455 | 2,082,470 | 31.7 | | 1,475,725 | 2,191,952 | 32.7 |
| AMORTIZATION & NET LOSS DISPOSALS | 0 | 9,120,304 | 100.0 | | 0 | 8,996,554 | 100.0 |
| TOTAL - CAPITAL AND OTHER EXPENDITUR | 2,456,379 | 13,965,412 | 82.4 | | 2,557,966 | 14,176,139 | 82.0 |

NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
 UPDATED UNAUDITED EXPENDITURE STATEMENT - CLOSED
 FOR THE PERIOD ENDED: JANUARY 31, 2014

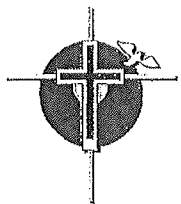
| ACCOUNT | THIS YEAR TO DATE | | | | LAST YEAR TO DATE | | | | |
|---------------------|-------------------|-------------|--------|--|-------------------|--|-------------|-------------|--------|
| | EXPENDED | BUDGET | % Left | | CHANGES | | EXPENDED | BUDGET | % Left |
| GRAND TOTAL- | 103,326,202 | 252,877,171 | 59.1 | | | | 100,387,235 | 251,780,708 | 60.1 |

Prepared by : William Tumath
 Finance Department

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: CORRESPONDENCE
CATHOLIC DISTRICT SCHOOL BOARD OF EASTERN
ONTARIO – FEBRUARY 10, 2014**



CATHOLIC DISTRICT SCHOOL BOARD OF EASTERN ONTARIO

Box 2222, 2755 Highway 43 - Kemptville, Ontario - K0G 1J0
Phone: 613-258-7757 Toll-Free: 1-800-443-4562 Fax: 613-258-7134
www.cdsbeo.on.ca



February 10, 2014

Ms. Kathy Burtnik
Chairperson
Niagara CDSB
427 Rice Road
Welland, ON L3C 7C1

Dear Ms. Burtnik:

Over the last several months, The Catholic District School Board of Eastern Ontario has discussed the need for there to be a truly Catholic voice for our students. Currently, only 11 Board's participate in the Catholic Board Council which is a branch of the Ontario Student Trustees Association (OSTA) which represents all public boards. For various reasons, many Boards have elected to not join the OSTA. As a result, those that have not joined, do not have a Student Trustee voicing their opinions on a variety of issues at the provincial level. The Board of Trustees of the CDSBEO feel that there should be a Student Trustee division within the ranks of OCSTA. This would ensure that ALL boards have students involved and all students in catholic boards would have their voice heard.

As a Board, we wrote to OCSTA asking for consideration of this venture. We presented our idea at the last OCSTA Regional Meeting. It was discussed at the OCSTA Legislative Committee Meeting on November 20, 2013. Recommendations from that meeting were discussed at the OCSTA Board of Directors meeting in December.

The CDSBEO will be introducing the attached resolution at the 2014 OCSTA AGM. I am writing to seek your support for this initiative. I would respectfully ask that you share this letter and resolution with all Trustees in your Board.

Together we can all work together to ensure that all of our Student Leaders have an opportunity to have a voice on Provincial Issues as part of OCSTA-the organization that represents all Catholic Trustees in the Province of Ontario. Should you have any questions or like further information, do not hesitate to contact me at brent.laton@cdsbeo.on.ca.

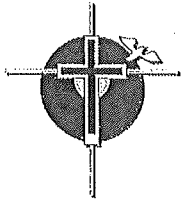
Yours in Catholic education,

Brent Laton
Chairperson, CDSBEO

cc: Trustees, CDSBEO

attachment

Learning and Growing Together in Christ



CATHOLIC DISTRICT SCHOOL BOARD OF EASTERN ONTARIO

Box 2222, 2755 Highway 43 - Kemptonville, Ontario - K0G 1J0
Phone: 613-258-7757 Toll-Free: 1-800-443-4562 Fax: 613-258-7134
www.cdsbeo.on.ca



Moved by: Ron Eamer **Board Name:** Catholic District School Board of Eastern Ontario

Seconded by: Todd Lalonde

Topic: Catholic Student Trustee

Whereas: Catholic School Boards strive to be inclusive of all;

Whereas: We need to enhance the strength of our Catholic Schools whenever possible;

Whereas: The student voice of all Catholic School Trustees needs to be heard;

Whereas: Communication with the students in our Catholic Schools is most important;

Whereas: Catholic School Trustees should be given an opportunity to gather to share their expertise and dialogue;

Whereas: We should use our Student Trustees to their maximum potential;

Whereas: OCSTA is the association that represents Catholic School Trustees in the province of Ontario;

Whereas: The Ontario Student Trustees' Association has a Catholic Board Council that only has eleven (11) Catholic Boards participating;

Therefore be it Resolved that:

OCSTA will move immediately to create a "Student Division" in our Association and that student trustees will be considered fully in the creation of all future Conference agendas.

EXPLANATION:

Creating a "Student Division" will create an opportunity for ALL Catholic Student Trustees to participate in ALL OCSTA Conferences and interact productively with their fellow Catholic Student Trustees.

Attendance by Catholic Student Trustees will provide them with a learning opportunity while at the same time providing us with a fresh set of eyes when discussing issues facing our Catholic Schools.

Learning and Growing Together in Christ

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: CORRESPONDENCE
SAINT MICHAEL CATHOLIC HIGH SCHOOL RECEPTION
OF J. TRUDEAU & K. WYNNE**

4143 Edward St.
Beamsville, ON
L0R 1B7

January 24, 2014

Ms. Kathy Burtnik
Chair, Board of Trustees, NCDSB
427 Rice Road
Welland, ON
L3C 7C1

Dear Ms. Burtnik:

Re: St. Michael Catholic H.S. Reception of J. Trudeau & K. Wynne

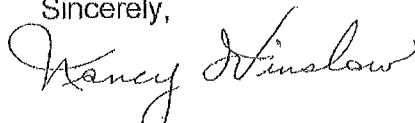
Through my local newspaper, *The News*, I read with dismay that on January 17th St. Michael Catholic High School welcomed Ontario Premier Kathleen Wynne and Liberal leader Justin Trudeau. Considering that these high ranking political leaders vigorously promote abortion, radical early sexual education, the homosexual lifestyle, and the legalization of marijuana, I question the merits of the example given to students by this show of solidarity with Ms. Wynne and Mr. Trudeau.

It is my firm conviction that those in authority at a Catholic school system have a duty to eschew actions that could scandalize students. I hope that in future the NCDSB will be careful not to show such open approval to individuals whose public policies are so drastically in opposition to the values and teachings of the Catholic Church.

I have also brought this matter to the attention of Mr. John Crocco and Bishop Bergie.

I would appreciate it if you would refer this letter to the Board of Trustees, and I look forward to their response.

Sincerely,

A handwritten signature in cursive script that reads "Nancy Winslow".

Nancy Winslow

REGIONAL NEWS



Saint Michael Catholic High School teaching chef Marlo Scozzafava, left, talks with Ontario Premier Kathleen Wynne, Niagara Falls Liberal candidate Joyce Morocco and federal Liberal leader Justin Trudeau Friday during a brief reception at the school Friday.

RICHARD HUTTON/
STAFF PHOTO

WYNNE

From Page 12

On the jobs front, Wynne said she was unaware of a letter she and six cabinet ministers, along with the government officials, had been sent by Peter Smith, CEO of Steep Building Systems, which wants to build a plant that would employ upwards of 300 people.

"The reason for my letter is simple," Smith wrote. "I want Ontario to prove to me they are committed to supporting a growth company of our size, have the ability to take a chain saw to red tape, and are able to provide a business environment which is globally competitive. We have gone from..."

which Smith said he sent Nov. 26.

"I don't have any knowledge of a particular company but certainly through Joyce we can make connections to the ministries to make sure he has the opportunity to talk to the right people. I can't comment on a proposal that I have not seen."

The stop at Saint Michael was one of several made by the Premier and Morocco. Besides the Fort Erie stop, the pair, sans Trudeau, also visited Niagara-on-the-Lake.

Meanwhile, an early poll conducted by Post Research has Progressive...

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: CORRESPONDENCE
PROPOSED OCSTA AMENDED AND RESTATED BY-LAW
NUMBER 2014-01**



Ontario Catholic School
Trustees' Association

P.O. Box 2064, Suite 1804
20 Eglinton Avenue West
Toronto, Ontario M4R 1K8
T. 416.932.9460 F. 416.932.9459
ocsta@ocsta.on.ca www.ocsta.on.ca

Marino Gazzola, *President*
Kathy Burtnik, *Vice President*
Kevin Kobus, *Executive Director*

February 11, 2014

TO: Chairpersons & Directors of Education

FROM: Marino Gazzola, President

RE: **Proposed OCSTA Amended and Restated By-Law Number 2014-01**

Please find attached the following documents:

- a. Proposed OCSTA Amended and Restated By-Law 2014-01 (Appendix 1)
- b. Letter dated January 24, 2014 from N. Tymochenko of Miller Thomson regarding requirements of the new Ontario Not-for-Profit Corporations Act - ONCA (Appendix 2)
- c. Current OCSTA Amended and Restated By-Law 2011-01 (Appendix 3)

The proposed Amended and Restated By-Law was reviewed by an ad hoc committee of OCSTA Directors and was presented at the February 7th. The following motion was passed:

That: once the draft by-law receives approval in principle by the OCSTA Board of Directors it will be circulated to Chairpersons and Directors of Education of all Catholic District School Boards to allow an opportunity for review and feedback.
There will be a deadline date for receipt of feedback.
The feedback will be reviewed by the Ad Hoc Committee and another draft will be provided to the OCSTA Directors for review and consideration at a Special Board Meeting.
Following the Special Board Meeting, a final draft will be provided to all trustees and subsequently presented for consideration and approval by the delegates at the Annual General Meeting in May.

Based on this motion, I would ask that your board provide any comment and/or suggested changes to me at mgazzola@ocsta.on.ca by **Thursday, March 20th** with a copy to Kevin Kobus at kkobus@ocsta.on.ca. In your response, please be sure to refer to the particular section numbers of the proposed Amended and Restated By-Law that pertain to your comments.

1/2

In reviewing the proposed Amended and Restated By-Law, you will note 19 footnotes. The sections referenced by these footnotes are being changed in order to comply with the requirements of the ONCA. As such, they are mandatory

Although you are encouraged to review the entire Amended and Restated By-Law, I will point out two significant changes.

1. The reference to Standing Committees and their Terms of Reference has been removed. This has been done to allow for greater flexibility.

2. Section 7.2 – Director Eligibility

This section has been considerably revised and abbreviated.

In particular, the following sections of the existing By-Law have been removed:

8.12 Additional Qualifications for Candidacy

Where a Region consists of more than one (1) Member Board, a Trustee Member is not eligible to be a candidate for nor hold the office of Regional Director if:

8.12.1 another Trustee Member of the same Member Board is a candidate for or holds the office of Regional Director; or

8.12.2 the President, Vice President or Past President is a Trustee Member of the same Member Board;

The proposed Amended and Restated By-Law eliminates these provisions. In doing so, if approved, it is possible for a Regional Director to be elected from the same board as a candidate or incumbent in the office of President, Vice President or Past President.

On behalf of the OCSTA Board of Directors, I thank you for your review of the proposed Amended and Restated By Law Number 2014-01.

I look forward to receiving your board's response by March 20, 2014.

Attachments

L:\USR\Group\OCSTA Constitution-Bylaws\Boards Memo.docx



Ontario Catholic School
Trustees' Association

**Amended and Restated
By-law Number 2014-01**

**A By-law Relating Generally to
the Conduct of Its Affairs**

DRAFT

ONTARIO CATHOLIC SCHOOL TRUSTEES' ASSOCIATION

AMENDED AND RESTATED BY-LAW NUMBER 2014- 1

A By-law relating generally
to the conduct of the affairs of
the
ONTARIO CATHOLIC SCHOOL TRUSTEES' ASSOCIATION

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ONTARIO CATHOLIC SCHOOL TRUSTEES' ASSOCIATION

WHEREAS the Ontario Catholic School Trustees' Association (hereinafter the "**Corporation**") was incorporated by Letters Patent issued under the Act and dated the 30th day of July, 1969, as amended by Supplementary Letters Patent dated July 11, 1979, June 18, 1997 and January 24, 2002;

AND WHEREAS it is considered expedient to enact a new General By-law relating generally to the conduct of the affairs of the Corporation, which complies with the requirements of the Ontario *Corporations Act* and will comply with the *Not-for-Profit Corporations Act* when the latter comes into force, and repeals all former By-laws of the Corporation;

BE IT THEREFORE ENACTED as By-law 2014-1 of the Corporation as follows:

0. INTRODUCTION

0.1 PREAMBLE

The wisdom, sacrifices and strivings of dedicated Canadians have created and preserved for us a school system that offers a God-centred vision of life, shaped by Jesus and his gospel, and open to the signs of the times under the guidance of the Holy Spirit.

The Corporation dedicates itself to the preservation of a school system in this province conceived in this belief and dedicated to this truth. To achieve these ends the following shall be the objectives of the Corporation.

0.2 OBJECTS

Whereas the Objects of the Corporation are:

1. TO maintain the constitutional rights of Roman Catholic School Boards and their supporters;
2. TO recommend improvements in the legislation and regulations affecting the Roman Catholic Schools of Ontario;
3. TO assist Catholic boards in attaining the highest standards in the operation of such schools by offering a medium for the exchange of information and the development of consensus among them;
4. TO promote knowledge of and appreciation for the aims and objectives of Catholic schools through conferences, meetings, exhibitions, research, publication of studies and the presentation of statements;
5. TO participate with organizations and authorities including the Catholic Bishops of Ontario, in elaborating and advancing mutually agreeable policies in favour of Catholic education;
6. TO cooperate in other relationships established to pursue progress in education;

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7. TO encourage local, regional, diocesan, provincial and national initiatives and support and/or sponsor programs apt to strengthen the competence and commitment of Catholic school trustees;
8. TO accept donations, gifts, legacies, bequests and grants in support of the aforesaid objects;
9. TO engage, or participate, in provincial labour negotiations on behalf of its Member Boards, or pursuant to legislation.

1. INTERPRETATION

1.1 Meaning of Words

In this By-law and in all other By-laws and resolutions of the Corporation unless the context otherwise requires:

- 1.1.1 the singular includes the plural;
- 1.1.2 the masculine gender includes the feminine;
- 1.1.3 "**Act**", unless qualified by the word "Education", means the *Corporations Act*, R.S.O. 1990, c.C.38, as amended from time to time;
- 1.1.4 "**Annual Meeting**" shall mean a meeting of the Members, as defined in Section 5.6 herein;
- 1.1.5 "**Articles**" means any document or instrument that modifies the letters patent of the Corporation, including supplementary letters patent, restated articles of incorporation, articles of amendment, articles of amalgamation, articles of arrangement, articles of continuance, articles of dissolution, articles of reorganization, or articles of revival;
- 1.1.6 "**Board**" shall mean the Board of Directors for the Corporation;
- 1.1.7 "**CCSTA**" means the Canadian Catholic School Trustees' Association;
- 1.1.8 "**CDSB**" means a Catholic District School Board in the Province of Ontario;
- 1.1.9 "**Committee**" means any committee of the Board established pursuant to this By-law but does not include the First Nation Trustees' Advisory Council;
- 1.1.10 "**Corporation**" means Ontario Catholic School Trustees' Association;
- 1.1.11 "**Director**" includes Elected and Regional Directors;
- 1.1.12 "**FTE**" means full time equivalent number of students calculated in accordance with Ontario Ministry of Education formulae;
- 1.1.13 "**Government Regulations**" means the regulations made under the Act or the ONCA, as applicable, as amended, restated or in effect from time to time;

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- 1.1.14 "**Member**" means an individual who is a Member of the Corporation, as defined in Section 4.2 of this By-law;
- 1.1.15 "**ONCA**" means the *Not-for-Profit Corporations Act*, S.O. 2010, c.15, as amended from time to time;
- 1.1.16 "**Ordinary Resolution**" means a resolution submitted to a meeting of Members and passed at the meeting, with or without amendment, by at least a majority of the votes cast, or consented to by a Written Resolution of the Members;;
- 1.1.17 "**Past President**" means the person who is qualified as a Director, whose term of office as President has most recently expired, and who is willing to serve as such;
- 1.1.18 "**President**", following the coming into force of the ONCA, means the Chair of the Board within the meaning of the ONCA;
- 1.1.19 "**Poll**" includes a vote in any written form;
- 1.1.20 "**Record Date**" means the date as of which the current membership of the Corporation is determined, which shall be fifty (50) days prior to the event or action to which the Record Date relates¹;
- 1.1.21 "**Region**" means a CDSB or group of CDSB's so designated for the purpose of selecting Regional Directors;
- 1.1.22 "**Regional Director**" means a Regional Director described in Section 6.1;
- 1.1.23 "**Resolution**" shall mean an Ordinary Resolution unless this By-law or the *Act* specifies otherwise;
- 1.1.24 "**Special Meeting**" shall mean a meeting of the Members as defined by Section 5.12 herein;
- 1.1.25 "**Special Resolution**" means:
- 1.1.25.1 while the Act is in force, a resolution approved by the Board and confirmed, with or without variation by two-thirds (2/3) of the vote cast at a meeting of Members called to consider the Special Resolution, or by the consent in writing of all of the Members; and
 - 1.1.25.2 following the coming into force of the ONCA, a resolution submitted to a Special Meeting duly called for the purpose of considering the resolution and passed at the meeting, with or without amendment, by at least two-thirds (2/3rds) of the votes cast, or consented to in writing by each Member of the Corporation entitled to vote at a meeting of the Members or by the Member's attorney;.

¹ Under S.54(1) of the ONCA, the record date must be less than 50 days prior to the event or action to which it relates.

1.2 Severability

Each of the provisions of this By-law shall be independent and severable, and the invalidity or unenforceability in whole or in part of any one or more of such provisions shall not be deemed to impair or affect in any manner the validity, enforceability or affect the remainder of the By-law, and in such event all the other provisions of this By-law shall continue in full force and effect as if such invalid provision had never been included herein.

2. HEAD OFFICE

2.1 Location of Head Office

The head office of the Corporation shall be in the City of Toronto in the Province of Ontario, and at such place therein as the Board may from time to time determine.

2.2 Directors Establish Provincial Office

The Board shall provide for a provincial office and staff to be named, remunerated and in all things supervised by the duly elected Officers of the Corporation and in accordance with the requirements of this By-law.

3. COAT OF ARMS AND CORPORATE SEAL

3.1 Coat of Arms

The official Coat of Arms of the Corporation shall be that approved by the Executive in 1955 - a facsimile whereof is appended hereto, and the motto of the Corporation shall be *Primo Prima* - "First Things First".

3.2 Seal

The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the Corporation.

4. MEMBERSHIP

4.1 Class of Membership

The Corporation shall have one class of Members.

4.2 Membership Eligibility

Subject to Section 4.4 of this By-law, all individuals who are currently elected Trustees of a CDSB shall be *Ex Officio* Members of the Corporation².

² Allowable under S.48(2) of ONCA.

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4.3 Membership Fee

The Board shall, from time to time, fix the annual membership fee and any additional assessment fees, which shall be payable by the CDSB's of which the Members are, respectively, Trustees.

4.4 Termination of Membership

A membership ceases to exist when:

4.4.1 the Member ceases to be eligible under a provision of the Act or this By-law;

4.4.2 the CDSB for which the Member is a Trustee fails to submit the annual membership fee and any assessment fees within ninety (90) days of receiving notice of the amount due;

4.4.2.1 Provided that the Board in its discretion may by resolution extend such time limit;

4.4.3 the Corporation is liquidated or dissolved.³

The termination of a membership for any reason does not affect the responsibility or the liability of their CDSB for payment on the Trustee's behalf of any membership fees or other assessment outstanding at the time of termination.

The rights of a Member, including any rights in the property of the Corporation, cease to exist on termination of the membership⁴.

4.5 Reinstatement of Membership

Any Member whose membership has been terminated due to the non-payment of a fee or assessment shall be reinstated without further formality upon receipt by the Corporation of the amount due.

4.6 Transferral of Membership

Membership is not transferrable.

5. MEETINGS OF MEMBERS

5.1 Minimum Requirement

The Corporation will hold at least one (1) meeting per year of the Members, and that shall be the Annual Meeting. Special Meetings shall be held as provided in Section 5.12 of this By-law.

³ These subsections are included to make applicable the operation of S.50(1) of the ONCA.

⁴ This sentence is included to make applicable the operation of S.50(2) of the ONCA.

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5.2 Date, Time and Place of Meetings

The Annual and any Special Meetings of the Members shall be held at such time and on such day as the Board shall appoint, at the Head Office of the Corporation or elsewhere in Ontario as the Board may determine.

5.3 Admission to Meetings

Meetings of the Members shall be open only to:

- 5.3.1 Members eligible to vote, as defined by Section 5.4 herein;
- 5.3.2 Directors;
- 5.3.3 The auditor, if an Annual Meeting;
- 5.3.4 such other persons who are entitled or required under any provision of the Act or the ONCA, as applicable, the Articles or By-Laws of the Corporation to be present at the meeting;
- 5.3.5 CDSB Directors of Education; and
- 5.3.6 CDSB Student Trustees and other Persons, if admitted at the invitation of the Chair or by Resolution of the Members.

5.4 Member Eligibility to Vote

Only those Members who are Trustees of CDSB's which have paid the annual membership and any outstanding assessment fees as of the Record Date, will be eligible to vote at a meeting of the Members.

5.5 Voting by Members

- 5.5.1 The method of voting at any meeting of Members shall be determined by the chair of the meeting prior to any vote being taken. Each Member shall have one (1) vote on each question raised at any meeting of the Members, and all questions shall be determined by Ordinary Resolution, unless otherwise required by the By-Laws, the Act or the ONCA, as applicable. In the case of an equality of votes, the vote shall be deemed to have been lost.
- 5.5.2 Notwithstanding registration at a meeting, no Member shall be entitled to vote at meetings of the Corporation unless present at such meeting in person or by proxy; for the purposes of this Section 5.5, a person is not present at the meeting unless the person (or the proxy) is physically present in the room or other space (including overflow space) in which the meeting is conducted;
- 5.5.3 At all meetings of Members every question shall be decided by a show of hands unless otherwise required by the By-Laws, the Act or the ONCA, as applicable, or unless a ballot is required by the chair of the meeting or requested by any Member. Whenever a vote by show of hands has been taken upon a question, unless a ballot is requested, a declaration by the chair of the meeting that a resolution has been carried or lost by a particular majority and an entry to that effect in the minutes of the Corporation is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

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5.6 Ballot

A Member can demand a ballot during the meeting either before or after any vote by show of hands. If at any meeting a vote by ballot is requested on the election of a chair, it must be taken forthwith without adjournment. If a vote by ballot is requested on any other question, it shall be taken in the manner and time as the chair of the meeting directs. The result of a vote by ballot shall be deemed to be the resolution of the meeting at which it was requested. A request for a vote by ballot may be withdrawn at any time prior to the taking of the ballot.

5.7 Proxy Voting

Every Member entitled to vote at a meeting of the Members may by means of proxy appoint a proxyholder, or one or more alternate proxyholders, as the Member's nominee to attend and act at the meeting in the manner and to the extent and with the authority conferred by the proxy, the ONCA, and the Government Regulations.

A proxy must be:

- 5.7.1 in writing;
- 5.7.2 signed by the Member or the Member's Attorney,
- 5.7.3 be deposited with the Secretary of the Corporation no later than forty-eight (48) hours, excluding Saturdays and holidays, before any meeting or continuance of an adjourned meeting of the Members;
- 5.7.4 in such form as the Board prescribes; and
- 5.7.5 meet any additional requirements of the Act or its Regulations;

A proxy shall only be valid at the meeting in respect of which it is given, or if that meeting is adjourned, at the meeting that continues the adjourned meeting.

A proxy may be revoked by a Member by depositing a written and signed revocation which must be received at the registered head office of the Corporation at any time up to and including the last business day before the meeting at which the proxy is to be used, or by depositing same with the chair of the meeting on the day of the meeting.

The Corporation shall send, or otherwise make available, the form of proxy to each Member who is entitled to receive notice of the meeting concurrently with or before giving notice of the meeting.⁵

5.8 Business at Annual Meetings

Annual Meetings shall be called by the Board, and shall be held no later than fifteen (15) months after the preceding Annual Meeting, on such a day and place as the Board shall determine⁶.

The agenda for the Annual Meeting shall include the following matters of business:

⁵ Required under Part VI of the ONCA.

⁶ Required under S.52(1) of the ONCA.

- 5.8.1 consideration of the minutes of the previous Annual Meeting;
- 5.8.2 consideration of any proposed By-law amendments;
- 5.8.3 consideration of Resolutions submitted by CDSB's in accordance with Section 5.9;
- 5.8.4 consideration of the financial statements of the Corporation;
- 5.8.5 appointment of the auditor;
- 5.8.6 approval of the auditor's report;
- 5.8.7 election of the President, Vice President, and CCSTA Representative, if an even numbered year;
- 5.8.8 introduction of Regional Directors present; and
- 5.8.9 any Members' proposals, received in accordance with Section 5.9 herein.

5.9 Resolutions from CDSB's

Any CDSB may submit a Resolution for consideration at an Annual Meeting to address any challenge or opportunity which affects Catholic education in Ontario, subject to the following:

- 5.9.1 each such Resolution shall have been received at the Head Office of the Corporation not less than sixty (60) days prior to the date of the Annual Meeting;
- 5.9.2 each such Resolution shall have been considered and reported upon by a Committee of the Board, or by the Board of Directors;
- 5.9.3 each such Resolution shall be circulated among all CDSB's not less than thirty (30) days prior to the Annual Meeting;
- 5.9.4 each such Resolution shall be included in the notice of the Annual Meeting; and
- 5.9.5 no such resolution shall be acted upon unless approved by a majority of the votes cast at an Annual Meeting.

5.10 Members' Proposal Right

Through their CDSB, any Member entitled to vote at an Annual Meeting may give the Corporation notice of a proposal which the Member would like to have considered at the meeting.⁷

Provided that the proposal is received at least sixty (60) days prior to the date of the meeting, the Corporation shall refer it to a Committee of the Board or as determined by the Board of Directors, for review and consideration, and shall include it with the notice of the meeting sent to all Members. If the Member so requests, the Corporation shall also include a statement by the Member in support of the proposal, not to exceed 500 words, and/or the Member's name and address. The proposal along with the Committee's report, if any, will be tabled at the Annual Meeting, at which the Member making the proposal may read aloud the resolution proposed.

⁷ Required by S.56 of the ONCA.

Notwithstanding the above, the Corporation may refuse to send the proposal to the Members if:

- 5.10.1 it clearly appears that the primary purpose of the proposal is to enforce a personal claim or redress a personal grievance against the corporation or its Directors, Officers, Members or debt obligation holders;
- 5.10.2 it clearly appears that the proposal does not relate in a significant way to the activities or affairs of the Corporation, as outlined in the corporate Objects; [see art. 0.2]
- 5.10.3 not more than two years before the receipt of the proposal, the Member failed to present in person or by proxy, if authorized by the By-law, at a meeting of the Members, a proposal that had been included in a notice of meeting at the Member's request;
- 5.10.4 substantially the same proposal was submitted to Members in a notice of a meeting of the Members held not more than two years before the receipt of the proposal and the proposal was defeated; or
- 5.10.5 the rights conferred by this section are being abused to secure publicity.

5.11 Members' Discussion Rights

Any Member entitled to vote at an Annual Meeting is entitled to raise for discussion at that meeting any matter with respect to which the Member would have been entitled to submit a proposal, subject to the conditions outlined in Sections 5.10.1 to 5.10.5.⁸

- 5.11.1 Provided however that if such Member continues such discussion for three minutes or more, the Chair of the meeting may interrupt the Member and permit others to speak and/or make any subsidiary motion related thereto.

5.12 Special Meetings

The Board, the President or the Vice President may call a Special Meeting of the Members at any time, the nature of which must be specified in the notice to call the meeting.

The President shall call a Special Meeting upon the written request of the Members of the Corporation who hold at least ten (10) per cent of the votes that may be cast at a meeting of the Members sought to be held, within twenty-one (21) days after receiving such a request, failing which any Member who signed the request may call a Special Meeting, provided that the business of the meeting as stated in the requisition does not include a matter described in Subsections 5.10.1 through 5.10.5⁹.

No other business other than that which is specified in the notice shall be transacted¹⁰.

⁸ S.56(1)(b) of the ONCA.

⁹ S.60(1).

¹⁰ S.55(8).

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5.13 Adjournments

Members' meetings may be adjourned to any time, and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment and an adjournment may be made notwithstanding that no quorum is present.

5.14 Quorum

Quorum for any meeting of the Members shall require the presence in person, by proxy, of not less than a total of forty (40) current Members.

5.15 Effect of Loss of Quorum

In the event that a quorum is lost at any meeting of Members,

5.15.1 if, in the opinion of the chair of the meeting, such loss of quorum is temporary and likely to be short-lived, the chair of the meeting shall have the authority to forthwith declare a recess for any period of time not exceeding one hour;

5.15.2 if,

5.15.2.1 in the opinion of chair of the meeting, such loss of quorum is not temporary and likely to be short-lived, or

5.15.2.2 having declared a recess, a quorum is not present at the end of the recess,

the meeting shall stand adjourned, to be reconvened at the call of the President.

5.16 Notice of Meetings

Written notice of the time and place of a meeting, stating the nature of the business to be transacted in sufficient detail to permit a Member to form a reasoned judgement on the business, and stating the text of any Resolution to be submitted to the meeting, shall be sent to all Members entitled to receive notice, all Directors, and if an Annual Meeting then to any person appointed to conduct an audit or review engagement of the Corporation, not less than ten (10) and not more than fifty (50) days before the date on which the meeting is to take place.

No error or omission in giving notice of any meeting or any adjourned meeting of the Members shall invalidate such meeting or make void any proceedings taken thereat. Any Member may waive notice of a meeting at any time and may ratify, approve and confirm any or all proceedings taken thereat.

5.17 Appointment of Returning Officer

Prior to every meeting of Members, the Board shall appoint a Returning Officer, and may appoint one or more Deputy Returning Officers, to supervise any vote by ballot which takes place at the meeting. The appointment of the Returning Officer (and Deputy Returning Officers, if any) may be challenged by motion prior to the first call by the chair for a vote on any question at the meeting, and if such motion is successful, an appropriate replacement shall be selected by the meeting forthwith.

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5.18 Authority of Returning Officer

The Returning Officer shall have full and final authority on any question as to:

- 5.18.1 the qualifications of any person to cast a ballot;
- 5.18.2 the validity of proxies;
- 5.18.3 whether any ballot is to be counted or declared spoiled;
- 5.18.4 the counting of ballots;
- 5.18.5 the results of the balloting and announcement thereof to the meeting;
- 5.18.6 and generally over the supervision of balloting subject to any specific authority vested by this By-law in the Chairperson of the meeting;

Provided that where any duty is performed by the Deputy Returning Officer, the absence or inability of the Returning Officer shall be presumed with reference thereto.

6. REGIONS

6.1 Criteria for Determining Regions and Representation

The criteria for determining the boundaries of and the representation by Regions shall be as follows:

- 6.1.1 CDSB's with a student enrolment of less than 35,000 FTE shall be grouped with other similarly sized CDSB's in a contiguous geographic area to form a Region, and such Region shall be entitled to select one (1) Regional Director if the combined student enrolment is less than 75,000 FTE, and shall be entitled to select two (2) regional Directors if the combined student enrolment is greater than 75,000 FTE;
- 6.1.2 CDSB's with a student enrolment in excess of 35,000 FTE but less than 75,000 FTE shall constitute a Region, and such Region shall be entitled to select one (1) Regional Director; and
- 6.1.3 CDSB's with a student enrolment in excess of 75,000 FTE shall constitute a Region, and such Regions shall be entitled to select two (2) Regional Directors to the Board.

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6.2 Division into Regions

The Province of Ontario shall be divided into twelve (12) Regions for the purpose of selecting Regional Directors, and the number of Regional Directors respectively for such Region shall be as follows:

| Region | Catholic District School Board | Number of Directors |
|--------|---|---------------------|
| 1. | Huron-Superior Catholic District School Board Nipissing-Parry Sound Catholic District School Board Northeastern Catholic District School Board Sudbury Catholic District School Board | 1 |
| 2. | Kenora Catholic District School Board Northwest Catholic District School Board Superior North Catholic District School Board Thunder Bay Catholic District School Board | 1 |
| 3. | Northern Regions No. 1 & 2 (at large) | 1 |
| 4. | Brant Haldimand-Norfolk Catholic District School Board Bruce-Grey Catholic District School Board Huron-Perth Catholic District School Board Waterloo Catholic District School Board Wellington Catholic District School Board | 1 |
| 5. | London District Catholic School Board St. Clair Catholic District School Board Windsor-Essex Catholic District School Board | 1 |
| 6. | Toronto Catholic District School Board | 2 |
| 7. | Dufferin-Peel Catholic District School Board | 2 |
| 8. | York Catholic District School Board | 1 |
| 9. | Durham Catholic District School Board Peterborough, Victoria, Northumberland & Clarington Catholic District School Board Simcoe-Muskoka Catholic District School Board | 1 |
| 10. | Algonquin & Lakeshore Catholic District School Board Catholic District School Board of Eastern Ontario Renfrew County Catholic District School Board | 1 |
| 11. | Halton Catholic District School Board Hamilton-Wentworth Catholic District School Board Niagara Catholic District School Board | 2 |
| 12. | Ottawa Catholic School Board | 1 |
| | TOTAL | 15 |

6.3 Regions to Create Offices

Each Region shall create and maintain the offices corresponding to and named, respectively, the offices listed in Subsection 7.1.4.

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6.4 Amendment

If and whenever the criteria set out in this Article 6 so requires, the Members shall, by Special Resolution, alter the boundaries of the Regions and the number of Regional Directors accordingly, so as to take effect at the selection of Directors next following the confirmation of such Special Resolution by the Members.

7. BOARD OF DIRECTORS

7.1 Board Composition

The affairs of the Corporation shall be managed by a Board composed of eighteen (18) Directors, as follows:

- 7.1.1 The President who shall be elected by the Members; and
- 7.1.2 The Vice President who shall be elected by the Members.
- 7.1.3 The Past President;
- 7.1.4 Fifteen (15) Directors being the incumbents for the time being of the following offices:
 - 7.1.4.1 Regional Director for Region One;
 - 7.1.4.2 Regional Director for Region Two;
 - 7.1.4.3 Regional Director for Region Three;
 - 7.1.4.4 Regional Director for Region Four;
 - 7.1.4.5 Regional Director for Region Five;
 - 7.1.4.6 Regional Director A for Region Six;
 - 7.1.4.7 Regional Director B for Region Six;
 - 7.1.4.8 Regional Director A for Region Seven;
 - 7.1.4.9 Regional Director B for Region Seven;
 - 7.1.4.10 Regional Director for Region Eight;
 - 7.1.4.11 Regional Director for Region Nine;
 - 7.1.4.12 Regional Director for Region Ten;
 - 7.1.4.13 Regional Director A for Region Eleven;
 - 7.1.4.14 Regional Director B for Region Eleven;
 - 7.1.4.15 Regional Director for Region Twelve.

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7.2 Director Eligibility

The following persons are disqualified from being a Director:

- 7.2.1 A person who is not an individual;
- 7.2.2 A person who is under eighteen (18) years of age;
- 7.2.3 A person who has been found under the *Substitute Decisions Act*, S.O. 1992, c. 30 or under the *Mental Health Act* R.S.O. 1990 c. M.7 to be incapable of managing property;
- 7.2.4 A person who has been found to be incapable in any court in Canada or elsewhere;
- 7.2.5 A person who has the status of bankrupt¹¹;
- 7.2.6 A person who is not a Member.

7.3 Election of President and Vice President

The President and Vice President shall be elected at Annual Meetings held in even numbered years.

Where there are more candidates nominated than there are positions to be filled by election, there shall be an election conducted by ballot, and for this purpose, there shall be a separate ballot for the election of each of the President and the Vice-President.

The Returning officer shall report to the Members the number of ballots cast for each candidate, the total number of ballots cast, the number of spoiled ballots, and the number of ineligible ballots.

7.4 Selection Process for Regional Directors

No particular manner or method is prescribed for how each Region selects its Regional Director. The CDSB's comprising each Region, therefore, shall devise and adopt a fair, equitable and democratic process by which their Regional Director is selected, in accordance with Board guidelines, provided however, that:

- 7.4.1 Regional Directors from CDSB's described in Section 6.1.1 shall be selected in odd numbered years, and Regional Directors described in Sections 6.1.2 and 6.1.3 shall be selected in even numbered years; and
- 7.4.2 the selection process once adopted may not be altered more frequently than every second year, and in any event not later than one hundred and eighty (180) days prior to the second Annual Meeting following the previous use of the process.

¹¹ 7.1.1 to 7.1.5 correspond to Sections 23(1)1 to 5 of the ONCA.

7.5 Failure to Agree Upon Regional Director Selection Process

In the event that the CDSBs comprising a Region are unable to reach a consensus as to the process to be adopted for that Region for the selection of its Regional Director, any CDSB within that Region may refer the selection process to the Board; and upon referral:

- 7.5.1 the Board shall give notice to the other CDSBs within that Region, requesting each to make representations to the Board within thirty (30) days after the notice, as to the selection process to be adopted;
- 7.5.2 within a further thirty (30) days, the Board shall consider all representations received from the CDSBs within that Region, and determine the process by which such Regional Director is selected;
- 7.5.3 such determination by the Board shall be final and binding for such Region and from which there is no right of appeal, but without prejudice to the right to adopt a new selection process subject to the limitations described in clause 7.4.2.

7.6 CCSTA Representative

The Corporation's CCSTA Representative(s) shall be elected by the Board, in even numbered years, for a two year term. Any vacancy shall be similarly filled by Board election.

7.7 Termination

A Director ceases to hold office when he or she:

- 7.7.1 submits their written resignation to the President, specifying the date upon which it shall become effective;
- 7.7.2 becomes deceased.
- 7.7.3 ceases to be eligible to be a Director, as prescribed in this Article 7;
- 7.7.4 is terminated as a Member, in accordance with Section 4.4 herein;

and an elected Director further ceases to hold office when he or she:

- 7.7.5 is removed by Ordinary Resolution of the Members at a Special Meeting of which notice of the intention to pass such a resolution has been given

7.8 Vacancies

If, for any reason, there is a vacancy in the office of:

- 7.8.1 **President**, then the Vice-President shall automatically assume the office of President for the balance of the unexpired term of office;
- 7.8.2 **Vice-President**, then the Directors shall appoint a Regional *Ex-Officio* Director to assume the office of Vice-President for the balance of the unexpired term of office;
- 7.8.3 **President and Vice-President**, then the Directors shall appoint one of their number to assume each of the offices of President and Vice-President for the balance of the respective unexpired terms of office;

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7.8.4 **Past President**, the person who is the next most recent former President who is willing to assume the office shall automatically assume the office of Past President for the balance of the unexpired term of office; and if none, the office shall remain vacant until there is a person eligible and willing to assume the office; and if none, the office shall remain vacant until the next Annual Meeting at which a new President is to be elected;

7.8.5 **Regional Director**, then the Members of the Region from which the vacancy occurred shall elect a person who is qualified to assume the office for the balance of the unexpired term, provided however that, where there is still a quorum of the Board in office and a vacancy occurs during the six months prior to a scheduled annual meeting, the election to fill such vacancy shall be deferred to such Annual Meeting.

7.9 Remuneration of Directors

The Directors shall receive no remuneration for acting as such provided that a Director may be paid reasonable expenses incurred by him or her in the performance of his or her duties.

7.10 Term

The term of office shall be for two years,

7.10.1 in the case of the President, Vice-President and CCSTA Representative commencing at the adjournment of the Annual Meeting at which they are elected, and

7.10.2 in the case of a Regional Director, at the adjournment of the first Annual Meeting following such Regional Director's selection,

ending at the adjournment of the second Annual Meeting thereafter and when the successor in office is chosen.

7.11 Limit on Term of Office

A person is not qualified to serve, and shall not serve, for more than one successive term in any one of the positions of President, Vice-President or CCSTA Representative; and for the purpose of calculating the limit on the term of office:

7.11.1 service in office by appointment to fill a vacancy of eighteen (18) months or longer shall be deemed to be service for one term of office; and

7.11.2 service in office by appointment to fill a vacancy of less than eighteen (18) months shall be deemed not to be service in office.

7.12 Nomination for President and Vice President

A nomination for the election of President and Vice-President shall conform to the following requirements:

7.12.1 such nomination shall be in writing in a form approved from time to time by the Board and circulated among CDSB's with the notice of the Annual Meeting at which the election is to take place;

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7.12.2 such nomination shall include the consent of the nominee, and shall identify the name of and be signed by each of the mover, seconder and nominee, each of whom shall be qualified to hold the office for which the nomination is made, and in each case identifying by name the CDSB of which such Member is a Trustee;

7.12.3 such nomination shall be received at the Corporation Head Office not later than twenty-one (21) days prior to the time fixed in the notice of meeting for the call to order of the first plenary session at the Annual Meeting, provided however that if no nominations within the time so limited, nominations shall remain open until but not later than two hours and fifteen minutes prior to the time fixed in the notice for the call to order of the first plenary session at the Annual Meeting;

Notwithstanding the above, a Member may nevertheless propose a nomination at the Annual Meeting, and if such a nominee consents, that nomination will be added to the slate of nominees presented to the Members for election¹².

7.13 Standard of Care of Directors

Every Director in exercising his or her powers and discharging his or her duties to the corporation shall:

7.13.1 act honestly and in good faith with a view to the best interests of the corporation; and

7.13.2 exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances¹³.

Every Director will comply with the Act and its Regulations, and the Corporation's Articles, By-laws, policies and Code of Conduct.¹⁴

8. BOARD MEETINGS

8.1 Confidentiality

All information pertaining to the affairs of the Corporation which are brought before the Board, including but not limited to agenda items for Board decision, background materials relating to those decision items, staff reports, and the content of debate and discussion which takes place at Board and Board committee meetings, shall be treated by Directors as strictly confidential unless declared to be otherwise by Board resolution, pursuant to the Standard of Care owed to the Corporation.

8.2 Calling of Meetings

At least three meetings of the Board of Directors shall be held between Annual Meetings of the Members. In addition, meetings of Board of Directors

8.2.1 may be called by the President, and

¹² ONCA Section 56(5).

¹³ ONCA Section 43(1).

¹⁴ ONCA Section 43(2).

8.2.2 shall be convened by the Executive Director upon direction in writing of five (5) Directors.

8.3 Regular Meetings

The Board may appoint one or more days in each year for regular meetings of the Board at a set place and time. A copy of any resolution of the Board fixing the place and time of such regular meetings of the Board shall be sent to each Director as soon as possible after being passed, but no other notice shall be required for any such regular meeting except as may be required pursuant to the Act or the ONCA, as applicable

The Board shall hold a meeting within seven (7) days following the Annual Meeting of the Members of the Corporation for the purpose of organization, the election and appointment of officers and the transaction of any other business.

8.4 Place of Meetings

Meetings of the Board and of the Committees of the Board may be held at any place within Ontario, as designated in the notice calling the meeting.

8.5 Quorum for Meeting of Directors

A quorum for the transaction of business at meetings of the Board shall be the smallest whole number that is not less than a majority of the number of Directors, and, subject to the proviso set out in subsection 9.3.1, no business shall be transacted at any meeting unless the requisite quorum is present at the commencement of such business.

8.6 Meetings by Electronic Conference¹⁵

A Director may participate in a meeting of the Board or a committee of the Board by telephonic or electronic means that permit all participants to communicate adequately with each other during the meeting. A Director so participating in a meeting is deemed to be present at the meeting.

Provided that at the outset of each such meeting, and whenever votes are required, the Chair of the meeting shall call roll to establish quorum, and shall, whenever not satisfied that the proceedings of the meeting may proceed with adequate security and confidentiality, unless a majority of the persons present at such meeting otherwise require, adjourn the meeting to a predetermined date, time and place.

8.7 Voting

Questions arising at any meeting of the Board shall be decided by a majority vote. In the case of an equality of votes, the question shall be deemed to have been lost. At all meetings of the Board, every question shall be decided in the usual way by assent or dissent unless a poll on the question is required by the Chair or requested by any Director.

¹⁵ Section 34(6) of ONCA allows the By-law to specify either that there may be no electronic participation, or electronic participation upon the unanimous consent of Directors, or as is provided here, that there is the right to participate electronically unless the Chair identifies a security or confidentiality concern.

A declaration by the Chair that a resolution has been carried and an entry to that effect in the minutes is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution.

8.8 Written Resolutions

Subject to the *Act*, a resolution in writing, signed by all the Directors entitled to vote on that resolution at a Board or Committee meeting, is as valid as if it had been passed at a meeting of the Board or Committee called, constituted and held for that purpose.

8.9 Notice of Meetings of Directors

Notice of meetings other than regularly scheduled meetings of the Board shall be given to each Director by one of the following methods:

- 8.9.1 by telephone, facsimile, email or other electronic method not less than twenty-four (24) hours before the meeting is to take place; or
- 8.9.2 by prepaid letter post not less than fifteen (15) days before the meeting is to take place,

provided however that a meeting of Directors shall be held without notice immediately following the annual meeting of the Corporation.

The statutory declaration of the Executive Director or the President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice.

No formal notice of a meeting is necessary if all the Directors are present or if those absent have signified their consent to the meeting being held without notice and in their absence.

9. CONFLICT OF INTEREST¹⁶

9.1 Disclosure Required

As required by the Act or the ONCA, a Director or officer of the Corporation who:

- 9.1.1 is a party to a material contract or transaction, or a proposed material contract or transaction with the Corporation; or
- 9.1.2 is a Director, officer, or has an immediate material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation,

shall disclose to the Board, or request to have entered in the minutes of Board meetings, the nature and extent of such interest.

9.2 Timing of Disclosure

This disclosure shall be made, in the case of a Director:

¹⁶ Adapted from ONCA Section 41.

- 9.2.1 at the meeting at which a proposed contract or transaction is first considered;
- 9.2.2 if the Director was not then interested in a proposed contract or transaction, at the first meeting after which the Director becomes so interested;
- 9.2.3 if the Director becomes interested after a contract is made or a transaction is entered into, at the first meeting after which they become so interested; or
- 9.2.4 if a person who is interested in a contractor transaction later becomes a Director, at the first meeting after which they become a Director,

and the disclosure shall be made in the case of an officer:

- 9.2.5 forthwith after the officer becomes aware that the contract or transaction or proposed contract or transaction is to be considered or has been considered at a meeting of Directors;
- 9.2.6 if the officer becomes interested after a contract is made or a transaction is entered into, forthwith after he or she becomes an officer;
- 9.2.7 if a person who is interested in a contract or transaction later becomes an officer, forthwith after he or she becomes an officer.

9.3 Duty After Disclosure

A Director who has an interest as defined herein shall not attend any part of a Board or Committee meeting during which the contract or transaction is being discussed, and shall not vote on any Resolution to approve the contract or transaction.

- 9.3.1 Provided that if quorum does not exist for the purpose of voting on a Resolution to approve a contract or transaction only because a Director is not permitted to be at a meeting due to a conflict of interest, the remaining Directors are deemed to constitute a quorum for the purpose of voting on that resolution.

10. OFFICERS OF THE CORPORATION

10.1 Officers

The officers of the Corporation shall be:

- 10.1.1 the President,
- 10.1.2 the Vice-President,
- 10.1.3 the Past President,

each of whom shall be a Member;

- 10.1.4 an Executive Director who shall also be the Secretary, but shall not be a person who is a Member;
- 10.1.5 a Chaplain, who may but need not be a Member.

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10.2 Standard of Care of Officers

The provisions of Section 7.13 apply with necessary variations to the officers of the Corporation.

10.3 Duties of the President

The President:

10.3.1 shall when present, preside as Chair at all meetings of Members of the Corporation, and at all meetings of the Board;

10.3.1.1 Provided however that the President may delegate any part or parts of such duty to preside over the Annual Meeting to any person;

10.3.2 shall be a member of every Committee;

10.3.3 shall have the other powers and duties from time to time prescribed by the Board or incident to the office.

10.4 Duties of the Vice-President

During the absence or inability to act of the President, the duties and powers of the office may be exercised by the Vice-President. Without limiting the generality of the foregoing, when delegated by and in the absence of the President, the Vice-President shall have the right to attend and to vote at all Committee meetings at which the President has the right to attend and vote. If a Vice-President exercises any of those duties or powers, the absence or inability to act of the President shall be presumed with reference thereto. The Vice-President shall also perform the other duties from time to time prescribed by the Board of Directors or incident to the office.

10.5 Absence of President and Vice-President

In the event that either the President or the Vice-President is unable to fulfil a particular obligation of the office, such officer may delegate responsibility for the task to another Director. Where a President or Vice President is unable to fulfill the duties and powers of the office, the Board may from time to time appoint another Director for that purpose. Where such other Director exercises any such duty or power, the absence or inability of the President and the Vice-President shall be presumed with reference thereto.

10.6 Duties of Executive Director

The Executive Director shall:

10.6.1 be the non-voting *ex officio* clerk of the Board and of every committee established by or under the By-laws of the Corporation;

10.6.2 attend all meetings of the Board and record all facts and minutes of all proceedings in the books kept for that purpose;

10.6.3 give all notices required to be given to Members and to Directors;

10.6.4 shall be the custodian of the seal of the Corporation and of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation and as are required by the Act and this By-law, the same being

delivered up only when authorized by a resolution of the Board to do so and to such person or persons as may be named in the resolution; and

10.6.5 shall perform such other duties as may from time to time be determined by the Board.

10.7 Other Officers

The Board of Directors may appoint other officers, including without limitation, Honorary Officers, and agents (and with such titles as the Board of Directors may prescribe from time to time) as it considers necessary and all officers shall have the authority and perform the duties from time to time prescribed by the Board of Directors. The Board of Directors may also remove at its pleasure any such officer or agent of the Corporation. The duties of all other officers of the Corporation appointed by the Board of Directors shall be such as the terms of their engagement call for or the Board of Directors prescribes.

10.8 Bonding of Officers

The Executive Director and any other officer, agent or employee of the Corporation who may be designated by the Directors shall furnish a bond in such amount and with such sureties as the Directors may approve. The cost of the said bonds shall be paid by the Corporation and they shall be deposited and kept as the Directors may direct.

10.9 Appointment and Duties of Chaplain

The Chaplain of the Corporation shall:

10.9.1 be appointed annually by the Board on the nomination of the Association of Catholic Bishops of Ontario;

10.9.2 invoke Divine Guidance on all meetings of the Corporation and of the Directors; and

encourage the Directors to bring a gospel perspective and the riches of the Catholic Tradition to current issues and decision-making.

11. COMMITTEES OF THE BOARD

11.1 Executive Committee

There shall be an Executive Committee composed of the President, Vice President and Past President with authority to act on behalf of the Board with regard to urgent matters which may arise between Board meetings, provided that all decisions taken in the absence of the Board shall be reported at the next Board meeting.

11.2 Committees Generally

Subject to the Act or the ONCA as applicable, the Articles, and the By-Laws, the Board may, by Board Regulation, appoint such standing and ad hoc committees as it deems appropriate from time to time and set the rules governing such committees.

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11.3 Limits on Authority of Committees¹⁷

No committee, including the Executive Committee (if any), has authority to:

- 11.3.1 submit to the Members any question or matter requiring approval of the Members;
- 11.3.2 fill a vacancy among the Directors or in the office of Auditor or of a person appointed to conduct a review engagement of the Corporation;
- 11.3.3 appoint additional Directors;
- 11.3.4 issue debt obligations except as authorized by the Board;
- 11.3.5 approve any financial statements;
- 11.3.6 adopt, amend or repeal any By-Law; or
- 11.3.7 establish contributions to be made, or dues to be paid, by Members.

11.4 Rules Governing Committees

Except where otherwise provided in the By-laws of the Corporation, all Committees, excluding the Committee of the Whole Board and the Executive Committee, are subject to the following:

- 11.4.1 a Committee shall be composed of not less than three (3) Directors¹⁸;
- 11.4.2 the committee members shall be appointed by the Board of Directors, on the nomination of the President, from among the Members of the Corporation;
- 11.4.3 the members of the Committee shall select the Committee chairperson;
- 11.4.4 a member of a Committee shall serve for a term ending at the annual meeting of Members following appointment, and is eligible for reappointment for one or more additional terms;
- 11.4.5 each Committee shall meet at least annually, and more frequently at the will of its Chairperson or as required by its terms of reference;
- 11.4.6 a Committee shall carry out such additional or amended duties or tasks as may be determined by the Board from time to time, regardless of its Terms of Reference or the Terms of Reference of any other Committee;
- 11.4.7 each Committee shall be responsible to, and shall report regularly to the Board;
- 11.4.8 subject to any rules established by the Board, a quorum for the holding of a Committee meeting consists of the lesser of
 - 11.4.8.1 a majority of a Committee,

¹⁷ Required by Section 36(2) of the ONCA.

¹⁸ Note that quorum is defined in section 11.10.8 as requiring at least three Directors, but could be changed to a majority or two-thirds of committee members if greater flexibility is preferred.

and

11.4.8.2 three (3) members of a Committee,

and otherwise each Committee may establish its own rules of procedure and may appoint subcommittees;

11.4.9 if and whenever a vacancy exists on a Committee, the remaining Committee members may exercise all of the Committee's powers so long as a quorum remains on the Committee, but the Board shall in any event appoint a replacement to fill any vacancy as soon as practicable.

12. PROTECTION OF DIRECTORS AND OFFICERS

12.1 Directors and Officers Liability Exclusion

Absent the failure to act in accordance with the Standard of Care as outlined in Section 7.13 or Section 10.2 in the performance of the duties of office, and save as may be otherwise provided in any legislation or law, no present or past Director or officer of the Corporation shall be personally liable for any loss or damage or defaults of such Director or officer or of any other Director or officer or employee, servant, agent, volunteer or independent contractor arising from any of the following:

12.1.1 insufficiency or deficiency of title to any property acquired by the Corporation or for or on behalf of the Corporation;

12.1.2 insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the Corporation shall be placed out or invested;

12.1.3 loss or damage arising from the bankruptcy or insolvency of any person, firm or corporation including any person, firm or corporation with whom or which any monies, securities or effects shall be lodged or deposited;

12.1.4 loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with monies, securities or other assets belonging to the Corporation;

12.1.5 loss, damage or misfortune whatever which may occur in the execution of the duties of the Director's or officer's respective office or trust or in relation thereto; and

12.1.6 loss or damage arising from any wilful act, assault, act of negligence, breach of fiduciary or other duty or failure to render aid of any sort.

12.2 Pre-Indemnity Considerations

Before giving approval to the indemnities provided herein, or purchasing insurance as provided herein, the Board of Directors shall consider:

12.2.1 the degree of risk to which the Director or officer is or may be exposed;

12.2.2 whether, in practice, the risk cannot be eliminated or significantly reduced by means other than the indemnity or insurance;

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12.2.3 whether the amount or cost of the insurance is reasonable in relation to the risk;

12.2.4 whether the cost of the insurance is reasonable in relation to the revenue available;
and

12.2.5 whether it advances the administration and management of the property to give the indemnity or purchase the insurance.

12.3 Indemnification of Directors and Officers

Every person, (including their respective heirs, executors and administrators, estate, successors and assigns) who:

12.3.1 is a Director; or,

12.3.2 is an officer of the Corporation; or

12.3.3 is a member of a Committee; or

12.3.4 has undertaken, or, with the direction of the Corporation is about to undertake, any liability on behalf of the Corporation or any Corporation controlled by the Corporation, whether in the person's personal capacity or as a director or officer or employee or volunteer of such corporation;

shall, upon approval of the Board from time to time, be indemnified and saved harmless (including, for greater certainty, the right to receive the first dollar payout, and without deduction or any co-payment requirement) out of the funds of the Corporation, from and against all costs, charges and expenses which such person sustains or incurs:

12.3.5 in or in relation to any demand, action, suit or proceeding which is brought, commenced or prosecuted against such person in respect of any act, deed, matter or thing whatsoever, made, done or permitted or not permitted by such person, in or in relation to the execution of the duties of such office or in respect of any such liability; or,

12.3.6 in relation to the affairs of the Corporation generally,

save and except such costs, charges or expenses as are occasioned by the failure to such person to act honestly and in good faith in the performance of the duties of office, or by other wilful neglect or default.

The Corporation shall also, upon approval by the Board from time to time, indemnify any such person, firm or corporation in such other circumstances as any legislation or laws permit or require.

Nothing in this By-law shall limit the right of any person, firm or corporation entitled to indemnity to claim indemnity apart from the provisions of this By-law to the extent permitted by any legislation or law.

12.4 Insurance

The Corporation shall purchase and maintain appropriate liability insurance for the benefit of the Corporation and each person acting or having previously acted in the capacity of a Director,

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officer or any other capacity at the request of or on behalf of the Corporation, which insurance may include:

- 12.4.1 property and public liability insurance;
- 12.4.2 Directors' and officers' insurance; and,
- 12.4.3 such other insurance as the Board sees fit from time to time;

with coverage limits and with insurers deemed appropriate by the Board from time to time.

No coverage shall be provided for any liability relating to a failure to act honestly and in good faith with a view to the best interests of the Corporation.

It shall be the obligation of any person seeking insurance coverage or indemnity from the Corporation to co-operate fully with the Corporation in the defence of any demand, claim or suit made against such person, and to make no admission of responsibility or liability to any third party without the prior agreement of the Corporation.

13. CORPORATE RECORDS¹⁹

13.1 Required Records

The Corporation shall keep and maintain the following records at its registered head office:

- 13.1.1 the Corporation's Articles and By-laws, and any amendments to them;
- 13.1.2 the minutes of meetings and any resolutions of the Members;
- 13.1.3 a register of Directors, Officers, and Members;
- 13.1.4 the minutes of meetings and resolutions of the Board, and any committees of the Board;
- 13.1.5 accounting records adequate to enable the Directors to ascertain the financial position of the corporation with reasonable accuracy on a quarterly basis;
- 13.1.6 a copy of the financial statements;
- 13.1.7 consent to act as a Director of each individual who is elected as a Director of the Corporation.

13.2 Directors' Access to Records

Any such records shall be open to inspection by the Directors. Copies must be provided upon request at no cost to the Director.

¹⁹ In accordance with Part X of the ONCA.

13.3 Members' Access to Records

A Member, a Member's attorney or legal representative, may examine and take extracts from the records referred to in Subsections 13.1.1, 13.1.2 and 13.1.3.

Upon request and without charge, a Member may inspect any 'Consent to Act as a Director' and to make a copy of it.

A Member or a Member's attorney or legal representative who wishes to examine the Register of the Members shall first make a request to the Corporation accompanied by a Statutory Declaration that states the name and address of the Member applicant and shall further state that the list of Members or the information contained in the Register of Members thus obtained will only be used for an effort to influence the voting of members, requisitioning a meeting of the Members, or another matter relating to the affairs of the corporation, upon receipt of which the Corporation will as soon as is practical allow the applicant access to the Register and, on payment of a reasonable fee, provide the applicant with an extract from the Register.

14. EXECUTION OF DOCUMENTS

14.1 Cheques, Drafts, Notes, Etc

All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by the officer or officers or person or persons and in the manner from time to time prescribed by the Board.

14.2 Execution of Documents

Documents requiring execution by the Corporation may be signed by any two (2) of the President, Vice-President, the Secretary, or any one (1) of the foregoing together with any one (1) Director, and all documents so signed are binding upon the Corporation without any further authorization or formality. The Board may from time to time appoint any officer or officers or any person or persons on behalf of the Corporation, either to sign documents generally or to sign specific documents. The corporate seal of the Corporation shall, when required, be affixed to documents executed in accordance with the foregoing.

14.3 Books & Records

The Directors shall see that all necessary books and records of the Corporation required by the By-laws of the Corporation or by any applicable statute or law are regularly and properly kept.

15. BANKING ARRANGEMENTS

15.1 Board of Directors Designate Bankers

The Board shall designate, by resolution, the officers and other persons authorized to transact the banking business of the Corporation, or any part thereof, with the bank, trust company, or other corporation carrying on a banking business that the Board has designated as the Corporation's banker, to have the authority set out in the resolution, including, unless otherwise restricted, the power to,

15.1.1 operate the Corporation's accounts with the banker;

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- 15.1.2 make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money;
- 15.1.3 issue receipts for and orders relating to any property of the Corporation;
- 15.1.4 execute any agreement relating to any banking business and defining the rights and powers of the parties thereto; and
- 15.1.5 authorize any officer of the banker to do any act or thing on the Corporation's behalf to facilitate the banking business.

15.2 Deposit of Securities

The securities of the Corporation shall be deposited for safe keeping with one or more bankers, trust companies or other financial institutions to be selected by the Board. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the Corporation signed by such officer or officers, agent or agents of the Corporation, and in such manner, as shall from time to time be determined by resolution of the Board and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians by the Board shall be fully protected in acting in accordance with the directions of the Board of Directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

16. FINANCIAL YEAR

16.1 Financial Year Determined

Until otherwise determined by resolution of the Board, the fiscal year end of the Corporation shall terminate on the 31st day of August in each year.

17. AUDITORS

17.1 Appointment of Auditor

The Members entitled to vote shall at each annual meeting appoint an auditor qualified to conduct an audit pursuant to the requirements of the *Public Accounting Act, 2004* to hold office until the next Annual Meeting, provided that the Directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by the Members entitled to vote, or by the Board if authorized to do so by the Members entitled to vote.

18. NOTICE

18.1 Method of Notice

Except where otherwise provided in this By-law, notice shall be validly given if given by telephone, or if in writing:

18.1.1 by prepaid letter post;

18.1.2 by facsimile;

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18.1.3 by e-mail; or

18.1.4 by other electronic method.

addressed to the person for whom intended at the last address shown on the Corporation's records. Any such notice shall be deemed given:

18.1.5 in the case of telephone, at the time of the telephone call;

18.1.6 in the case of letter post, on the third day after mailing; and

18.1.7 in all other cases, when transmitted.

18.2 Presumed Address of A Member

Any notice or resolution sent to a Member may be sent to such Member at the address of the CDSB for which the Member is a Trustee, whether or not such Member has provided another address to the Corporation, and so sending shall constitute notice as if the notice or resolution had been sent in an envelope individually addressed to the Member.

18.3 Computation of Time

In computing the date when notice must be given under any provision of the By-law requiring a specified number of days' notice of any meeting or other event, the date of giving the notice is, unless otherwise provided, not included.

18.4 Omissions and Errors

The accidental omission to give notice of any meeting of the Board, a Committee or Members, annual, general, regional, special meeting or other, or the non-receipt of any notice by any Director or Member or by the auditor of the Corporation or any error in any notice not affecting its substance does not invalidate any resolution passed or any proceedings taken at the meeting. Any Director, Member or the auditor of the Corporation may at any time waive notice of any meeting and may ratify and approve any or all proceedings taken thereat.

19. USE OF ROBERTS RULES OF ORDER

Subject to all requirements of law, and subject to any specific provision set out in the By-laws, meetings of the Members, the Board and Committees shall be conducted in accordance with the rules and practice contained in the current edition of *Robert's Rules of Order Newly Revised* as far as applicable.

20. AMENDMENT TO THE BY-LAWS

The Board may pass, amend or repeal this By-law by Ordinary Resolution, except where to do so is contrary to the Act, provided that where the Board has approved any such amendments, it shall submit same to the Members at the next Members' meeting, and the Members may confirm, reject, amend or repeal the revised By-law by Ordinary Resolution.

Any amendment to the By-law by the Board shall take effect from the date of the Ordinary Resolution of the Board, but shall cease to be in effect as of the date of the next Members'

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meeting if not submitted to the Members for a vote at that meeting, or if at that meeting such amendments are rejected by the Members.

Notice of any such changes, including the complete text of the previous and revised version of the By-law, must be given to the Members at least thirty (30) days before the meeting at which the amendment or amendments will be voted upon.

21. REPEAL OF PRIOR BY-LAWS

21.1 Repeal

Subject to the provisions of Section 21.2 and 21.3 hereof, all prior By-laws, resolutions and other enactments of the Corporation heretofore enacted or made are repealed.

21.2 Exception

The provisions of Section 21.1 shall not extend to any By-law or resolution heretofore enacted for the purpose of providing to the Board the power or authority to borrow.

21.3 Proviso

Provided however that the repeal of prior By-laws, resolutions and other enactments shall not impair in any way the validity of any act or thing done pursuant to any such repealed By-law, resolution or other enactment.

22. EFFECTIVE DATE

22.1 Coming into force

This By-law shall come into force with no further formality on the later of:

22.1.1 the date approved by Ordinary Resolution, and

22.1.2 the coming into force of the Ontario *Not-for-Profit Corporations Act*.

ENACTED as a By-law of the *Ontario Catholic School Trustees' Association* and sealed with the corporate seal the _____ day of _____, 2014.

President

Secretary

CONFIRMED by the Members in accordance with the *Not-For-Profit Corporations Act (Ontario)* on the _____ day of _____, 2014.

President

Secretary

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January 24, 2014

Private and Confidential

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Attention: Mr. Marino Gazzola
President

Dear Mr. Gazzola:

Re: The Ontario Not-for-Profit Corporations Act

Thank you for consulting us regarding the implications of the new Ontario *Not-for-Profit Corporations Act* ("ONCA") on the governance of the Ontario Catholic Schools Trustee Association ("OCSTA"). The new legislation is anticipated to come into effect not earlier than six months after the pending amendments have been passed by the legislature, which we anticipate will be in the upcoming session of the legislature, thus sometime in the second half of 2014. Attached you will find a revised version of the OCSTA By-law, which includes the changes we recommend the board adopt in order to bring its by-law into compliance with both the current legislation (the *Corporations Act*) and the incoming legislation. We have outlined below our rationale for the amendments we have proposed, and have reproduced the ONCA sections we consider to be most pertinent in the attached Appendix.

1. Classes of Membership

The most significant impact that the ONCA will have on OCSTA is that the ONCA contains provisions which enhance the role of members and prescribe an increase in member rights. OCSTA currently has four classes of membership:

Member Boards, established to recognize "who pays the bills";

Honourary Members, established (as its name indicates) to honour those who have made a significant contribution to Catholic education generally and OCSTA in particular;

Director Members, established in order that the Directors may be qualified as required by the current governing legislation, the *Corporations Act*; and

Trustee Members, established to provide that all Trustees elected or appointed to a Member Board have a voice in the affairs of OCSTA.

It is only the Trustee Members who, under the current By-Law, have the right to vote at meetings of Members.

One of the significant changes in the new statutory regime is that Section 105 of the ONCA creates certain voting rights on matters of "fundamental change" for each class of members, including those who would otherwise not have the right to vote.

As this could amount to a veto for otherwise non-voting classes, we have recommended in Section 4 of the draft By-law that OCSTA restructure its membership to have only one class, comprised of all eligible Catholic District School Board Trustees.

In our view, this change will have minimal impact on the organization. Our review of the Honourary Member class reveals that it is seldom used for the purpose for which it was created. Under the ONCA, Directors need not be members and therefore this class, created in order to comply with the *Corporations Act*, will no longer be needed. Under our proposed revision, Boards will continue to pay the membership fees on behalf of their Trustees, but will be represented by their Trustee members, rather than also having their own membership, thereby eliminating the need for this additional class.

2. Membership Application, Discipline and Termination

Section 48 of ONCA provides that the By-laws of a not-for-profit corporation must set out the conditions required for becoming a member. You will find these requirements reflected in Section 4 of the revised OCSTA By-law.

In the absence of any prescribed termination process in a by-law, the default provisions of Section 50 of the ONCA simply state that membership is terminated when a member dies, resigns, the member's term expires, or the corporation ceases to exist.

In the draft By-law, we have included these terms, as well as the minimum additional provision that a Trustee's membership is valid only provided that the Board of which the member is a Trustee remits payment of the annual membership fee, within ninety days of receiving notice that it is due.

3. Membership Rights

The ONCA includes a number of other expanded rights for members in addition to enhanced member voting rights. Under the present OCSTA By-law, any Trustee Member wishing to bring a resolution at a meeting of the members must submit it for consideration to the Conference Committee or the Board of Directors. A resolution can also come from the floor at the annual meeting, but may only be considered after two-thirds of the members eligible to vote resolve that it may be brought forward.

In contrast, s.56 of the ONCA entitles any member eligible to vote at the annual meeting to give the corporation notice of any matter that the member proposes to raise at the meeting (referred to in the ONCA as a "Proposal") along with a supporting statement of up to 500 words.



Provided that the corporation receives the Proposal and/or supporting statement more than sixty (60) days in advance of the meeting, OCSTA must then circulate the Proposal and statement to all members along with the notice of the meeting. In Section 5 of the draft revisions to your By-law, we have included the current OCSTA practice of referring any proposed resolution to a Board Committee or as determined by the Board for consideration and the opportunity for the Committee or Board to issue report in response to the Proposal, within the sixty (60) day time limit.

The ONCA further provides that at an annual meeting a member may, without notice, raise for discussion any matter with respect to which the member would have been entitled to submit a Proposal. We have proposed that where no prior notice has been given, discussion be limited to three minutes, or the member may alternatively elect to submit the matter in writing for referral to a Board Committee.

In addition to these rights at the annual meeting, Section 60 of the ONCA states that 10% of the eligible voting members may requisition that a special meeting of the members be called. The board must respond by calling a meeting within 21 days of receiving the requisition.

In order to ensure that members are empowered to exercise their rights, Part X of the ONCA mandates that members be allowed access to corporate records, including contact information for all Directors, Officers and members, financial records, and minutes of members meetings.

OCSTA will be bound by these mandatory provisions of the new Act. We have therefore included these required features in section 4 and 5 of the draft By-law provided.

4. Nomination and Election of Directors

Under the present OCSTA By-law, the President and Vice President are elected at large, and the Past President serves as an *ex-officio* Director. We can find nothing in the ONCA that would lead us to suggest a change to this practice. The current nominating process, requiring the signature of a mover and a seconder, is also consistent with the requirements of the ONCA.

Under the ONCA, nominations for election to the Board may still be brought forward as a recommendation from a nominating committee or the Board. A member may also bring forward a Proposal for the nomination of a Director, if it is signed by at least 5% of the membership eligible to vote, or a lesser percentage if expressly provided in the by-law. The ONCA also allows any single member to bring forward a nomination at the annual meeting, without notice. No prior vote to allow the proposal or nomination will be required under the new legislation.

The remaining fifteen Directors on the OCSTA board are currently elected from the various Regions defined in the By-law so as to broadly equalize the representation of the Regions. Unlike the *Corporations Act*, which at section 130 specifically allows for the election of Regional Director delegates, the ONCA contains no such parallel mechanism. Rather, the ONCA states at Subsection 24(1) that, "...members shall, by ordinary resolution, elect Directors...", with no reference to the right to elect Directors in groups by regions. On the other hand, ONCA permits *ex officio* Directors.



You have advised that OCSTA would like to maintain its regional structure, notwithstanding that Regional Director positions are not contemplated as such by the ONCA. We have therefore proposed the creation of fifteen new *ex officio* Director positions (*ie*, "Regional Director, Region 1", "Regional Director-A, Region 6", "Regional Director-B, Region 6" *etc.*) which will require that each Region establish the correlative office(s) within its Region, as well as an appropriate mechanism for the filling of that office.

Discipline and Termination of Directors

Although OCSTA Directors are elected by Region, paragraph 6.11 of the current By-law calls for the approval of two thirds of all Trustee members to remove a Director from office before the expiration of his/her term.

Subsection 26(2) of the ONCA requires that any Director elected by a group of members may only be removed by an ordinary resolution (by definition in ONCA, a simple majority) of those same members. Subsection 8(6) prohibits the adoption of a provision in the Articles or the By-laws to require a greater majority. In the draft By-law, we have therefore allowed for the removal of elected Directors, those being the President and the Vice President, by a simple majority of the members.

Ex officio Directors are selected at the regional level, and have the same rights and responsibilities of elected directors, and are not subject to discipline or termination by the Board.

5. Director Standard of Care

There is no current OCSTA By-law provision as to the standard of care required of a Director. However, the common law provides that directors are held to a subjective standard of care in carrying out their governance responsibilities. This requires that they must demonstrate conduct that may be reasonably expected from a person of such knowledge, skill and experience as themselves. Because expectations can thus vary with each individual, the subjective standard can be somewhat less demanding of inexperienced directors.

By contrast, the ONCA creates a statutorily defined objective standard of care, stating in Section 43 that, in exercising his/her powers and duties,

... each Director shall:
act honestly and in good faith with a view to the best interests of the corporation;
exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
 ...
[and] comply with,
this Act and the regulations; and
the corporation's articles and by-laws.

An individual's particular inexperience or lack of understanding is therefore not to be considered when evaluating whether he/she has met his/her duty to the corporation. Rather, the standard is that of "the reasonably prudent person" in "comparable circumstances". As a



result, it is incumbent upon Directors to take steps to acquire any knowledge and skills they may need in order to satisfy this standard.

The ONCA is equally prescriptive in addressing director obligations regarding conflict of interest. Section 41 contains a detailed definition of a conflict, and the requirements imposed upon a Director in the event that he/she has a personal interest that conflicts with his/her interest as a Director.

For clarity and ease of reference, we have incorporated the ONCA standard of care and conflict of interest provisions into the draft By-law.

6. Letters Patent

OCSTA will want to ensure that the contents of its Letters Patent are consistent with the revised By-law and ONCA requirements, the details of which will be known when the regulations for the ONCA are released.

7. Concluding Observation

The ONCA allows for a transition period, during which the provisions of a corporation's By-laws which are valid under the present *Corporations Act* will remain valid for three years from the date that the ONCA comes into force. At the end of this period, any non-compliant sections which have not been amended to conform to ONCA, will be deemed to have been changed so that they are read as if they complied with the ONCA.

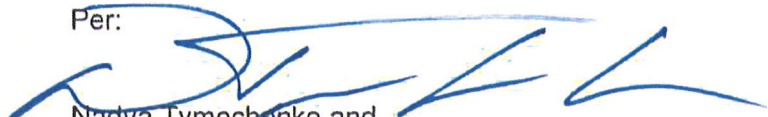
In the interim three year period, there are provisions of the ONCA, particularly with regard to membership rights, which will affect OCSTA governance in a manner which we recommend addressing in anticipation of their effect. As we have noted in our previous discussions, an organization as large and diverse as OCSTA will benefit from avoiding uncertainty and the possibility of varying interpretations by ensuring that all applicable governance rules are internally consistent, and consolidated into one document. The By-law should continue to serve the organization as the primary reference point for its decision-makers. We have therefore suggested that if the attached draft meets with the approval of the Board, the Board resolve that the new By-law take effect on the same day that the ONCA is proclaimed as in force.

Please do not hesitate to ask if you have any questions. We look forward to discussing our comments with you in greater detail, and thank you again for involving us in this matter.

Yours truly,

MILLER THOMSON LLP

Per:



Nadya Tymochenko and
Gillian Tuck Kutarna



Appendix A

Ontario Not-for-Profit Corporations Act

PART II INCORPORATION

Form and contents of articles

8. (1) Articles of incorporation must set out the name of the corporation, its purposes and any other information required by this Act or the regulations or by the Director.

Purposes of a corporation

(2) Subject to any restrictions in the regulations, the purposes of a corporation may be any purposes within the legislative authority of the Province of Ontario.

Same

(3) If any of the purposes of a corporation are of a commercial nature, the articles must state that the commercial purpose is intended only to advance or support one or more of the non-profit purposes of the corporation.

Provisions in articles

(4) The articles may set out any provisions permitted by this Act or other law to be set out in the by-laws of the corporation.

Articles inconsistent with Act

(5) Subject to subsection (6), if a provision in a corporation's articles is inconsistent with a provision in this Act or the regulations, the provision in this Act or the regulations prevails and the articles are deemed to be amended accordingly.

Where articles prevail over Act

(6) If a corporation's articles require a greater number of votes of directors or members of the corporation to effect any action than are required by this Act, the provisions of the articles prevail, but this subsection does not apply to a provision in the articles that requires a greater number of votes to remove a director than the number required by section 26.

PART IV DIRECTORS AND OFFICERS

Qualifications of directors

23. (1) The following persons are disqualified from being a director of a corporation:

1. A person who is not an individual.
2. A person who is under 18 years old.
3. A person who has been found under the *Substitute Decisions Act, 1992* or under the *Mental Health Act* to be incapable of managing property.
4. A person who has been found to be incapable by any court in Canada or elsewhere.
5. A person who has the status of bankrupt.



Non-member directors

(2) A director of a corporation is not required to be a member of the corporation unless the by-laws provide otherwise.

Restriction re public benefit corporation

(3) Not more than one-third of the directors of a public benefit corporation may be employees of the corporation or of any of its affiliates.

Directors by virtue of office

(4) The by-laws of a corporation may provide for persons to be directors by virtue of their office.

No alternate directors

(5) No person shall act for an absent director at a meeting of directors.

Election and appointment of directors

Election and term

24. (1) At the first meeting of the members and at each succeeding annual meeting at which an election of directors is required, the members shall, by ordinary resolution, elect directors to hold office for a term expiring not later than the close of the fourth annual meeting of the members after the election, as provided in the by-laws.

Term, first directors

(2) Each first director holds office from the issue of the certificate of incorporation until the close of the first meeting of the members.

Different terms of office

(3) It is not necessary that all directors elected at a meeting of the members hold office for the same term.)

No stated term of office

(4) A director not elected for an expressly stated term ceases to hold office at the close of the next annual meeting of the members.

Incumbents remain in office until successors elected

(5) If directors are not elected at a meeting of the members, the incumbent directors continue in office until their successors are elected.

Vacancy, quorum

(6) If a meeting of the members fails to elect the number or the minimum number of directors required by the articles, the directors elected at that meeting may exercise all the powers of the directors if the number of directors so elected constitutes a quorum.

Appointment of additional directors

(7) The directors may appoint one or more additional directors who shall hold office for a term expiring not later than the close of the next annual meeting of the members, but the total number of directors so appointed may not exceed one-third of the number of directors elected at the previous annual meeting of the members. 2010.



Director's consent to act

(8) An individual who is elected or appointed to hold office as a director is not a director, and is deemed not to have been elected or appointed to hold office as a director, unless the individual consented to hold office as a director before or within 10 days after the election or appointment.

Later consent

(9) Despite subsection (8), if an individual elected or appointed consents in writing after the period mentioned in that subsection, the election or appointment is valid.

Exception

(10) Subsection (8) does not apply to a director who is re-elected or reappointed where there is no break in his or her term of office.

Removal of directors

26. (1) The members of a corporation may, by ordinary resolution at a special meeting, remove from office any director or directors, except persons who are directors by virtue of their office.

Director elected by class or group of members

(2) A director elected by a class or group of members that has an exclusive right to elect the director may only be removed by an ordinary resolution of members of that class or group.

Filling vacancy

(3) A vacancy created by the removal of a director may be filled at the meeting of the members at which the director is removed or under section 28.

Filling vacancy

28. (1) Except as provided in this section, a quorum of directors may fill a vacancy among the directors.

Calling members' meeting

(2) If there is not a quorum of directors or if there has been a failure to elect the number or minimum number of directors provided for in the articles, the directors then in office shall without delay call a special meeting of the members to fill the vacancy and, if they fail to call a meeting or if there are no directors then in office, the meeting may be called by any member.

Application to court

(3) If a corporation has neither directors nor members, the court may, on the application of an interested party, make an order appointing the required number or minimum number of directors provided for in the articles.

Director elected by class or group

(4) If any class or group of members has an exclusive right to elect one or more directors and a vacancy occurs among those directors,

(a) subject to subsection (5), the remaining directors elected by the class or group may fill the vacancy; or

(b) if there are no remaining directors elected by the class or group, any member of the class or group may call a meeting of the class or group to fill the vacancy.



Members filling vacancy

(5) The by-laws may provide that a vacancy among the directors may be filled only by a vote of the members, or by a vote of the members of any class or group having an exclusive right to elect one or more directors if the vacancy occurs among the directors elected by that class or group.

Exception

(6) A vacancy among the directors is not required to be filled if the vacancy results from an increase in the number or the minimum number of directors provided for in the articles or from a failure to elect that increased number or minimum number of directors.

Term of replacing director

(7) A director appointed or elected to fill a vacancy holds office for the unexpired term of the director's predecessor.

PART V MEMBERS

Membership

Conditions in by-laws

48. (1) The by-laws of a corporation must set out the conditions required for being a member of the corporation, including whether a corporation or other entity may be a member.

Members by virtue of office

(2) The by-laws may provide for persons to be members by virtue of their office.

Classes or groups of members

- (3) If the articles provide for two or more classes or groups of members, the by-laws must provide,
- (a) the conditions for membership in each class or group;
 - (b) the manner of withdrawing from a class or group or transferring membership to another class or group and any conditions of transfer; and
 - (c) the conditions on which membership in a class or group ends.

Voting rights — one class or group

(4) The members of a corporation that has only one class or group of members have the right to vote at any meeting of the members.

Same — two or more classes or groups

(5) If the articles provide for two or more classes or groups of members, the articles must provide the members of at least one class or group with the right to vote at meetings of the members.

One vote per member

(6) Unless the articles provide otherwise, each member is entitled to one vote at a meeting of the members.



Representative of non-human member

(7) The corporation shall recognize any individual authorized by a member corporation or other entity to represent the member at meetings and the individual may exercise all the powers of that corporation or entity on its behalf.

Transfer of membership

(8) Unless the articles or by-laws provide otherwise, a membership may be transferred only to the corporation.

Termination of membership

50. (1) Unless the articles or by-laws of a corporation provide otherwise, a membership is terminated when,

- (a) the member dies or resigns;
- (b) the member is expelled or the person's membership is otherwise terminated in accordance with the articles or by-laws;
- (c) the member's term of membership expires; or
- (d) the corporation is liquidated or dissolved under Part XII.

Termination of member's rights

(2) Unless this Act, the articles or by-laws provide otherwise, the rights of a member, including any rights in the property of the corporation, cease to exist on termination of the membership.

Power to discipline or terminate a member

51. (1) The articles or by-laws may provide that the directors, the members or any committee of directors or members have power to discipline a member or to terminate their membership. If the articles or by-laws provide for such a power, they must set out the circumstances and the manner in which that power may be exercised.

Good faith requirement

(2) Any disciplinary action or termination of membership must be done in good faith and in a fair and reasonable manner.

Fair and reasonable procedure

(3) For the purposes of subsection (2), a procedure is fair and reasonable if,

- (a) a member is given at least 15 days notice of a disciplinary action or termination with reasons; and
- (b) the member is given an opportunity to be heard, orally, in writing or in another format permitted by the corporation's articles or by-laws, not less than five days before the disciplinary action or termination of membership becomes effective, by the person with authority to impose or revoke the disciplinary action or termination.

Notice

(4) A notice required under this section may be given by any method reasonably intended to give actual notice.



Application to court

(5) A member of a corporation who claims to be aggrieved because they were disciplined or because their membership was terminated may apply to the court under section 191.

Member's right to submit and discuss proposals

56. (1) A member entitled to vote at an annual meeting of the members may,

(a) give the corporation notice of any matter that the member proposes to raise at the meeting, referred to as a "proposal"; and

(b) discuss at the meeting any matter with respect to which the member would have been entitled to submit a proposal.

Proposal set out in notice

(2) A corporation shall include the proposal in the notice of meeting required under section 55.

Supporting statement included in notice

(3) Upon the request of the member who submits a proposal, the corporation shall include in the notice of meeting a statement in support of the proposal by the member and the name and address of the member. The statement and the proposal must together not exceed the prescribed maximum number of words or characters.

Member to pay cost of including proposal, etc., in notice

(4) The member who submitted the proposal shall pay any cost of including the proposal and any statement in the notice of the meeting at which the proposal is to be presented, unless the by-laws or an ordinary resolution of the members present at the meeting provide otherwise.

Proposal nominating directors

(5) A proposal may include nominations for the election of directors if the proposal is signed by not less than 5 per cent of the members of a class or group of members of the corporation entitled to vote at the meeting at which the proposal is to be presented or a lower percentage that is set out in the by-laws, but this subsection does not preclude nominations being made at a meeting of the members.

Exception

(6) A corporation is not required to comply with subsections (2) and (3) if,

(a) the proposal is not submitted to the corporation at least 60 days before the date of the meeting;

(b) it clearly appears that the primary purpose of the proposal is to enforce a personal claim or redress a personal grievance against the corporation or its directors, officers, members or debt obligation holders;

(c) it clearly appears that the proposal does not relate in a significant way to the activities or affairs of the corporation;

(d) not more than two years before the receipt of the proposal, the member failed to present in person or by proxy, if authorized by the by-laws, at a meeting of the members, a proposal that had been included in a notice of meeting at the member's request;

(e) substantially the same proposal was submitted to members in a notice of a meeting of the members held not more than two years before the receipt of the proposal and the proposal was defeated; or



(f) the rights conferred by this section are being abused to secure publicity.

Immunity

(7) No corporation or person acting on its behalf incurs any liability by reason only of complying with this section.

Notice of refusal

(8) If a corporation refuses to include a proposal in a notice of meeting, it shall, within 10 days after the day on which it receives the proposal, notify the member submitting the proposal of its intention to omit it from the notice of meeting and of the reasons for the refusal.

Application to court, by member

(9) On the application of a member submitting a proposal who is aggrieved by the refusal, the court may restrain the holding of the meeting at which the proposal is sought to be presented and may make any further order that it thinks fit.

Same, by corporation

(10) On the application of the corporation or any other person aggrieved by a proposal, the court may, if it is satisfied that subsection (6) applies, make an order permitting the corporation to omit the proposal from the notice of meeting and may make any further order that it thinks fit.

Members may requisition meeting of members

60. (1) The members of a corporation who hold at least 10 per cent of votes that may be cast at a meeting of the members sought to be held, or a lower percentage that is set out in the by-laws, may requisition the directors to call the meeting for the purposes stated in the requisition.

Form

(2) The requisition, which may consist of several documents of similar form each signed by one or more members, must state the business to be transacted at the meeting and must be sent to each director and to the registered office of the corporation.

Directors to call requisitioned meeting

(3) On receiving a requisition, the directors shall call a meeting of the members to transact the business stated in the requisition unless,

- (a) a record date has been fixed under clause 54 (1) (a);
- (b) the directors have called a meeting of the members and have given notice of the meeting under section 55; or
- (c) the business of the meeting as stated in the requisition includes a matter described in clause 56 (6) (b), (c), (d), (e) or (f).

Member may call meeting

(4) If the directors do not call a meeting within 21 days after receiving the requisition, any member who signed the requisition may call the meeting.

Procedure

(5) A meeting called under this section shall be called as nearly as possible in the manner in which meetings are to be called under the by-laws and this Part.



Reimbursement

(6) Unless the members resolve otherwise at a meeting called under subsection (4), the corporation shall reimburse the members for the expenses reasonably incurred by them in requisitioning, calling and holding the meeting.

PART XI FUNDAMENTAL CHANGES

Amendment of articles

103. (1) A special resolution of the members or, if section 105 applies, of each applicable class or group of members, is required to make any amendment to the articles of a corporation to,

- (a) change the corporation's name;
- (b) add, change or remove any restriction on the activities that the corporation may carry on;
- (c) create a new class or group of members;
- (d) change a condition required for being a member;
- (e) change the designation of any class or group of members or add, change or remove any rights or conditions of any such class or group;
- (f) divide any class or group of members into two or more classes or groups and fix the rights and conditions of each class or group;
- (g) add, change or remove a provision respecting the transfer of a membership;
- (h) subject to section 30, increase or decrease the number of, or the minimum or maximum number of, directors fixed by the articles;
- (i) change the purposes of the corporation;
- (j) change to whom the property remaining on liquidation after the discharge of any liabilities of the corporation is to be distributed;
- (k) change the manner of giving notice to members entitled to vote at a meeting of members;
- (l) change the method of voting by members not in attendance at a meeting of the members; or
- (m) add, change or remove any other provision that is permitted by this Act to be set out in the articles.

Directors may revoke amending resolution

(2) The directors may revoke the resolution before it is acted on without further approval of the members, if authorized to do so by the members in the resolution effecting an amendment under this section.

Limitation — corporations incorporated under other Acts

(3) This section does not apply to a corporation incorporated by or under an Act other than this Act or a predecessor of this Act, except that such a corporation may amend its articles to change its name.

Change of name prohibited

(4) A corporation may not change its name by articles of amendment if,

- (a) the corporation is unable to pay its liabilities as they become due; or
- (b) the realizable value of the corporation's assets is less than the aggregate of its liabilities.



Proposal to amend

104. (1) A director, or a member who is entitled to vote at an annual meeting of the members, may, in accordance with section 56, propose to make an amendment referred to in subsection 103 (1).

Notice of amendment

(2) Notice of a meeting of the members at which a proposal to make an amendment referred to in subsection 103 (1) is to be considered must set out the proposed amendment.

Class vote on resolution to amend

105. (1) The members of a class or group of members are, unless the articles provide otherwise in the case of an amendment referred to in clause (a) or (e), entitled to vote separately as a class or group on a proposal to make an amendment referred to in subsection 103 (1) to,

- (a) effect an exchange, reclassification or cancellation of all or part of the memberships of the class or group;
- (b) add, change or remove the rights or conditions attached to the memberships of the class or group, including,
 - (i) to reduce or remove a liquidation preference, or
 - (ii) to add, remove or change prejudicially voting or transfer rights of the class or group;
- (c) increase the rights of any other class or group of members having rights equal or superior to those of the class or group;
- (d) increase the rights of a class or group of members having rights inferior to those of the class or group to make them equal or superior to those of the class or group;
- (e) create a new class or group of members having rights equal or superior to those of the class or group; or
- (f) effect an exchange or create a right of exchange of all or part of the memberships of another class or group into the memberships of the class or group.

Right to vote

(2) Subsection (1) applies whether or not memberships of a class or group otherwise carry the right to vote.

Separate resolutions

(3) A proposal to make an amendment referred to in subsection (1) is adopted when the members of each class or group entitled to vote separately on the amendment as a class or group have approved the amendment by a special resolution.

PART XIV REMEDIES, OFFENCES AND PENALTIES

Definition

181. In this Part,

"action" means an action under this Act.



Complainant

182. The following persons may bring an action under section 183 or make an application under section 191 in respect of a corporation and if they do so, are referred to in this Part as a "complainant":

1. A member, officer or director of the corporation or of any of its affiliates.
2. A person who not more than two years previous ceased to be a member, director or officer of the corporation or of any of its affiliates.
3. Any other person who, in the discretion of the court, is a proper person to make an application under this Part.

Derivative actions

183. (1) On the application of a complainant, the court may make an order granting the complainant leave to bring an action in the name of and on behalf of a corporation or any of its subsidiaries, or intervene in an action to which any such body corporate is a party, for the purpose of prosecuting, defending or discontinuing the action on its behalf.

Grounds

- (2) The court may not make an order under subsection (1) unless the court is satisfied that,
- (a) the complainant has given notice to the directors of the corporation or its subsidiary, as the case may be, of the complainant's intention to apply to the court under subsection (1) within 14 days before bringing the application, or as otherwise ordered by the court, if the directors of the corporation or its subsidiary do not bring the action, prosecute or defend it diligently or discontinue it;
 - (b) the complainant is acting in good faith; and
 - (c) it appears to be in the interests of the corporation or its subsidiary, as the case may be, that the action be brought, prosecuted, defended or discontinued.

Exception for a religious corporation

(3) The court shall not make an order under subsection (1) if the court is satisfied that the corporation is a religious corporation.

Powers of court in derivative actions

184. In connection with an action brought or intervened in as a result of an application under subsection 183 (1), the court may at any time make any order that it thinks fit, including an order,

- (a) authorizing the complainant or any other person to control the conduct of the action;
- (b) giving directions for the conduct of the action;
- (c) directing that any amount adjudged payable by a defendant in the action shall be paid, in whole or in part, directly to former or present members and debt obligation holders of the corporation or its subsidiary instead of to the corporation or its subsidiary; and
- (d) requiring the corporation or its subsidiary to pay reasonable legal costs incurred by the complainant in connection with the action.





Ontario Catholic School
Trustees' Association

**Amended and Restated
By-Law Number 2011-01**

**A By-Law Relating Generally to
the Conduct of Its Affairs**

As of March 18, 2011

ONTARIO CATHOLIC SCHOOL TRUSTEES' ASSOCIATION**AMENDED AND RESTATED BY-LAW NUMBER 2011- 1**

A By-Law relating generally
to the conduct of the affairs of
the

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As of March 18, 2011

AMENDED AND RESTATED BY-LAW NUMBER 2011-1A By-Law relating generally to the conduct of the affairs of
ONTARIO CATHOLIC SCHOOL TRUSTEES' ASSOCIATION

WHEREAS the Corporation was incorporated by Letters Patent issued under the Act and dated the 30th day of July, 1969, as amended by Supplementary Letters Patent dated July 11, 1979, June 18, 1997 and January 24, 2002.

AND WHEREAS it is considered expedient to enact a new General By-Law relating generally to the conduct of the affairs of the Corporation, and which repeals all former By-Laws of the Corporation;

BE IT THEREFORE ENACTED as a By-Law of the Corporation as follows:

PREAMBLE

The wisdom, sacrifices and strivings of dedicated Canadians have created and preserved for us a school system that offers a God-centred vision of life, shaped by Jesus and his gospel, and open to the signs of the times under the guidance of the Holy Spirit.

The Association dedicates itself to the preservation of a school system in this province conceived in this belief and dedicated to this truth. To achieve these ends the following shall be the objectives of this Association.

OBJECTS

Whereas the Objects of the Corporation are:

1. TO maintain the constitutional rights of Roman Catholic School Boards and their supporters;
2. TO recommend improvements in the legislation and regulations affecting the Roman Catholic Schools of Ontario;
3. TO assist Catholic boards in attaining the highest standards in the operation of such schools by offering a medium for the exchange of information and the development of consensus among them;
4. TO promote knowledge of and appreciation for the aims and objectives of Catholic schools through conferences, meetings, exhibitions, research, publication of studies and the presentation of statements;
5. TO participate with organizations and authorities including the Catholic Bishops of Ontario, in elaborating and advancing mutually agreeable policies in favour of Catholic education;
6. TO cooperate in other relationships established to pursue progress in education;
7. TO encourage local, regional, diocesan, provincial and national initiatives and support and/or sponsor programs apt to strengthen the competence and commitment of Catholic school trustees;
8. TO accept donations, gifts, legacies, bequests and grants in support of the aforesaid objects;

9. TO engage, or participate, in provincial labour negotiations on behalf of its Member Boards, or pursuant to legislation.

1. INTERPRETATION

1.1 Meaning of Words

In this By-law and in all other by-laws and resolutions of the Corporation unless the context otherwise requires:

- 1.1.1 the singular includes the plural;
- 1.1.2 the masculine gender includes the feminine;
- 1.1.3 “Act”, unless qualified by the word “Education”, means the *Corporations Act*, RSO 1990, c.C.38, as amended from time to time;
- 1.1.4 “Committee” means any committee established pursuant to Article 11 but does not include the First National Trustees’ Advisory Council;
- 1.1.5 “Corporation” means Ontario Catholic School Trustees’ Association;
- 1.1.6 “Director” includes Elected Directors and *Ex Officio* Directors, and “Board of Directors” has a corresponding meaning;
- 1.1.7 “Director Member” means a Member described in section 4.5;
- 1.1.8 “Honourary Member” means a Member described in section 4.4;
- 1.1.9 “Member Board” means a Member described in section 4.2;
- 1.1.10 “Past President” means the person who is qualified as a Director, whose term of office as President has most recently expired, and who is willing to serve as such;
- 1.1.11 “poll” includes a vote in any written form;
- 1.1.12 “Regional Director” means a Director elected to represent one of the Regions into which the Province is divided for the purposes of the election of Directors;
- 1.1.13 “Trustee Member” means any trustee of a Member Board *ex officio*.

1.2 Severability

Each of the provisions of this By-law shall be independent and severable, and the invalidity or unenforceability in whole or in part of any one or more of such provisions shall not be deemed to impair or affect in any manner the validity, enforceability or affect the remainder of the By-law, and in such event all the other provisions of this By-law shall continue in full force and effect as if such invalid provision had never been included herein.

2. HEAD OFFICE AND PROVINCIAL OFFICE

2.1 Location of Head Office

The head office of the Corporation shall be in the City of Toronto in the Province of Ontario, and at such place therein as the Board of Directors may from time to time determine.

2.2 Directors Establish Provincial Office

The Directors shall provide for a Provincial Office and staff to be named, remunerated and in all things supervised by the duly elected Officers of the Corporation and in accordance with the requirements of the By-laws.

3. COAT OF ARMS AND CORPORATE SEAL

3.1 Coat of Arms

The official Coat of Arms of the Corporation shall be that approved by the Executive in 1955 - a facsimile whereof is appended hereto, and the motto of the Corporation shall be Primo Prima” - “First Things First”.

3.2 Seal

The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the Corporation.

4. MEMBERSHIP

4.1 Classes of Membership

- 4.1.1 Member Board;
- 4.1.2 Trustee Member;
- 4.1.3 Honourary Member; and
- 4.1.4 Director Member.

4.2 Admission as a Member Board

A Roman Catholic board as defined in the *Education Act* may be admitted as a Member Board, upon application to and approval by the Board of Directors, and upon payment of the requisite fees.

- 4.2.1 PROVIDED however that the Board of Directors shall by resolution determine the Region to which any new Member Board or readmitted Member Board (and the Trustee Members of such Board accordingly) shall belong. Any Member Board, which by law continues under a substituted name in order to offer secondary Roman Catholic education, shall remain a Member of the Corporation.

4.3 Admission as a Trustee Member

A person who is elected or appointed as a member of a Member Board while holding that office shall be, *ex officio*, a Trustee Member.

4.4 Admission as an Honourary Member

A person who, in the opinion of the Directors, has made a distinctive contribution to Catholic Education, shall be admitted as an Honourary Member.

4.4.1 Provided however that effective as of the 5th day of February 2011, no further or additional Honorary Members shall be admitted.

4.5 Admission as a Director Member

A Trustee Member who has been elected as a Director of the Corporation shall be *ex officio* a Director Member.

4.6 Notification of Admission

Each Member shall be promptly informed by the Executive Director of such Member's admission as a Member.

4.7 Voting Rights of Classes

The only class of membership carrying the right to move and second motions, and to vote at meetings of members, is the Trustee Member class.

4.8 Voting for Regional Director

Notwithstanding the generality of section 4.7, only those Trustee Members who are members of the Member Board(s) of the respective Regions are entitled to vote at the election of the Regional Director for such Region.

4.9 Member Board Remains Liable for Membership Fee

A Member Board shall remain liable for payment of any assessment or other sum levied or which may become payable to the Corporation by the Member Board prior to ceasing to be a Member.

4.10 Classes Liable for Fees

There shall be no fees or dues payable for the following classes:

4.10.1 Trustee Member;

4.10.2 Honorary Member; and

4.10.3 Director Member.

4.11 Dues/Fees Payable by Member Boards

The Board of Directors shall, from time to time, fix the dues or fees payable by each Member Board, and the Executive Director shall notify the Member Boards of the dues or fees payable by them.

4.12 Effect of Non-payment of Dues/Fees

If any dues or fees are not paid within 90 days of the effective date of notice given by the Executive Director pursuant to section 4.11, all of the following shall cease to be a Member of the Corporation:

4.12.1 the Member Board in default;

4.12.2 each Trustee Member and

4.12.3 any Director Member

who is an elected or appointed member of such Member Board.

5. REGIONS & REGIONAL DIRECTORS

5.1 Criteria for Determination

The criteria to determine regional boundaries and representation on the Board of Directors will be as follows:

- 5.1.1 any Member Board with a student enrolment in excess of 35,000 FTE shall be identified as a Region entitled to one (1) representative on the Board of Directors; and
- 5.1.2 any Member Board or Region with a student enrolment in excess of 75,000 FTE students shall be identified as a region entitled to two representatives on the Board of Directors. *(As amended by By-Law 2008-01, April 25, 2008.)*
- 5.1.3 if and whenever the criteria set out in this section 5.1 so requires, the Corporations shall, by Special Resolution, alter the regional boundaries and the number of Directors accordingly so as to take effect at the election of Directors next following the confirmation of such Special Resolution by the Members.

5.2 Division into Regions

Until altered in compliance with the criteria and requirements set out in section 5.1, the Province of Ontario shall be divided into Regions, and for the purpose of the election of Regional Directors, such division and the number of Regional Directors to be elected shall be as follows:

| Region Number | Catholic District School Board | Number of Regional Directors |
|---------------|---|------------------------------|
| 1. | Huron-Superior Catholic District School Board Nipissing-Parry Sound Catholic District School Board Northeastern Catholic District School Board Sudbury Catholic District School Board | 1 |
| 2. | Kenora Catholic District School Board Northwest Catholic District School Board Superior North Catholic District School Board Thunder Bay Catholic District School Board | 1 |
| 3. | Northern Regions No. 1 & 2 (at large) | 1 |
| 4. | Brant Haldimand-Norfolk Catholic District School Board Bruce-Grey Catholic District School Board Huron-Perth Catholic District School Board Waterloo Catholic District School Board Wellington Catholic District School Board | 1 |
| 5. | London District Catholic School Board St. Clair Catholic District School Board Windsor-Essex Catholic District School Board | 1 |
| 6. | Toronto Catholic District School Board | 2 |

| Region Number | Catholic District School Board | Number of Regional Directors |
|---------------|---|------------------------------|
| 7. | Dufferin-Peel Catholic District School Board | 2 |
| 8. | York Catholic District School Board | 1 |
| 9. | Durham Catholic District School Board Peterborough, Victoria, Northumberland & Clarington Catholic District School Board Simcoe-Muskoka Catholic District School Board | 1 |
| 10. | Algonquin & Lakeshore Catholic District School Board Catholic District School Board of Eastern Ontario Renfrew County Catholic District School Board | 1 |
| 11. | Halton Catholic District School Board Hamilton-Wentworth Catholic District School Board Niagara Catholic District School Board | 2 |
| 12. | Ottawa Catholic School Board | 1 |
| | TOTAL | 15 |

6. ANNUAL AND OTHER MEETINGS OF MEMBERS

6.1 Location of Annual Meeting

The annual or any other general meeting of the Members shall be held at the Head Office of the Corporation or elsewhere in Ontario as the Board of Directors may determine and on such day as the said Directors shall appoint.

6.2 Business at Annual Meeting

At every annual meeting, in addition to other business that may be transacted, there shall be presented:

- 6.2.1 the report of the Directors;
- 6.2.2 the financial statements;
- 6.2.3 the report of the auditors;
- 6.2.4 subject to the limitations set out in section 6.3, such other business as may properly come before the meeting,

6.3 Resolutions At Annual Meeting

No resolution shall be made at any annual meeting of the Members unless either:

- 6.3.1 subject to subsection 6.3.2, it has first been considered and reported upon by the Conference Committee or the Board of Directors, and circulated among Member Boards not less than thirty (30) days prior to the annual meeting; or

6.3.2 in the case of a resolution presented from the floor, its consideration has been deferred until after the completion of the consideration of resolutions referred to in subsection 6.3.1, and until after its consideration has been approved following the circulation of the complete written text in advance of its introduction, among all members present at the meeting at which presented, and a motion permitting its presentation and consideration has been duly made, seconded and passed by not less than two-thirds of the votes cast;

and no such resolution shall be acted upon unless approved by a majority of the votes cast at such annual meeting.

6.4 Special General Meeting

The Board of Directors, or the President or Vice-President, may at any time call a special general meeting of members for the transaction of any business, the general nature of which is specified in the notice calling the meeting. A special general meeting of members may also be called by the members as provided in the *Act*.

6.5 Adjournment

Any meeting of the Members may be adjourned to any time and from time to time, and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment.

6.6 Quorum of Meetings of All Members

A quorum for the transaction of business at any general meeting of Members shall consist of not fewer than forty (40) members entitled to vote, all of whom must be present in person or by proxy.

6.7 Quorum for Meetings of Regional Members

A quorum for a meeting of members of a Region to elect one or more Regional Directors shall consist of not fewer than seven (7) Trustee Members of Member Boards constituting such Region, comprising not less than one (1) Trustee Member from each Member Board of the Region, each of whom must be present in person or by proxy.

Provided however that the President shall designate the location of the Member Board that the President, acting reasonably, considers most appropriate as the venue for any such meeting.

6.8 Effect of Loss of Quorum

In the event that a quorum is lost at any meeting of Members,

6.8.1 if, in the opinion of the chair of the meeting, such loss of quorum is temporary and likely to be short-lived, the chair of the meeting shall have the authority to forthwith declare a recess for any period of time not exceeding one hour;

6.8.2 if,

6.8.2.1 in the opinion of chair of the meeting, such loss of quorum is not temporary and likely to be short-lived, or

6.8.2.2 having declared a recess as provided in subsection 6.8.1, a quorum is not present at the end of the recess,

the meeting shall stand adjourned, to be reconvened at the call of the President.

6.9 Personal Presence Required

Notwithstanding registration at a meeting, no member shall be entitled to vote at meetings of the Corporation unless present at such meeting in person or by proxy; for the purposes of this section 6.9, a person is not present at the meeting unless the person (or the proxy) is physically present in the room or other space (including overflow space) in which the meeting is conducted.

6.10 Calculation of Votes

At all meetings of the members, every question shall be decided by a majority of votes cast, unless otherwise required or permitted by the By-laws of the Corporation, or by law.

6.11 Special Provisions for Member Votes

The following shall only be made upon the approval of two-thirds (2/3) of the votes of the Members cast at a general or special meeting called for the purpose:

- 6.11.1 the removal of a Director before the expiration of the Director's term of office;
- 6.11.2 the removal of the auditor before the expiration of the auditor's term of office;
- 6.11.3 any change in the location of the Head Office of the Corporation;
- 6.11.4 any change in the number of Directors;
- 6.11.5 any change in the composition, or manner of elections;
- 6.11.6 any change in the provisions herein respecting Regions and Regional Directors;
- 6.11.7 any application for Supplementary Letters Patent to vary the objects or any provision in the Letters Patent or Supplementary Letters Patent.

6.12 Show of Hands

Unless a poll or ballot be demanded,

- 6.12.1 every question shall be decided in the first instance by a show of hands unless a poll be demanded by any person entitled to vote.
- 6.12.2 a declaration by the Chairperson that a resolution has been carried or not carried and an entry to that effect in the Minutes of the Corporation shall be admissible in evidence as prima facie proof of the fact, without proof of the number or proportion of the votes recorded in favour of or against such resolution.

6.13 Vote by Poll

If at any meeting a poll is requested on the election of a Chair or on the question of adjournment, it must be taken forthwith without adjournment. If a poll is requested on any other question, it shall be taken in the manner and either at once or later at the meeting or after adjournment as the Chair directs. The result of a poll shall be deemed to be the resolution of the meeting at which the poll was requested. A request for a poll may be withdrawn at any time prior to the taking of the poll.

6.14 Equality of Votes

At any meeting of Members, any motion on which there is an equality of votes is lost;

6.14.1 Provided however that in the case of an equality in the highest number of votes for the election of a Director or Officer, the candidates so receiving the equal number of votes shall draw lots to fill the position.

6.15 Appointment of Returning Officers

Prior to every meeting of Members, the Board of Directors shall appoint a Returning Officer, and may appoint one or more Deputy Returning Officers, to supervise any vote by ballot which takes place at the meeting. The appointment of the Returning Officer (and Deputy Returning Officers, if any) may be challenged by motion prior to the first call by the chair for a vote on any question at the meeting, and if such motion is successful, appropriate replacements shall be selected by the meeting forthwith.

6.16 Authority of Returning Officer

The Returning Officer shall have full and final authority on any question as to:

- 6.16.1 the qualifications of any person to cast a ballot;
- 6.16.2 the validity of proxies;
- 6.16.3 whether any ballot is to be counted or declared spoiled;
- 6.16.4 the counting of ballots;
- 6.16.5 the results of the balloting and announcement thereof to the meeting;

and generally over the supervision of balloting subject to any specific authority vested by this By-law in the Chairperson of the Meeting or the Nominations Committee or its Chairperson.

6.16.6 Provided that where any duty is performed by the Deputy Returning Officer, the absence or inability of the Returning Officer shall be presumed with reference thereto.

6.17 Proxies

Every member entitled to vote at meetings of members may by means of a proxy appoint another person as nominee for the member, to attend and act at the meeting in the manner, to the extent and with the power conferred by the proxy; **Provided** however that a proxy:

- 6.17.1 shall be in writing;
- 6.17.2 shall be executed by the member entitled to vote or the attorney of the member authorized in writing;
- 6.17.3 ceases to be valid one (1) year from its date;
- 6.17.4 subject to the requirements of the Act, may be in such form as the Board of Directors from time to time prescribes or in such other form as the Chair of the meeting may accept as sufficient;
- 6.17.5 shall be delivered to the Head Office of the Corporation no later than 48 hours (excluding Saturdays and holidays) before the meeting of Members is scheduled to commence.

6.18 Use of Robert's Rules

Subject to all requirements of law, and subject to any specific provision set out in the By-laws, the annual and any other general meeting of Members shall be conducted in accordance with the rules

and practice contained in the current edition of *Robert's Rules of Order Newly Revised* as far as applicable.

7. BOARD OF DIRECTORS

7.1 Composition

Subject to the provisions of any Special Resolution changing the number of Directors, the affairs of the Corporation shall be managed by a Board of Directors composed of one (1) *ex officio* Director, and seventeen (17) elected Directors.

7.2 Ex Officio Directors

Subject to the provisions of any by-law creating, or any Special Resolution changing the number or identification of offices of *ex officio* Directors, the person (if any) holding the office of Past President shall be *ex officio* a Director of the Corporation.

7.3 Elected Directors

The elected Directors shall consist of the following persons:

- 7.3.1 the Trustee Member elected as the President;
- 7.3.2 the Trustee Member elected as the Vice-President;
- 7.3.3 the number of Trustee Members elected as Regional Directors as set out in the appropriate column of section 5.2, representing the geographical Regions into which the Province of Ontario is divided,

all of whom shall be elected in the manner set out in section 8.13.

7.4 Removal of Director from Office

The members entitled to vote for the subject office:

- 7.4.1 may, by resolution passed by at least two-thirds (2/3) of the votes cast at a special general meeting of which notice specifying the intention to pass the resolution has been given, remove any Director before the expiration of the term of office; and
- 7.4.2 may, except in the case of the Past President, by a majority of the votes cast by such members at that meeting, elect any eligible person in the place and stead of the person removed for the remainder of term of the removed Director.

7.5 Requisition for Removal of Director

In addition to any other right to convene a special meeting, upon the requisition for a meeting to remove a Director received from not less than the greater of

- 7.5.1 five (5) Trustee Members, and
- 7.5.2 one tenth (1/10th) of all Trustee Members,

each of whom shall be eligible to hold the subject office, the Board of Directors shall forthwith call a general meeting of the Members eligible to vote upon such resolution.

Provided that in the case of the requisition to remove a Regional Director, the requisitionists shall include not less than one (1) Trustee Member from each Member Board of the Region.

7.6 Deemed Resignation as Regional Director

Upon appointment pursuant to subsection 7.8.2 to fill the vacancy in the office of Vice-President, the Regional Director so appointed shall be deemed to have concurrently resigned as Regional Director, and the vacancy so created shall be filled in accordance with subsection 7.8.5.

7.7 Disqualification of a Regional Director

If a Director

7.7.1 ceases to be a Trustee Member, or

7.7.2 is absent without being authorized by resolution entered in the minutes from two consecutive regular meetings of the Board of Directors,

such person thereupon ceases to be a Director, and the vacancy so created shall be filled in the manner otherwise prescribed in this By-law.

7.8 Filling of Vacancies in Office of Director

If, for any reason, there is a vacancy in the office of

7.8.1 President, the Vice-President shall automatically assume the office of President for the balance of the unexpired term of office.

7.8.2 Vice-President, the Directors shall appoint a Regional Director to assume the office of Vice-President for the balance of the unexpired term of office.

7.8.3 President and Vice-President, the Directors shall appoint one of their number to assume each of the offices of President and Vice-President for the balance of the respective unexpired terms of office;

7.8.4 Past President, the person who is the next most recent former President who is willing to assume the office shall automatically assume the office of Past President for the balance of the unexpired term of office; and if none, the office shall remain vacant until there is a person eligible and willing to assume the office; and if none, the office shall remain vacant until the next Annual Meeting at which a new President is to be elected;

7.8.5 Regional Director, the Trustee members of the Region shall elect a person who is qualified to vote for the office to assume the office of Regional Director for the balance of the unexpired term of office.

7.8.5.1 Provided however that, subject to the provisions of section 7.9, in the event that a vacancy occurs in the office of Regional Director during the six months prior to a scheduled Annual Meeting, the election to fill such vacancy shall be deferred to such Annual Meeting when the vacancy shall be filled by election by and from among persons qualified for the vacant office.

7.9 Vacancies When No Quorum in Office

Whenever there is not a quorum of Directors in office, the director or directors then in office shall forthwith call a general meeting of the members to fill the vacancies, and such vacancies shall be filled by election in the manner set out in section 8.13 by and from among persons qualified to serve in the vacant offices.

7.10 Remuneration of Directors

The Directors shall receive no remuneration for acting as such provided that a Director may be paid reasonable expenses incurred by him or her in the performance of his or her duties.

8. ELECTION OF BOARD OF DIRECTORS

8.1 Time for Nominations

A nomination for the election of a member of the Board of Directors, including the nomination of President and Vice-President, shall conform to the following requirements:

- 8.1.1 such nomination shall be in writing in a form approved from time to time by the Board of Directors and circulated among Member Boards with the Annual Convention Notice;
- 8.1.2 such nomination shall include the consent of the nominee, and shall identify the name of and be signed by each of the mover, seconder and nominee, each of whom shall be qualified to hold the office for which the nomination is made, and in each case identifying by name, the Trustee Member and the Member Board of which such Trustee Member is a Trustee;
- 8.1.3 such nomination shall be received at the Corporation Head Office not later than twenty-one (21) days prior to the time fixed in the Notice of Meeting for the call to order of the first plenary session at the Annual Meeting;
 - 8.1.3.1 **Provided** however that if no nominations for the position of a Regional Director, or for the position of President or Vice-President, are received at the Corporation Head Office within the time so limited, nominations shall remain open until but not later than two hours and fifteen minutes prior to the time fixed in the Notice of Meeting for the call to order of the first plenary session at the Annual Meeting;

and for greater certainty, a nomination that does not conform to the foregoing requirements shall be deemed not to be a nomination.

8.2 Election in Even Numbered Years

The President and Vice-President, the Regional Directors described in subsections 5.1.1 and 5.1.2, and, subject to the provisions of section 8.13, one Canadian Catholic School Trustees' Association Representative ("CCSTA Representative") shall be elected at the Annual Meeting of Members held in even numbered years.

8.3 Special Provision for the CCSTA Representative

The following shall determine the selection of the CCSTA Representatives:

- 8.3.1 in the event that the Corporation shall have the right to select only one (1) person to serve on its Board of Directors, the Past President of the Corporation shall be the CCSTA Representative;
- 8.3.2 for as long as the Corporation shall have the right to select two (2) persons to serve on its Board of Directors, the second CCSTA Representative (in addition to the person mentioned in section 8.13) shall be elected as prescribed in section 8.2;
- 8.3.3 in the event that one of the CCSTA Representatives is selected by CCSTA to serve as its president, the President of the Corporation shall appoint a Director of the

Corporation in the place and stead of the person so selected to serve as a CCSTA Representative.

8.4 Election in Odd Numbered Years

The Regional Directors other than those described in subsections 5.1.1 and 5.1.2 shall be elected at the Annual Meeting of Members held in odd numbered years.

8.5 Term of Office of Elected Director

The term of office of an elected Director shall be two years, commencing at the adjournment of the Annual Meeting at which elected and ending at the adjournment of the second Annual Meeting thereafter and when the successor in office is elected; and, if otherwise qualified but subject to the provisions of sections 8.6 and 8.7, a Director is eligible for re-election at the end of the Director's term of office.

8.6 Limit on Term of President

A person is not qualified to serve, and shall not serve, for two or more successive terms in the office of President.

8.7 Limit on Term of Vice President

A person is not qualified to serve, and shall not serve, for two or more successive terms in the office of Vice-President.

8.8 Limit on Term of Past President

Subject to the provisions of subsection 7.8.4, a person is not qualified to serve, and shall not serve, for two or more successive terms in the office of Past President.

8.9 Calculation of Term Limit

For the purpose of calculating the limit on the terms of office of the President and Vice-President:

- 8.9.1 service in office by appointment to fill a vacancy of eighteen (18) months or longer shall be deemed to be service for one term of office; and
- 8.9.2 service in office by appointment to fill a vacancy of less than eighteen (18) months shall be deemed not to be service in office.

8.10 Qualifications for Office of Director

To be qualified to hold the office of Director, a person shall:

- 8.10.1 not be an undischarged bankrupt;
- 8.10.2 not be a mentally incompetent person;
- 8.10.3 be a Trustee Member;
- 8.10.4 not be a Director *ex officio*;
- 8.10.5 not be eligible to be a candidate for, nor hold, more than one office
 - 8.10.5.1 Provided however, that nothing in subsection 8.10.5 shall prevent a person, who is a Director and is otherwise qualified, from election or appointment as, President or Vice-President;

8.10.6 in the case of a Regional Director, be a Trustee Member who is a member of one of the Member Boards of the respective Region.

8.11 Qualifications for Candidacy

To be qualified to be a candidate for the office of elected Director, a person shall:

8.11.1 be qualified to hold the office of Director;

8.11.2 be a person whose name has been reported to the Annual Meeting by the Nominations Committee;

8.11.3 (in order to allow for equitable representation within a Region which consists of more than one Member Board) not, in the case of a candidate for Regional Director, be nominated as a Trustee Member of a Member Board of which a Trustee Member is then the President, Vice-President or Past President;

8.11.4 be nominated and seconded by persons who, with the exception of the requirements of section 8.12 are themselves eligible to hold the office for which the nomination is made,

8.11.5 provided that nothing in subsection 8.11.4 shall restrict the right of the President or Vice-President to nominate or second the nomination of a person for any office.

8.12 Additional Qualifications for Candidacy

Where a Region consists of more than one (1) Member Board, a Trustee Member is not eligible to be a candidate for nor hold the office of Regional Director if:

8.12.1 another Trustee Member of the same Member Board is a candidate for or holds the office of Regional Director; or

8.12.2 the President, Vice President or Past President is a Trustee Member of the same Member Board; or

8.13 Election of Directors

Where there are more candidates for office than there are positions to be filled by election, there shall be an election conducted by ballot, and for this purpose, there shall be a separate ballot for the election of each of the President and the Vice-President, each Regional Director, and the Canadian Catholic School Trustees Association Representative.

Provided however that the Returning officer shall report the number of ballots cast for each candidate, the total number of ballots cast, the number of spoiled ballots, and the number of ineligible ballots.

9. MEETINGS OF BOARD OF DIRECTORS

9.1 Calling of Meetings

At least three meetings of the Board of Directors shall be held between annual meetings of the Members. In addition, meetings of Board of Directors

9.1.1 may be called by the President, and

9.1.2 shall be convened by the Executive Director upon direction in writing of five (5) Directors

9.2 Regular Meetings

The Board of Directors may appoint one or more days in each year for regular meetings of the Board of Directors at a place and time named; no further notice of the regular meetings need be given. The Board of Directors shall hold a meeting within seven (7) days following the annual meeting of the Members of the Corporation for the purpose of organization, the election and appointment of officers and the transaction of any other business.

9.3 Place of Meetings

Meetings of the Board of Directors and of the Committees of the Board of Directors may be held at any place within Ontario, as designated in the notice calling the meeting.

9.4 Quorum for Meeting of Directors

A quorum for the transaction of business at meetings of the Board of Directors shall be the smallest whole number that is not less than a majority of the number of Directors, and no business shall be transacted at any meeting unless the requisite quorum is present at the commencement of such business.

9.5 Meetings by Electronic Conference

If all Directors present at or participating in the meeting of the Board or a Committee (as the case requires) consent thereto generally or in respect of a particular meeting and each has adequate access, such persons may participate in a meeting of the Board of Directors or Committee by means of such conference telephone or other communications facilities as permit all persons participating in the meeting to hear each other, and a person participating in such a meeting by such means is deemed to be present at the meeting.

- 9.5.1 Provided that at the outset of each such meeting, and whenever votes are required, the Chair of the meeting shall call roll to establish quorum, and shall, whenever not satisfied that the proceedings of the meeting may proceed with adequate security and confidentiality, unless a majority of the persons present at such meeting otherwise require, adjourn the meeting to a predetermined date, time and place.

9.6 Voting at Meetings of Directors

Questions arising at any meeting of the Board of Directors shall be decided by a majority vote. In the case of an equality of votes, the question shall be deemed to have been lost. At all meetings of the Board of Directors, every question shall be decided in the usual way by assent or dissent unless a poll on the question is required by the Chair or requested by any Director. A declaration by the Chair that a resolution has been carried and an entry to that effect in the minutes is conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution.

9.7 Written Resolutions

Subject to the *Act*, a resolution in writing, signed by all the Directors entitled to vote on that resolution at a meeting of Directors or Committee of Directors, is as valid as if it had been passed at a meeting of Directors or Committee of Directors called, constituted and held for that purpose.

9.8 Notice of Meetings of Directors

Subject to the provisions of section 9.2, notice of meetings of the Board of Directors shall be given to each Director by one of the following methods:

- 9.8.1 by telephone, facsimile, email or other electronic method not less than twenty-four (24) hours before the meeting is to take place; or

9.8.2 by prepaid letter post not less than fifteen (15) days before the meeting is to take place, the giving of which shall be in accordance with section 17.1

9.8.3 provided however that a meeting of Directors shall be held without notice immediately following the annual meeting of the Corporation.

The statutory declaration of the Executive Director or the President that notice has been given pursuant to this By-Law shall be sufficient and conclusive evidence of the giving of such notice. No formal notice of a meeting is necessary if all the Directors are present or if those absent have signified their consent to the meeting being held without notice and in their absence.

10. OFFICERS OF THE CORPORATION

10.1 Officers Identified

There shall be:

10.1.1 a President,

10.1.2 a Past President,

10.1.3 a Vice-President,

each of whom shall be qualified as a Trustee Member;

10.1.4 an Executive Director who shall also be the Secretary, but shall not be a person who is qualified as a Trustee Member;

10.1.5 a Chaplain who may but need not be qualified as a Trustee Member.

10.2 Duties of the President

The President:

10.2.1 shall when present, preside at all meetings of Members of the Corporation, and at all meetings of the Board of Directors;

10.2.1.1 Provided however that the President may delegate any part or parts of such duty to preside over the Annual Meeting to any person;

10.2.2 shall be a member *ex officio* of every Committee of the Corporation and every Committee of the Board of Directors;

10.2.3 shall have the other powers and duties from time to time prescribed by the Board of Directors or incident to the office.

10.3 Duties of the Vice-President

During the absence or inability to act of the President, the duties and powers of the office may be exercised by the Vice-President. Without limiting the generality of the foregoing, when delegated by and in the absence of the President, the Vice-President shall have the right to attend and to vote at all Committee meetings at which the President has the right to attend and vote. If a Vice-President exercises any of those duties or powers, the absence or inability to act of the President shall be presumed with reference thereto. The Vice-President shall also perform the other duties from time to time prescribed by the Board of Directors or incident to the office.

10.4 Absence of President and Vice-President

In the absence or inability of the President and the Vice-President to act, the Board of Directors may from time to time appoint another Director as for the purpose of fulfilling the duties and powers of the President. Where such other Director exercises any such duty or power, the absence or inability of the President and the Vice-President shall be presumed with reference thereto.

10.5 Duties of Executive Director

The Executive Director shall:

- 10.5.1 be the non-voting *ex officio* clerk of the Board of Directors and of every committee established by or under the By-laws of the Corporation;
- 10.5.2 attend all meetings of the Board of Directors and record all facts and minutes of all proceedings in the books kept for that purpose;
- 10.5.3 give all notices required to be given to Members and to Directors;
- 10.5.4 shall be the custodian of the seal of the Corporation and of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation, the same being delivered up only when authorized by a resolution of the Board of Directors to do so and to such person or persons as may be named in the resolution; and
- 10.5.5 shall perform such other duties as may from time to time be determined by the Board of Directors.

10.6 Appointment and Duties of Chaplain

The Chaplain of the Corporation shall:

- 10.6.1 be appointed annually by the Board of Directors on the nomination of the Ontario Conference of Catholic Bishops;
- 10.6.2 invoke Divine Guidance on all meetings of the Corporation and of the Directors; and
- 10.6.3 encourage the Directors to bring a gospel perspective and the riches of the Catholic Tradition to current issues and decision-making.

10.7 Other Officers

The Board of Directors may appoint other officers, including without limitation, Honourary Officers, and agents (and with such titles as the Board of Directors may prescribe from time to time) as it considers necessary and all officers shall have the authority and perform the duties from time to time prescribed by the Board of Directors. The Board of Directors may also remove at its pleasure any such officer or agent of the Corporation. The duties of all other officers of the Corporation appointed by the Board of Directors shall be such as the terms of their engagement call for or the Board of Directors prescribes.

10.8 Bonding of Officers

The Executive Director and any other officer, agent or employee of the Corporation who may be designated by the Directors shall furnish a bond in such amount and with such sureties as the Directors may approve. The cost of the said bonds shall be paid by the Corporation and they shall be deposited and kept as the Directors may direct.

11. COMMITTEES OF THE BOARD OF DIRECTORS

11.1 Standing Committees

Until otherwise determined by the Directors, there shall be the following Standing Committees:

- 11.1.1 Catholic Education Committee;
- 11.1.2 Communications Committee;
- 11.1.3 Conference Committee;
- 11.1.4 Legislation and Finance Committee; and
- 11.1.5 Office Management Committee.

11.2 Terms of Reference of Catholic Education Committee

The Catholic Education Committee shall:

- 11.2.1 Re-affirm and strengthen the vision shown by the Catholic community more than a century ago when the separate schools were first established;
- 11.2.2 Promote and maintain the Catholic character of the schools; that Jesus Christ is the centre and the foundation of the whole educational enterprise and the principles of the Gospel are the educational norm;
- 11.2.3 Study recent documents of the Roman Catholic Church that relate to Catholic education and inform the Directors of these documents and their implications for curriculum;
- 11.2.4 Monitor government and other program initiatives that impact Catholic education and write responses, to submit to the Directors, which emphasize and promote the Catholic character of the Catholic schools.
- 11.2.5 Initiate projects which invite Roman Catholic School Boards from across the province to work in collaborative efforts for the building of God's kingdom.
- 11.2.6 Assist in the Catholic school community to maintain the highest quality in teaching Religious Education courses with a view to strengthening the distinctiveness of Catholic schools.
- 11.2.7 Invite speakers to the Catholic Education Committee meetings for in-service.

11.3 Terms of Reference of Communications Committee

The Communications Committee shall make recommendations to the Directors on the Corporation's overall communications strategy and policy, including recommendations respecting:

- 11.3.1 communications with the Member Boards, Trustee Members, the Catholic community and the public at large;
- 11.3.2 newsletters, electronic communications, written communications, media, trademarks and logos; and
- 11.3.3 the design and implementation of a comprehensive strategy to build awareness of and support for Catholic education in Ontario.

and generally supervise, if and as necessary, the implementation of the Corporation's communications strategy and policy.

11.4 Terms of Reference of Conference Committee

The Conference Committee shall make recommendations to the Directors with respect to the Corporation's conferences and seminars, including

- 11.4.1 planning the program and content of conferences and seminars;
- 11.4.2 selecting the location and facilities of and date for such conferences and seminars;
- 11.4.3 reviewing and considering, and reporting upon, resolutions, if any, as contemplated in subsection 6.3.1;

and shall

- 11.4.4 administer the Corporation's award program.

11.5 Terms of Reference of Legislation and Finance Committee

The Legislation & Finance Committee shall:

- 11.5.1 make recommendations to the Directors on matters affecting the financing of Roman Catholic School Boards;
- 11.5.2 provide input on the annual finance brief the Corporation sends to the Minister of Education;
- 11.5.3 study and provide recommendations to the Directors on proposed and enacted legislation which affects Catholic schools; and
- 11.5.4 study and provide recommendations to the Directors on matters related to school board collective bargaining and labour relations.

11.6 Office Management Committee

The Office Management Committee shall make recommendations to the Directors with respect to the Corporation's finances and internal staff matters, including:

- 11.6.1 the annual budget of the Corporation;
- 11.6.2 membership fees;
- 11.6.3 job evaluation process;
- 11.6.4 salary scales; and
- 11.6.5 Corporation policies relating to staff.

11.7 First Nation Trustees' Advisory Council

There shall be a First Nation Trustees' Advisory Council, composed of all of the First Nation Trustees who serve on Catholic School Boards, who shall be asked to advise the Board of Directors on matters relevant to First Nation students attending schools operated by Catholic School Boards in Ontario. The First Nation Trustees' Advisory Council shall meet at least annually, and more frequently at their discretion; and, after each meeting, shall report to the Board of Directors through the President or his/her delegate.

11.8 Committee of the Whole Board

Whenever the Board resolves into the Committee of the Whole Board in order to consider any matter or matters, the Terms of Reference of the Committee of the Whole Board shall be deemed to include such matter or matters, notwithstanding Terms of Reference of any other Committee.

11.9 Ad Hoc Committees and Their Functions

There may be such additional Committees and for such purposes as the Board of Directors may determine from time to time by resolution; the existence of each such Committee shall be terminated automatically upon:

11.9.1 the delivery of its report;

11.9.2 the completion of its assigned task;

11.9.3 a change in the membership of the Board of Directors by which it was constituted; or

11.9.4 a resolution to that effect of the Board of Directors by which it was constituted;

whichever first occurs;

11.9.5 Provided however that, in the case of termination pursuant to subsection 11.9.3, the Board of Directors may by resolution continue such Committee.

11.10 Rules Governing Committees

Except where otherwise provided in the By-laws of the Corporation, all Committees, including Standing Committees but excluding the Committee of the Whole Board, are subject to the following:

11.10.1 a Committee shall be composed of not less than three (3) Directors;

11.10.2 the members shall be appointed by the Board of Directors, on the nomination of the President, from among the members of the Corporation who are qualified to hold office;

11.10.3 the members of the Committee shall select the Committee chairperson;

11.10.4 a member of a Committee shall serve for a term ending at the annual meeting of members following appointment, and is eligible for reappointment for one or more additional terms;

11.10.5 each Committee shall meet at least annually, and more frequently at the will of its Chairperson or as required by its terms of reference;

11.10.6 a Committee shall carry out such additional or amended duties or tasks as may be determined by the Directors from time to time, regardless of its Terms of Reference or the Terms of Reference of any other Committee;

11.10.7 each Committee shall be responsible to, and report after each meeting to the Board of Directors;

11.10.8 subject to any rules established by the Board of Directors, three (3) members of a Committee constitute a quorum for the holding of a meeting of a Committee, and otherwise, each Committee may establish its own rules of procedure and may appoint subcommittees.

11.10.9 if and whenever a vacancy exists in the Committees, the remaining Committee members may exercise all its powers so long as a quorum remains on the Committee, but the Board of Directors shall in any event, appoint a replacement to fill any vacancy as soon as practicable.

12. PROTECTION OF DIRECTORS AND OFFICERS

12.1 Directors and Officers Liability Exclusion

Absent the failure to act honestly and in good faith in the performance of the duties of office, and save as may be otherwise provided in any legislation or law, no present or past Director or officer of the Corporation shall be personally liable for any loss or damage or defaults of such Director or officer or of any other Director or officer or employee, servant, agent, volunteer or independent contractor arising from any of the following.

- 12.1.1 insufficiency or deficiency of title to any property acquired by the Corporation or for or on behalf of the Corporation;
- 12.1.2 insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the Corporation shall be placed out or invested;
- 12.1.3 loss or damage arising from the bankruptcy or insolvency of any person, firm or corporation including any person, firm or corporation with whom or which any monies, securities or effects shall be lodged or deposited;
- 12.1.4 loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with monies, securities or other assets belonging to the Corporation;
- 12.1.5 loss, damage or misfortune whatever which may occur in the execution of the duties of the Director's or officer's respective office or trust or in relation thereto; and
- 12.1.6 loss or damage arising from any wilful act, assault, act of negligence, breach of fiduciary or other duty or failure to render aid of any sort.

12.2 Pre-Indemnity Considerations

Before giving approval to the indemnities provided in section 12.3 herein, or purchasing insurance provided in section 12.4 herein, the Board of Directors shall consider:

- 12.2.1 the degree of risk to which the Director or officer is or may be exposed;
- 12.2.2 whether, in practice, the risk cannot be eliminated or significantly reduced by means other than the indemnity or insurance;
- 12.2.3 whether the amount or cost of the insurance is reasonable in relation to the risk;
- 12.2.4 whether the cost of the insurance is reasonable in relation to the revenue available; and
- 12.2.5 whether it advances the administration and management of the property to give the indemnity or purchase the insurance.

12.3 Indemnification of Directors and Officers

Every person, (including their respective heirs, executors and administrators, estate, successors and assigns) who:

12.3.1 is a Director; or,

12.3.2 is an officer of the Corporation; or

12.3.3 is a member of a Committee; or

12.3.4 has undertaken, or, with the direction of the Corporation is about to undertake, any liability on behalf of the Corporation or any Corporation controlled by the Corporation, whether in the person's personal capacity or as a director or officer or employee or volunteer of such corporation;

shall, upon approval of the Board of Directors from time to time, be indemnified and saved harmless (including, for greater certainty, the right to receive the first dollar payout, and without deduction or any co-payment requirement) out of the funds of the Corporation, from and against all costs, charges and expenses which such person sustains or incurs:

12.3.5 in or in relation to any demand, action, suit or proceeding which is brought, commenced or prosecuted against such person in respect of any act, deed, matter or thing whatsoever, made, done or permitted or not permitted by such person, in or in relation to the execution of the duties of such office or in respect of any such liability; or,

12.3.6 in relation to the affairs of the Corporation generally,

save and except such costs, charges or expenses as are occasioned by the failure to such person to act honestly and in good faith in the performance of the duties of office, or by other wilful neglect or default.

The Corporation shall also, upon approval by the Board of Directors from time to time, indemnify any such person, firm or corporation in such other circumstances as any legislation or laws permit or require.

Nothing in this By-Law shall limit the right of any person, firm or corporation entitled to indemnity to claim indemnity apart from the provisions of this By-Law to the extent permitted by any legislation or law.

12.4 Insurance

The Corporation shall purchase and maintain appropriate liability insurance for the benefit of the Corporation and each person acting or having previously acted in the capacity of a Director, officer or any other capacity at the request of or on behalf of the Corporation, which insurance may include:

12.4.1 property and public liability insurance;

12.4.2 Directors' and officers' insurance; and,

12.4.3 such other insurance as the Board of Directors sees fit from time to time;

with coverage limits and with insurers deemed appropriate by the Board of Directors from time to time.

No coverage shall be provided for any liability relating to a failure to act honestly and in good faith with a view to the best interests of the Corporation.

It shall be the obligation of any person seeking insurance coverage or indemnity from the Corporation to co-operate fully with the Corporation in the defence of any demand, claim or suit

made against such person, and to make no admission of responsibility or liability to any third party without the prior agreement of the Corporation.

13. EXECUTION OF DOCUMENTS

13.1 Cheques, Drafts, Notes, Etc

All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by the officer or officers or person or persons and in the manner from time to time prescribed by the Board of Directors.

13.2 Execution of Documents

Documents requiring execution by the Corporation may be signed by any two (2) of the President, Vice-President, the Secretary, or any one (1) of the foregoing together with any one (1) Director, and all documents so signed are binding upon the Corporation without any further authorization or formality. The Board of Directors may from time to time appoint any officer or officers or any person or persons on behalf of the Corporation, either to sign documents generally or to sign specific documents. The corporate seal of the Corporation shall, when required, be affixed to documents executed in accordance with the foregoing.

13.3 Books & Records

The Directors shall see that all necessary books and records of the Corporation required by the By-laws of the Corporation or by any applicable statute or law are regularly and properly kept.

14. BANKING ARRANGEMENTS

14.1 Board of Directors Designate Bankers

The Board of Directors shall designate, by resolution, the officers and other persons authorized to transact the banking business of the Corporation, or any part thereof, with the bank, trust company, or other corporation carrying on a banking business that the Board of Directors has designated as the Corporation's banker, to have the authority set out in the resolution, including, unless otherwise restricted, the power to,

14.1.1 operate the Corporation's accounts with the banker;

14.1.2 make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money;

14.1.3 issue receipts for and orders relating to any property of the Corporation;

14.1.4 execute any agreement relating to any banking business and defining the rights and powers of the parties thereto; and

14.1.5 authorize any officer of the banker to do any act or thing on the Corporation's behalf to facilitate the banking business.

14.2 Deposit of Securities

The securities of the Corporation shall be deposited for safe keeping with one or more bankers, trust companies or other financial institutions to be selected by the Board of Directors. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the

Corporation signed by such officer or officers, agent or agents of the Corporation, and in such manner, as shall from time to time be determined by resolution of the Board of Directors and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians by the Board of Directors shall be fully protected in acting in accordance with the directions of the Board of Directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

15. FINANCIAL YEAR

15.1 Financial Year Determined

Until otherwise determined by resolution of the Board of Directors, the fiscal year end of the Corporation shall terminate on the 31st day of August in each year.

16. AUDITORS

16.1 Appointment of Auditor

The members entitled to vote shall at each annual meeting appoint an auditor to audit the books of the Corporation, to hold office until the next annual meeting, provided that the Directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by the members entitled to vote, or by the Board of Directors if authorized to do so by the members entitled to vote.

17. NOTICE

17.1 Method of Notice

Except where otherwise provided in this By-law, notice shall be validly given if given by telephone, or if in writing:

17.1.1 by prepaid letter post;

17.1.2 by facsimile;

17.1.3 by e-mail; or

17.1.4 by other electronic method.

addressed to the person for whom intended at the last address shown on the Corporation's records. Any such notice shall be deemed given:

17.1.5 in the case of telephone, at the time of the telephone call;

17.1.6 in the case of letter post, on the third day after mailing; and

17.1.7 in all other cases, when transmitted.

17.2 Presumed Address of Trustee Member

For the purposes of, and notwithstanding anything set out in section 17.1, any notice or resolution sent to a Trustee Member may be sent to such Trustee Member at the address of the Member Board of which such Trustee Member is a member, whether or not such Trustee Member has provided another address to the Corporation.

17.3 Computation of Time

In computing the date when notice must be given under any provision of the by-laws requiring a specified number of days' notice of any meeting or other event, the date of giving the notice is, unless otherwise provided, not included.

17.4 Deemed Notice of Resolutions

Notwithstanding any other provision of the By-Laws, any resolution proposed for consideration at a meeting of Members that is forwarded to a Member Board shall be deemed for all purposes:

17.4.1 to have been sent to a Trustee Member of the Member Board at the last address shown on the Corporation's records, and

17.4.2 to constitute Notice to all Trustee Members of such resolution,

as if such resolution had been sent in an envelope individually addressed to the Trustee Member.

17.5 Omissions and Errors

The accidental omission to give notice of any meeting of the Board of Directors, a Committee or Members, annual, general, regional, special meeting or other, or the non-receipt of any notice by any Director or Member or by the auditor of the Corporation or any error in any notice not affecting its substance does not invalidate any resolution passed or any proceedings taken at the meeting. Any Director, Member or the auditor of the Corporation may at any time waive notice of any meeting and may ratify and approve any or all proceedings taken thereat.

18. AMENDMENT TO BY-LAWS

18.1 Amendment Generally

Any amendment to this By-law shall be made by a simple majority vote of the Board of Directors and approved, subject to the applicable subsections of section 6.11, by a simple majority vote of the Members at the next general meeting or a special meeting called for that purpose.

Provided however that for greater certainty but still subject to the applicable subsections of section 6.11, nothing in this section shall be construed as limiting the authority of the Board of Directors to enact any amendment having effect immediately upon enactment, but subject to the statutory requirement to submit such amendment for approval at the next annual meeting of members thereafter or a special meeting of members in the meantime. [*am. Directors 2009.08.19, Members Resolution 12-10*]

19. REPEAL OF PRIOR BY-LAWS

19.1 Repeal

Subject to the provisions of sections 19.2 and 19.3 hereof, all prior by-laws, resolutions and other enactments of the Corporation heretofore enacted or made are repealed.

19.2 Exception

The provisions of section 19.1 shall not extend to any by-law or resolution heretofore enacted for the purpose of providing to the Board the power or authority to borrow.

19.3 Proviso

Provided however that the repeal of prior by-laws, resolutions and other enactments shall not impair in any way the validity of any act or thing done pursuant to any such repealed by-law, resolution or other enactment.

20. EFFECTIVE DATE

20.1 Effective on Passing

This By-Law shall come into force when enacted by the Board of Directors in accordance with the Act.

ENACTED as a By-Law of the ***Ontario Catholic School Trustees' Association*** and sealed with the corporate seal the 5th day of February, 2011.

President

Secretary

CONFIRMED by the Members in accordance with the *Corporations Act* (Ontario) on the 29th day of April, 2011.

President

Secretary

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

TITLE: 2017 CONFERENCE CCSTA CO-HOST

RECOMMENDATION

THAT the Niagara Catholic District School Board agree to co-host the Canadian Catholic School Trustees' Association (CCSTA) 2017 Annual General Meeting/Convention in Niagara Falls with Association franco-ontarienne des conseils scolaires catholiques (AFOCSC).



REPORT TO THE BOARD FEBRUARY 25, 2014

2017 CONFERENCE CCSTA CO-HOST

BACKGROUND INFORMATION

The Canadian Catholic School Trustees' Association (CCSTA) has approved the application of the Association franco-ontarienne des conseils scolaires catholiques (AFOCSC) to host CCSTA's Annual General Meeting/Convention to be held in June, 2014 (Appendix A). The convention will be held in Niagara Falls.

Ms. Melinda Chartrand, Présidente of AFOCSC has contacted Chair Kathy Burtnik to invite Niagara Catholic to co-host the convention with AFOCSC.

Niagara Catholic hosted the CCSTA Convention in 2001.

A recommendation is provided for the consideration of the Board.

Appendix A –CCSTA letter

RECOMMENDATION

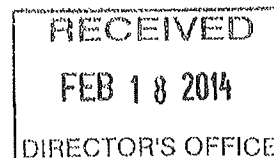
THAT the Niagara Catholic District School Board agree to co-host the Canadian Catholic School Trustees' Association (CCSTA) 2017 Annual General Meeting/Convention in Niagara Falls with Association franco-ontarienne des conseils scolaires catholiques (AFOCSC).



CANADIAN CATHOLIC SCHOOL TRUSTEES' ASSOCIATION
ASSOCIATION CANADIENNE DES COMMISSAIRES D'ÉCOLES CATHOLIQUES

Catholic Education Centre, 570 West Hunt Club Road, Nepean, Ontario K2G 3R4
Phone: (613) 224-4455 ext. 2521 Fax: (613) 224-3187 E-mail: ccsta@ottawacatholicschools.ca Web site: www.ccsta.ca

February 14, 2014



Ms. Melinda Chartrand
Conseillère scolaire CSDCCS
Présidente, AFOCSC
110, avenue Drewry
Toronto, Ontario M2M 1C8

Dear Melinda,

Further to your conversation with President Ted Paszek, we are pleased to report that the CCSTA Board of Directors approved your application to host our 2017 Annual General Meeting/Convention at its winter meeting in February, 2014. Our office will send information about the convention planning to the Association franco-ontarienne des conseils scolaires catholiques and the Niagara Catholic District School Board shortly. In the meantime, should you have any immediate questions about the convention, please feel free to contact Jean Montminy or me via email.

Once your local committee is put in place, the CCSTA office will provide them with direction and support as they begin to plan this conference.

Please convey to your boards our sincere appreciation for their support and willingness to host the CCSTA Annual General Meeting/Convention on June 1-3, 2017.

Sincerely,

John Stunt

cc: Kathy Burtnik, Chair, NCDSB
Nathalie Dufour-Séguin, Présidente, CSDCCS
Réjean Sirois, Directeur de l'éducation et secrétaire-trésorier, CSDCCS
John Crocco, Director of Education and Secretary Treasurer, NCDSB
Ted Paszek, President, CCSTA

Enlivened by the Word of God and our tradition, we promote and protect the right to Catholic education in Canada.
We speak as one.

Animés par la Parole de Dieu et notre tradition, nous assurons la protection et la promotion du droit à
une éducation catholique au Canada. Nous parlons à l'unisson.

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: TRUSTEE INFORMATION
SPOTLIGHT ON NIAGARA CATHOLIC –
FEBRUARY 11, 2014**

**TO: NIAGARA CATHOLIC DISTRICT SCHOOL BOARD
BOARD MEETING
FEBRUARY 25, 2014**

PUBLIC SESSION

**TITLE: TRUSTEE INFORMATION
CALENDAR OF EVENTS – MARCH 2014**



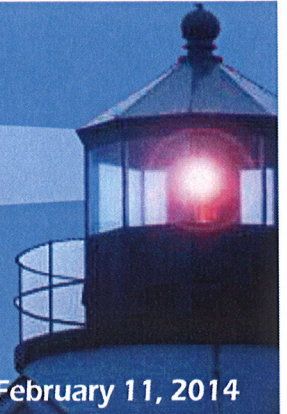
Spotlight

on
NIAGARA CATHOLIC

Nurturing Souls & Building Minds

www.niagaracatholic.ca

February 11, 2014



During the February 11 Committee of the Whole Meeting, students who participated in the Innovation, Creativity and Entrepreneurship (ICE) training pilot study shared with Trustees and Senior Staff how much they gained from their experience last fall. Above, they are shown presenting a cheque for \$3,360 to Mary Ann Edwards, organizer of the Rankin Cancer Run.

Niagara Catholic Students Take to the ICE to Learn

Niagara Catholic has concluded its participation in the Ministry of Education's Innovation, Creativity and Entrepreneurship (ICE) Pilot Project.

Niagara Catholic joined the project last fall, and brought together 65 students from six Specialist High Skills Major sectors - Business, Hospitality, Information and Communication Technology, Justice and Community Service, Manufacturing and Non-Profit - to form the Niagara Catholic Co. Under the guidance of Niagara Catholic staff, and with input and support from several community partners - the students worked together to design a product to sell, a program to support and a plan to market it to the community.

A brainstorming Innovation Forum took place on October 22, and Manufacturing students set to work designing and building five NHL-sized and 20 youth-sized goalie nets. Students in the Business sector advised about budgeting and costs and they also brainstormed on ways to market the nets and a charity to support with proceeds. The students selected the Rankin Cancer Run, and donated \$3,360 to the organization from the sale of the nets.

The nets were sold to the public out of a storefront at Seaway Mall during the first week of December 2013.

As a result of participation in this project, the students gained the benefit of hands-on experience and of working together with leaders in the community.

The full report is available in the February 11 agenda in the Meetings section of www.niagaracatholic.ca.

Mental Health Support to ASIST Those in Distress

All Niagara Catholic Senior Staff, Principals, Vice-Principals, Chaplaincy Leaders, Guidance Counsellors and Child and Youth Workers will participate in two-day Applied Suicide Intervention Skills Training (ASIST) over the next two months.

During the February 11 Committee of the Whole Meeting, Niagara Catholic's Mental Health Lead Andrea Bozza shared with Trustees how the program will benefit students and staff in the Board.


The ASIST program is an interactive and practice-dominated course designed to help recognize and prevent the immediate risk of suicide. Just as CPR training makes physical first aid possible, the ASIST training provides individuals with the ability to offer mental health first aid to those in crisis, with the goal of preventing suicide.

The program was created by LivingWorks, a suicide-intervention training company which believes that intervention should be a major part of an employer's suicide

prevention strategy. A one-on-one relationship between a person at risk and an individual trained to assist someone in crisis represents an unique opportunity to change - and save - a life of someone in crisis.

The LivingWorks program is in alignment with Niagara Catholic's Mental Health Addictions Plan, which embraces a comprehensive and integrated and tiered approach, which includes awareness, early prevention and intervention, which support student well-being. ASIST will provide support in the area of intervention, making staff better-equipped to not only identify suicidal behaviour, but to intervene.

Training will take place throughout February, March and April, 2014.



French Immersion
Online Registration
through March 3
@niagaracatholic.ca

Trustees Get First Look at Proposed Design for St. Martin



The Ministry of Education has provided nearly \$9.5 million in funding for the construction of a new St. Martin Catholic Elementary School in Smithville, which will replace the existing school. During the February 11th Committee of the Whole Meeting, Trustees received their first look at the designs for the school, which is being designed by MMMC Architects.

Capital Projects Update by Controller of Facilities Services

Scott Whitwell, Niagara Catholic's Controller of Facilities Services, provided Trustees with a monthly update on capital projects currently in progress or in development by the Board.

Three Catholic elementary schools are currently on the list for construction to accommodate the fifth and final of the implementation of the Early Learning Kindergarten (ELKP) Program.

Canadian Martyrs Catholic Elementary School is set to receive a nearly \$1-million facelift, which will include an addition and renovation of the existing Library Information Centre to become two new ELKP classrooms.

Loretto Catholic Elementary School will also undergo a nearly \$1-million renovation during the summer, as construction of a two-classroom addition and renovation of three existing classrooms into two new ELKP classrooms.

St. John Bosco Catholic Elementary School will undergo a \$600,000 renovation to build a new classroom and renovate an existing classroom into an ELKP classroom.

Niagara Catholic is currently awaiting Ministry of Education approval to award the contracts, and will be completed by September 2014.

Construction of a \$6.1-million, \$10-million addition to Saint Michael Catholic High School has been challenging this winter, due to the extreme cold and snow we have had in January. However, it is still projected to be completed for occupancy in September 2014.

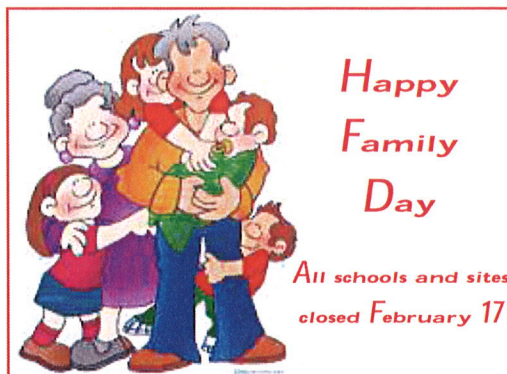
Three projects have been deemed "Capital Priorities" by the Board: Our Lady of Mount Carmel Catholic Elementary School, St. James Catholic Elementary School and Lakeshore Catholic High School.

In order to accommodate its amalgamation of St. Thomas More Catholic Elementary School, Our Lady of Mount Carmel is set to undergo a \$2.4-million renovation to create four new classrooms, three ELKP classrooms, renovations to the gymnasium, chapel and Administration area.

St. James Catholic will undergo a \$2.7-million expansion and renovation to accommodate students from Michael J. Brennan Catholic Elementary School in September. This project will include two new ELKP rooms, one classroom, a chapel and renovations to the Staff Room and Administration area.

Lakeshore Catholic High School is scheduled to undergo a \$5.5-million, 10-classroom addition

Submission for site plan approval is targeted for February or March 2014.



Policies Recommended

During the February 11 Committee of the Whole Meeting, Trustees recommended two policies be sent to the Board for approval.

Religious Education for Teaching Staff Policy (201.3) and School-Generated Funds Policy (301.6) will be presented to the Board for consideration at the February 25 meeting.

Attendance Area Review

Trustees received a report regarding recommended changes to the attendance update area boundaries for St. Ann, St. James and Assumption Catholic Elementary Schools.

Details of the recommended changes are available in the February 11 Committee of the Whole agenda, found in the Board section, under Meetings, of www.niagaracatholic.ca.

Pupil Accommodation Review

Trustees received a report on the Pupil Accommodation Review for St. Christopher and St. Theresa Catholic Elementary Schools during the February 11 Committee of the Whole Meeting.

The report included a list of proposed dates for future meetings, which will include the opportunity for public input.

The report will be considered by Trustees at the February 25 Board Meeting.

Walk Raises \$8,700

Niagara Catholic's Holy Childhood Walks in October, 2013, raised \$8,7500 for the Holy Childhood Association.

To date, the Board has raised \$623,000 for the group's work overseas.

MARCH 2014



| Sun | Mon | Tue | Wed | Thu | Fri | Sat |
|-----|-------------------------|--|--|-------------------------------|-------------------------------------|-----|
| 2 | 3 | 4 Shrove Tuesday Technology Skills Competition Committee of the Whole Meeting | 5 Ash Wednesday Technology Skills Competition | 6 | 7 Elementary/Secondary PA Day | 8 |
| 9 | 10 March Break | 11 March Break | 12 March Break | 13 March Break | 14 March Break | 15 |
| 16 | 17 St. Patrick's Day | 18 Policy Committee Meeting Board Meeting | 19 | 20 | 21 | 22 |
| 23 | 24 | 25 | 26 French, Italian, Spanish Public Speaking Club Roma | 27 OSSLT Test Grade 10s | 28 | 29 |
| 30 | 31 | | | | | |

