



Ontario Catholic School
Trustees' Association

2019 AGM & CONFERENCE

RESOLUTIONS



Ontario Catholic School Trustees' Association

Our Mission

Inspired by the Gospel, the Ontario Catholic School Trustees' Association provides the provincial voice, leadership and service for elected Catholic school trustees to promote and protect publicly funded Catholic education in Ontario.

Our Vision

Ontario is enriched by a publicly funded Catholic education system governed by locally elected Catholic school trustees who serve with faith, commitment and compassion.

Explanation of Committee Recommendations & Resolution Session Procedures

Resolution sessions will be conducted using “**Robert’s Rules of Order**” and the provisions of the OCSTA Constitution. The chairperson of the session will ensure compliance with their rules.

Explanation of Committee Recommendations

The **Resolutions** Committee will study the resolutions and offer recommendations on the best way to meet their intent. The recommendations and their implications are:

- i. **Approve**
The direction given in the “therefore be it resolved” section of the resolution will be carried out.
- ii. **Approve and refer to the committee for appropriate implementation.**
The resolution will be forwarded to the designated committee for implementation.
- iii. **Receive and refer to the committee for study.**
The resolution will be forwarded to the designated committee for study. Following the study and receipt of the committee’s recommendation, the Board of Directors will determine whether or not the resolution will be implemented.
- iv. **Not approve**
No action will be taken.
- v. **No recommendation**
The committee is not making any recommendation with respect to the resolution.
- vi. **No action required**
The intent of the resolution has been met. No further action will be taken.

Resolution Session Procedures

Delegates wishing to speak to a resolution must go to one of the floor microphones and state their name and the name of the board they represent.

The mover of a resolution will have the opportunity to be the first and last to speak to that resolution. Other trustees may speak **once** to a resolution.

The chairperson may declare a motion out of order giving the reasons for doing so. The chairperson’s decision may be challenged by a majority vote of those voting delegates present **at the session** when the vote is called.

Voting will be by a show of hands. Delegates carrying proxies must have and show proper identification - i.e. proxy badge. Ballots will be provided in the event that a vote by ballot is called for.

Note Re Quorum: *Quorum for the transaction of business at any meeting of the Members shall require the presence in person or by proxy of not less than a total of forty (40) current Members.*

Grouped Resolutions

- a. the chair of the session will ask for a mover and seconder to approve the **grouping** of various related resolutions.
- b. the chair of the session will ask for movers and seconders for the committee recommendation for each group.
- c. delegates will vote on the committee recommendation for each group.

Delegates may request that any resolution(s) be removed from a “group” to be handled individually. These will be addressed when the group from which they have been removed has been dealt with.

Resolutions Handled Individually

These will include resolutions removed from the groups, resolutions for which the committee has not made any recommendation and resolutions from the floor.

A. Resolutions with committee recommendations

1. The chair of the session will announce the resolution number and the name of the sponsoring board:
 - the chair will call for the sponsoring board to move and second **the committee recommendation;**
 - delegates will speak to the committee recommendation;
 - delegates will vote on the committee recommendation.
2. If the sponsoring board does not move the committee recommendation from the floor:
 - the chair will call for the sponsoring board to move their **original resolution;**
 - delegates will speak to the resolution;
 - delegates will vote on the resolution.
3. If the original resolution is not moved by the sponsoring board, the resolution will be withdrawn.

B. Resolutions without committee recommendations

1. These resolutions will be handled as follows:
 - the chair will call for the sponsoring board to move their **original resolution;**
 - delegates will speak to the resolution;
 - delegates will vote on the resolution.
2. If the original resolution is not moved by the sponsoring board, the resolution will be withdrawn.

C. Amendments from the Floor

Amendments made on the floor relate to the “therefore be it resolved” section of the resolution and **must be written out** and handed to the chairperson. The chairperson will consider the amendment and, if necessary, discuss it with the parliamentarian or others to ensure that it is clearly understood.

- the chair will **read** the amendment;
- delegates will speak to the amendment;
- delegates will vote on the amendment;
- delegates will vote on the resolution as amended.

If the amendment is defeated:

- delegates will be asked to speak to the original resolution;
- delegates will vote on the original resolution.

D. Members' Discussion Rights

Under Article 5.11 (*Members Discussion Rights*), a Member may raise a matter for discussion at the Annual General Meeting. Subject to the provisions in Articles 5.10.1 to 5.10.5, and 5.11, the item may be addressed, and may be referred to a committee of OCSTA for further consideration, but it shall not be put to a vote at the meeting at which it has been raised.

If the 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.

Revised January 20, 2017

**OCSTA BY-LAW – AMENDMENT TO
BY-LAW NUMBER 2016-1**

APPROVE

RESOLUTION # A-19

MOVED BY:

SECONDED BY:

THAT:

the committee recommendation for Resolution A-19 be approved.

Moved by: Paul Landry **OCSTA Board of Directors**

Seconded by: Colleen Landers

Topic: ***Amendment to the “Amended and Restated By-law Number 2016-1, A By-law Relating Generally to the Conduct of Its Affairs” (“OCSTA By-Law”)***

Whereas: Resolutions 1-2018 and 2-2018 regarding the limit on the term of office of the President, Vice President and CCSTA Representative were considered by the Members of the Corporation on April 27, 2018, and referred to the OCSTA Board of Directors for further review;

and Whereas: on September 15, 2018 the Board of Directors approved a Motion to amend the Limits on the terms of office, and to allow the President, Vice President and CCSTA Representative of the Corporation the option of running for a second term, and to accordingly amend the OCSTA By-Law;

and Whereas: on February 8, 2019 by resolution #A-19, the Board of Directors approved amendments to the OCSTA By-Law to reflect such changes to term limits, along with other minor typographical, cross-referencing and grammatical corrections, subject to confirmation of the Members at the next meeting of the Members;

Therefore be it Resolved:

that the Members confirm the amendments to the OCSTA By-Law as set out in Schedule 1 to this Resolution.

Committee Recommendation

Approve.

[Schedule 1 to Resolution X](#)
[Amended and Restated By-law Number 198-1](#)
[A By-law Relating Generally to the Conduct of Its Affairs](#)



Ontario Catholic School
Trustees' Association

Amended and Restated
By-law Number ~~2016~~2019-01
A By-law Relating Generally to
the Conduct of Its Affairs

Schedule 1 to Resolution X
Amended and Restated By-law Number 19-1
A By-law Relating Generally to the Conduct of Its Affairs

ONTARIO CATHOLIC SCHOOL TRUSTEES' ASSOCIATION

AMENDED AND RESTATED BY-LAW NUMBER ~~2016~~2019- 1

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

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Schedule 1 to Resolution X
Amended and Restated By-law Number 198-1,
A By-law Relating Generally to the Conduct of Its Affairs

By-law ~~2016~~2019-1 Relating Generally to the Conduct of the Affairs of the

ONTARIO CATHOLIC SCHOOL TRUSTEES' ASSOCIATION

WHEREAS the Ontario Catholic School Trustees' Association (hereinafter the "**Corporation**") was incorporated by Letters Patent issued under the Ontario Corporations Act and dated ~~the 30th day of July, 1969,~~ 30, 1969 as amended by Supplementary Letters Patent dated July 11, ~~1979, 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 and Amended as By-law ~~2014~~2018-1 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;
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~~5.1 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, as restated or in effect from time to time;
- 1.1.14 “**Member**” means an individual who is a Member of the Corporation, as defined in Section ~~4.24.1~~ 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~~CDSBs 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

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.

without amendment, by at least two-thirds (2/3~~reds~~) 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~~Members' attorney;

1.2 Severability

- (1) 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~~Establishment of Provincial Office by Directors

- (2) 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

- (3) 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~~ex officio Members of the Corporation.²

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~~CDSBs of which the Members are, respectively, Trustees.

~~4.4~~ — Termination of Membership

A membership ceases to exist when:

4.3.1 ~~4.4.1~~ the Member ceases to be eligible under a provision of the Act or this By-law;

4.3.2 ~~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;

4.3.2.1 ~~4.4.2.1~~ ~~Provided~~provided that the Board in its discretion may by resolution extend such time limit;

4.3.3 ~~4.4.3~~ the Corporation is liquidated or dissolved.³

4.4.4 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.

4.4.5 The rights of a Member, including any rights in the property of the Corporation, cease to exist on termination of the membership.⁴

4.4 ~~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.

4.5 ~~4.6~~ Transferral of Membership

(4) Membership is not transferrable.

² Allowable under S.48(2) of ONCA.

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.

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.

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 Corporations Act or the ONCA, (as applicable), the Articles and/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~~ CDSBs 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~~ Law, the Corporations 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~~Law~~, the Corporations 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.

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;~~Corporations Act or regulations or the ONCA or regulations (as applicable).

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~~7~~ and shall be held no later than fifteen (15) months after the preceding Annual Meeting~~7~~ on such a day and place as the Board shall determine~~6~~.

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

- 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~~CDSBs 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 ~~u~~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~~CDSBs

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 Required under Part VI of the ONCA~~7~~.

⁶ Required under S.52(1) of the ONCA~~7~~.

- 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~~CDSBs 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~~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.

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~~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.~~Article 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

⁷ Required by S.56 of the ONCA.

5.10.5 the ~~rights~~right conferred by this section ~~are~~is being abused to secure publicity.

5.11 Members' Discussion ~~Rights~~Right

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~~5.10.5⁸

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.

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.

⁸ S.56(1)(b) of the ONCA~~-~~

⁹ S.60(1)~~-~~

¹⁰ S.55(8)~~-~~

5.14 Quorum

Quorum for the transaction of business at any meeting of the Members shall require the presence in person or 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 ~~5.15.2.1 if,~~ in the opinion of chair of the meeting, such loss of quorum is not temporary and likely to be short-lived, or 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.

~~5.15.2.2 —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

- (5) 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.

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;

- (6) ~~Provided~~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~~CDSBs with a student enrolment of less than 35,000 FTE shall be grouped with other similarly sized ~~CDSB's~~CDSBs 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~~CDSBs 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~~CDSBs 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.

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.	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.	Brant Haldimand-Norfolk Catholic District School Board 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.

6.4 Amendment

- (7) 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.

~~(8)~~

6.5 Alteration of Regional Boundaries for Other Reasons

In addition to Article 6.4 above, Region boundaries may also be altered, by Special Resolution, for reasons other than those necessitated by Article ~~6.1~~,6.1, provided that:

- (a) The change in Regions shall not result in any Board with an excess of 35,000 ~~FTE's~~FTEs being in the same Region as any other Board, and
- (b) The change in Regions shall not alter the number of Regional Directors to which any one Region is entitled.

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.

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; and
- 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~~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~~CDSBs 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:

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

7.4.1 Regional Directors from ~~CDSB's~~CDSBs 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.

7.5 Failure to Agree ~~Upon~~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 following shall determine the selection of the CCSTA Representatives:

7.6.1 in the event ~~that~~ that the Corporation shall have the right to select only one (1) person to serve on ~~its~~the CCSTA Board of Directors, the Past President of the Corporation shall be the CCSTA representative;

7.6.2 for as long as the Corporation shall have the right to select two (2) persons to serve on the CCSTA Board of Directors, the second CCSTA Representative (in addition to the Past President of the Corporation) shall be elected in even _-numbered years by the Members at the Annual Meeting;

7.6.3 ~~in~~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.

7.7 Termination

A Director ceases to hold office when he or she:

- 7.7.1 submits ~~their~~his/her 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 6.5; or
 - 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~~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;
- 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 is 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.
- 7.8.6 **CCSTA Representative**, then the President of the Corporation shall appoint a Director of the Corporation in the place and stead of the vacated CCSTA Representative to serve for the remainder of the term.

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(s) commencing at the adjournment of the Annual Meeting at which they are elected;

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

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~~ two (2) successive ~~term~~ terms 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~~ CDSBs with the notice of the Annual Meeting at which the election is to take place;

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 election.¹²

[No member may accept the nomination for more than one office in the same election.](#)

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 circumstances.¹³

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~~^{is} 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

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

¹² ONCA Section 56(5)~~-~~

¹³ ONCA Section 43(1)~~-~~

¹⁴ ONCA Section 43(2)~~-~~

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 Corporations 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~~, [Corporations Act or ONCA \(as applicable\)](#) 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 [Corporations Act](#) or the ONCA [\(as applicable\)](#), 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.

¹⁶ Adapted from ONCA Section ~~41~~.[41](#)

9.2 Timing of Disclosure

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

- 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 and 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.

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~~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 ~~athe~~athe 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, 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 such officers and agents 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 Assembly of Catholic Bishops of Ontario;
- 10.9.2 invoke Divine Guidance on all meetings of the Corporation and of the Directors; and
- 10.9.3 ~~(9)~~ 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 Corporations Act or the ONCA (as applicable), the Articles, and the By-Laws, the Board may, by Board ~~Resolution~~resolution, appoint such standing and ad hoc committees as it deems appropriate from time to time and set the rules governing such committees.

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;

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

¹⁸ Note that quorum is defined in section ~~41.40.8~~11.4.8 as requiring at least three Directors, but could be changed to a majority or two-thirds of committee members if greater flexibility is preferred.

- 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, 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;
- 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, 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.

(8) ~~(10)~~ 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.

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.

(9) ~~(11)~~—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

¹⁹ In accordance with Part X of the ONCA.

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

(10) ~~(12)~~—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 Designation 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;

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

(11) ~~(13)~~—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~~Determination of Fiscal Year

(12) ~~(14)~~—Until otherwise determined by resolution of the Board, the fiscal year end of the Corporation shall terminate on ~~the August 31st day of August in~~ each year.

17. **AUDITORS**

17.1 Appointment of Auditor

(13) ~~(15)~~—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;

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 Aa 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

(14) ~~(16)~~ 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~~ROBERT'S RULES OF ORDER

(15) ~~(17)~~ 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~~Corporations Act or ONCA (as applicable), 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' 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.

(16) ~~(18)~~ 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

(17) ~~(19)~~ 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~~or

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 1st day of May, 2016.



President



Secretary

CONFIRMED by the Members in accordance with the *Not-For-Profit Corporations Act* (Ontario) on the 29th day of April, 2016.



President



Secretary

MOTION TO DEAL WITH RESOLUTIONS IN GROUPS

MOVED BY: _____

SECONDED BY: _____

THAT: **the grouping of the Resolutions be approved.**

APPROVE

RESOLUTIONS # 1-8

MOVED BY: _____

SECONDED BY: _____

THAT: **the committee recommendations for Resolutions 1-8
be approved.**

Moved by: Mark Valvasori **Hamilton-Wentworth CDSB**

Seconded by: Patrick Daly

Topic: **Accuracy of Municipal Voter Lists**

Whereas: The accuracy of Municipal Voter lists is of crucial importance in our democratic process.

Whereas: Accurate Municipal Voter lists provide electors with the opportunity to cast their vote for a trustee among the four publicly funded school systems they are constitutionally entitled to do so.

Whereas: The accuracy of Municipal Voter lists is a critical factor in trustee determination and distribution.

Whereas: Concerns throughout the Province have been expressed with regard to the accuracy of Municipal Voter lists and the impact this has on electors rights to vote as they are constitutionally eligible to do so.

Therefore be it Resolved that:

OCSTA meet with representatives of the Municipal Property Assessment Corporation (MPAC) and the Ministry of Finance to advocate for improvements to both the accuracy and timeliness of Municipal Voter lists.

Committee Recommendation

Approve.

Moved by: Peter Fracassi

Simcoe Muskoka CDSB

Seconded by: Janice Hutchison

Topic: **Property Tax – School Board Support**

Whereas: If a property buyer does not actively indicate on the land transfer affidavit form that they want their property taxes to be allocated to the separate school system, it automatically defaults to the public school system; and

Whereas: The results are poor voter lists of Catholic ratepayers which make it difficult to vote for Catholic trustee in elections and problematic for boards to have accurate data for planning and developing budgets and programs; and

Whereas: OCSTA been advocating for changes to the various laws and regulations that govern this matter by sending letters, making submissions and holding several meetings;

Therefore be it Resolved that:

OCSTA approach the Government of Ontario and the Canada Law Society to change the default of support to the public system to be an intentional choice when purchase property agreements are being signed; and that

OCSTA, along with local school Boards, develop a plan to amplify and clarify the extreme importance of identifying Catholic Separate School supporters.

Committee Recommendation

Approve.

Moved by: Melanie Van Alphen

Waterloo CDSB

Seconded by: Jeanne Gravelle

Topic: **Parent Reaching out Grants**

Whereas: *Achieving Excellence: A Renewed Vision for Education in Ontario, 2014* recognizes and acknowledges that parents are a key part of their children's learning and of Ontario's success in education; and

Whereas: The government has supported over 22,000 PRO Grants to school councils and over 900 regional/provincial PRO Grants since 2006; and

Whereas: PRO Grants support projects that help identify and remove individual and system barriers to parent engagement that may prevent some parents from fully participating in their children's learning and well-being; and

Whereas: PRO Grants support projects that celebrate diversity; create connections between parents, schools, and community services; provide parents with skills and resources to support their children's learning; and increases the overall success for students; and

Whereas: The Ministry of Education has not signalled its intent for PRO Grants for the 2019-2020 school year and reductions have been made to ongoing PRO Grants while the government reviews its financial priorities;

Therefore be it resolved that:

OCSTA petition the Ministry of Education to prioritize the practice and funding of the PRO Grant applications for the 2019-2020 school year, as they evaluate the future of this program.

Committee Recommendation

Approve.

Moved by: Stefano Pascucci

Dufferin-Peel CDSB

Seconded by: Shawn Xaviour

Topic: **Funding for Retrofitting/Renovating Schools**

Whereas: Keeping schools in a state of good repair is essential to providing safe and healthy learning environments for students and staff; and

Whereas: Funding levels for school renewal, repairs and retrofits have not been sufficient to reduce the overall deferred maintenance backlog; and

Whereas: Stable and reliable school renewal funding is necessary to make strategic, long-term investments to ensure that learning environments can support high levels of student achievement and well-being; and

Whereas: Effective July 3, 2018, the Ministry of Education announced the cancellation of the Greenhouse Gas Reduction Fund, which served as an important source of funding to replace, renew and install energy efficient building components, thereby enabling school boards to reduce greenhouse gas emissions; and

Whereas: Retrofits and renovations in schools are necessary to support modernized, 21st century learning and technologies that will enable our students to have the knowledge and skills required for advanced education and careers of the future;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to provide stable, reliable multi-year funding to support school renewal, renovations and retrofits that will keep schools in a state of good repair and provide students and staff with environments to support 21st century learning.

Committee Recommendation

Approve.

Moved by: Mario Pascucci **Dufferin-Peel CDSB**

Seconded by: Luz del Rosario

Topic: **Funding for Students with Diverse Learning Needs, including Special Education Needs**

Whereas: The principles of the draft ministry resources *Learning for All: K-12*, the aligned Inter-Ministerial Provincial Transition Framework and commitments to supporting successful transitions for all students (PPM 156) are founded on beliefs that all students can succeed and that student well-being, achievement, student voice and engagement need to be supported in an inclusive learning environment; and

Whereas: School boards continue to be challenged in their ability to design effective school and system improvement plans when funding and other pressures may arise in delivering a ministry-mandated criterion-referenced curriculum with related expected practices while adhering to a universal design for learning approach which honours success for all through personalized instruction; and

Whereas: Building capacity of staff through professional learning in support of all diverse learners is critical to student well-being and student achievement; and

Whereas: The Ministry of Education, Ministry of Child and Youth Services and Ministry of Health's mental well-being, special education and renewed mathematics strategies will need sustainable commitments to keep pace with growth communities and to respond to changing needs; and

Whereas: School boards continue to be faced with challenges related to providing specialized programming, support and human resources to ensure that all students achieve their fullest potential;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to review on-going equitable and sustainable funding and continue to address the changing nature and complexity of student needs and required supports by providing adequate funding that reflects the actual need and not just a reallocation of funding from other budget lines.

Committee Recommendation

Approve.

Moved by: Janice Hutchison

Simcoe Muskoka CDSB

Seconded by: Maria Hardie

Topic: **Special Education**

Whereas: Special Education is an area that faces chronic underfunding and differs from board to board.

Whereas: Legislation which changed the base per pupil funding does not mitigate this underfunding.

Whereas: Research shows that an inclusive model of Special Education is most effective for all students,

Whereas: School boards continue to be challenged with providing programming and support to ensure that all students achieve their fullest potential.

Therefore be it Resolved that:

OCSTA continue to petition the Ministry of Education to review sustainable funding for Special Education.

Committee Recommendation

Approve.

Moved by: Thomas Thomas

Dufferin-Peel CDSB

Seconded by: Stefano Pascucci

Topic: **Student Transportation Funding**

Whereas: Funding for student transportation by the Ministry of Education has not been reviewed in a comprehensive manner for several years, save for the Effectiveness and Efficiency (E&E) reviews; and

Whereas: The provision of student transportation services is paramount in ensuring school safety and safe arrival of students to and from school; and

Whereas: Issues related to driver retention, late bus routes and cancelled bus routes have impacted many families who rely on student transportation services to transport their children, including some of our most vulnerable students with special needs; and

Whereas: Costs associated with transportation have increased substantially across the province (i.e., fuel costs, cap and trade program, fleet costs, etc.); and

Whereas: Cost adjustment increases have been provided only to school boards with transportation deficits;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to review transportation funding in an effort to increase funds to allow school boards to provide a level of service that meet the needs of all eligible students and families within their respective districts.

Committee Recommendation

Approve.

Moved by: Mario Pascucci

Dufferin-Peel CDSB

Seconded by: Frank Di Cosola

Topic: **School Bus Driver Retention Concerns**

Whereas: The Education Act supports the transportation of students to and from school; and

Whereas: School boards across the province have experienced significant school bus delays and cancellations for consecutive years as a result of school bus driver shortages and training/retention issues; and

Whereas: The ongoing busing delays and inadequate service levels have impacted the educational experience and well-being of students and their families, and the operations of schools and the board; and

Whereas: The Ministry has supported the cost of transportation through the Student Transportation Grant, however, adjustments for inflation and cost pressures are netted against a transportation surplus, if it exists;

Therefore, be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to work with school boards and School Bus Operator Associations to develop a sustainable framework and funding model that aims to enhance the retention of school bus drivers while ensuring an effective and efficient delivery of student transportation services.

Committee Recommendation

Approve.

APPROVE & REFER

RESOLUTIONS # 9-14

MOVED BY: _____

SECONDED BY: _____

THAT: **the committee recommendations for Resolutions 9-14
be approved.**

Moved by: John Curry **Ottawa CDSB**
Seconded by: Joanne MacEwan
Topic: **Equity Regarding System/Department Principals**

Whereas: the Education Act declares that a principal is an educator who is in charge of a school,

Whereas: the appointment of system or department principals by Catholic school boards in the province was grieved by the Ontario English Catholic Teachers Association (OECTA),

Whereas: the outcome of this grievance was, based on the wording in the legislation, that such system or department principals are not allowed except in rare circumstances with OECTA approval,

Whereas: this situation does not exist in other publicly funded school systems in the province,

Whereas: the presence of such system or department principals is important to an effective and efficient administration of schools and the success of students,

Therefore be it resolved that:

the Ontario Catholic School Trustees Association (OCSTA) petition the Minister of Education to alter the Education Act to define a principal as an educator who is in charge of a school or of a program or department, thus allowing Catholic school boards to have equity in this matter with other publicly funded school systems in the province.

Committee Recommendation

Approve and refer to Labour Relations Committee.

Moved by: Darryl Brian D'Souza

Dufferin-Peel CDSB

Seconded by: Thomas Thomas

Topic: Occasional Teacher Costs

Whereas: School boards are required to provide occasional teacher coverage for teachers who are absent from work; and

Whereas: The provision of coverage is governed by Collective Agreements (CAs) which detail absence category and duration; and

Whereas: The Grants for Student Needs (GSN) funding provided by the Ministry of Education has not changed in accordance with the centrally negotiated contracts as at 2012; and

Whereas: Employees have access to 11 days of absence due to illness, 5 emergency day absences, an Earned Leave program, carry-over of unused sick days for top-up purposes and a Short Term Leave and Disability program of 120 days; and

Whereas: Average absenteeism and occasional teacher costs for boards have been increasing year-over-year; and

Whereas: Increased costs associated with absenteeism may come at the expense of programs and resources to support student well-being and achievement;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to examine the issue of absenteeism and increase the amount of funding provided to school boards to offset the increased costs associated with the provision of occasional teacher coverage.

Committee Recommendation

Approve and refer to Labour Relations Committee.

Peterborough Victoria Northumberland & Clarington CDSB**Moved by:** Michelle Griepsma**Seconded by:** David Bernier**Topic:** **Cybersecurity in School Boards**

Whereas: The Auditor General of Ontario has identified Cyber attacks as a clear and present risk to information technology systems used in the education of Ontario students; and

Whereas: It is in the interest of OCSTA to support the protection of information technology infrastructure and systems for publicly funded Catholic education in Ontario; and

Whereas: OCSTA has prioritized building positive new relationships with provincial groups; and

Whereas: Cybersecurity is a complex and fast-evolving field that most school boards are not equipped to effectively address on their own;

Therefore be it Resolved that:

OCSTA encourage the Ministry of Education to support the work being done by the Ministry of Education's Broadband Modernization Team, including proceeding with the planned focus on securing school board infrastructure (Wave 3) and also encourage the Ministry to support the work of the Educational Computing Network of Ontario (ECNO) in building shared service capacity for cybersecurity analysis and audit in Ontario School Boards.

Committee Recommendation

Approve and refer to Political Advocacy Committee.

Moved by: Janice Hutchison **Simcoe Muskoka CDSB**

Seconded by: Francis Smith

Topic: **Economic Realities with Capital Projects**

Whereas: Global economic realities such as aluminum and steel tariffs, a saturated market and rising interest rates are creating construction costs far in excess of the Ministry Funding Benchmark; and

Whereas: Building standards are being compromised in an attempt to meet the Ministry Funding Benchmark resulting in a reduction of the life expectancy of schools and an advanced need for renewal investment; and

Whereas: the last formal review of the funding benchmark was completed in 2010/11 based on the Leading Practices Manual for School Construction in Ontario prepared by the Expert Panel on Capital Standards in July 2010;

Therefore be it Resolved that:

OCSTA encourage the Ministry of Education to review the current Capital Priorities Funding Benchmark with the goal of adjusting it to suit the current economic realities.

Committee Recommendation

Approve and refer to Political Advocacy Committee.

Moved by: Mario Pascucci

Dufferin-Peel CDSB

Seconded by: Luz del Rosario

Topic: **Parent Reaching Out (PRO) Grants**

Whereas: The Ministry of Education recognizes and acknowledges that parents are a key part of their children's learning and has supported Parent Reaching Out (PRO) Grants to school councils since 2006; and

Whereas: PRO Grants are designed to support parents in identifying barriers to parent engagement in their community and to find local solutions to involve more parents in support of student achievement and well-being; and

Whereas: Catholic School Councils rely on the PRO Grants to offset the costs of such parent engagement events; and

Whereas: An announcement was made in the Ontario legislature indicating that funding for a number of programs, including the PRO grants, would be put on "pause" as the government re-evaluates its financial priorities for education; and

Whereas: Catholic School Councils were not forewarned that the PRO Grant funding would be halted for the entire 2018-2019 year, which has had a significant impact on planned events in many school communities; and

Whereas: The long-term effects of this funding pause will have a detrimental effect on parent council activity and support of increased community engagement;

Therefore be it Resolved that:

OCSTA advocate on behalf of Catholic School Councils to reinstate the PRO Grant funding to support Catholic School Councils in providing community engagement activities, outreach programs and opportunities to keep families informed and active in their children's education experience.

Committee Recommendation

Approve and refer to Political Advocacy Committee.

Moved by: John Curry

Ottawa CSB

Seconded by: Sandra Moore

Topic: **Perceived threat to security**

Whereas: safe schools are a priority for all partners in education in Ontario,

Whereas: the safe environment at a school can be threatened not only by an overt act at the school itself but also by acts committed by members of the school community off school property,

Whereas: in this day and age of widespread social media word of such acts both on and off school property quickly spread through the school community,

Whereas: students whose actions threaten the safety of those at a school can be expelled,

Whereas: students are also expelled for being a perceived threat to school safety but where such expulsions have been routinely and universally overturned on appeal to the Child Youth and Family Services Review Board (CFSRB),

Therefore be it resolved that:

the Ontario Catholic School Trustees' Association (OCSTA) petition the Minister of Education to review the number of expulsions that have been overturned by the CFSRB and based on this review adjust as needed the prescribed powers and duties of the tribunal.

Committee Recommendation

Approve and refer to Catholic Education & Trustee Enrichment Committee.

RECEIVE & REFER
RESOLUTIONS # 15-33

MOVED BY: _____

SECONDED BY: _____

THAT: **the committee recommendations for Resolutions 15-33
be approved.**

Moved by: Anna da Silva

Dufferin-Peel CDSB

Seconded by: Thomas Thomas

Topic: **Daily Occasional Teacher Roster Caps**

Whereas: Daily occasional teacher roster caps are articulated in local collective agreements; and

Whereas: Recent local OECTA – OT negotiations were restricted with respect to addressing daily occasional teacher list caps by OECTA Central Agreement status quo clauses as a result of central table negotiations; and

Whereas: Certain school boards are faced with challenges in providing adequate coverage for permanent teacher absence due to restrictions as a result of the daily occasional teacher cap size as found in local agreement language pre-dating the 2012 round of negotiations; and

Whereas: Seniority based hiring as per Regulation 274 negates the original intent of an Occasional Teacher CAP; and

Whereas: The ability to call upon and place qualified occasional teachers is critical to ensure student well-being, achievement and safety;

Therefore, be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to remove reference to a daily occasional teacher list cap from all central table discussions, thereby giving boards the opportunity to renegotiate this item locally between individual school boards and their local bargaining unit.

Committee Recommendation

Receive and refer to Labour Relations Committee.

Moved by: Brea Corbet

Dufferin-Peel CDSB

Seconded by: Bruno Iannicca

Topic: **Hard Caps in Kindergarten Classes**

Whereas: School boards are staffing Kindergarten classes based on an average class size of 26; and

Whereas: School boards across the province are experiencing inequitable distribution of students in Kindergarten classes; and

Whereas: Some classes are very small, with less than 16 students, so that a Designated Early Childhood Educator is not required; and

Whereas: School Boards are dealing with safety issues in large Kindergarten classes;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to impose a hard cap for Kindergarten classes and funding to sustain increased space requirements within schools to ensure equitable, consistent staffing in all Kindergarten classes.

Committee Recommendation

Receive and refer to Labour Relations Committee.

Moved by: David Sharp **Northwest CDSB**
Seconded by: Don Marquis
Topic: **Regulation 274 Fair Hiring Practice**

Whereas: The Northwest Catholic DSB, Kenora Catholic DSB and Superior North Catholic DSB have noted a substantial decrease in teachers seeking employment with our school boards; and

Whereas: appropriate levels of staff are required to support the Ministry of Education's renewed vision for the 21st Century; and

Whereas: Our Boards have noted increasing difficulty in attracting and hiring teachers for Occasional Teaching, Long Term Occasional Teaching and Permanent Teaching positions to support capacity building in many areas; and

Whereas: teachers are unable to move between school boards without repeating the hiring process set out in Regulation 274, where full time employment and past experience is not counted due to Long Term Occasional Hiring List/Roster hiring requirements; and

Whereas: regulation 274 has created a hardship for boards in the North in terms of attracting new teachers from outside and does not allow new recruits to, in many cases, start their teaching careers in the North instead having them opt to wait out their home boards for several years before gaining permanent employment.

Therefore be it Resolved that:

OCSTA petition the Ministry of Education to create the ability for teachers across the province to move between school boards without the impediments imposed by Regulation 274 by repealing the act or making changes that will create the conditions that improve boards' ability to staff our systems and teachers ability to gain employment.

Committee Recommendation

Receive and refer to Labour Relations Committee.

Moved by: Shawn Xaviour **Dufferin-Peel CDSB**
Seconded by: Thomas Thomas
Topic: **Ontario Regulation 274/12 – Hiring Practices**

- Whereas:** Regulation 274 has been imposed upon school boards with regards to hiring practices; and
- Whereas:** Regulation 274 stipulates that occasional teachers be ranked in terms of seniority and placed on a roster; and
- Whereas:** Regulation 274 outlines a prescribed process and timeline for the posting of available teaching positions; and
- Whereas:** Regulation 274 stipulates consistency in teacher assignment supports student achievement and well-being; and
- Whereas:** Regulation 274 has ramifications in terms of providing consistency and continuity of teachers in classrooms; and
- Whereas:** Regulation 274 has ramifications in terms of hiring practices addressing individual student needs and ability to hire staff who are reflective of the diversity in the school communities they serve; and
- Whereas:** School Boards are directed to hire from the top five qualified candidates limiting management rights; and
- Whereas:** The Ontario Equity Action Plan requires boards to make a concerted effort to recruit, hire and retain a diverse and qualified teaching population;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to review Regulation 274 – Hiring Practices, to allow school boards to exercise management rights in hiring at the local school board level, thereby ensuring consistency of continuous teacher assignments in classrooms for both long term vacancies and permanent vacancies, including the ability to staff, so as to reflect local Boards' population diversity.

Committee Recommendation

Receive and refer to Labour Relations Committee.

Moved by: Shawn Xaviour

Dufferin-Peel CDSB

Seconded by: Luz del Rosario

Topic: **Qualified French Teacher Recruitment & Retention**

Whereas: School boards across the province are experiencing persistent challenges with the recruitment of qualified French Teachers; and

Whereas: Regulation 274 stipulates that all new teachers must be placed on the occasional teachers list for daily supply work as one of the eligibility requirements for full time consideration, limiting school boards' ability to attract permanent teachers who are qualified to teach French; and

Whereas: Catholic District school boards have a smaller pool for recruitment of teachers as they must be Catholic and qualified to teach French; and

Whereas: Teachers are able to request assignments outside of French (within their areas of qualification) as soon as they are offered permanent placement; and

Whereas: All school boards have difficulty in recruiting and retaining teachers who are qualified to teach French in volumes that are consistent with the increasing demand for the expansion of French language programs across the province;

Therefore, be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to review Regulation 274 – Hiring Practices and the additional constraints it places on school boards with regard to the recruitment of teachers who are qualified to teach French, so as to explore regulatory changes with respect to hiring practices in the area of French instruction that would address the shortage of teachers qualified to teach French.

Committee Recommendation

Receive and refer to Labour Relations Committee.

Moved by: Darryl Brian D'Souza

Dufferin-Peel CDSB

Seconded by: Brea Corbet

Topic: **Support Staff Recruitment and Retention**

Whereas: School boards are experiencing persistent challenges with the recruitment and retention of qualified Educational Resource Workers and Designated Early Childhood Educators; and

Whereas: Increased absenteeism coupled with inadequate supply coverage within these two occupational groups places students at increased risk and increases health and safety risks for staff; and

Whereas: Increased absenteeism within these two occupational groups places increased liability on school boards; and

Whereas: School boards are in direct competition for supply staff who are typically employed by more than one employer; and

Whereas: The compensation for Educational Resource Workers Designated Early Childhood Educators can vary from school board to school board, increasing the likelihood of "job shopping" among boards;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to review universal standards with regard to qualifications and salary for support staff to equalize the competitive market for school boards.

Committee Recommendation

Receive and refer to Labour Relations Committee.

Moved by: Catherine MacDonald **Simcoe Muskoka CDSB**

Seconded by: Jeanny Salmon

Topic: **Chronic Shortage of Occasional Staff for Teachers, Early Childhood Educators and Educational Assistants, and Its Impact on Learning**

Whereas: Chronic shortages of occasional staff for teachers, Early Childhood Educators and Educational Assistants are occurring in Ontario school boards; and

Whereas: Teacher shortage is looming due to cut in enrolment at teachers colleges by more than half in 2015, with the number of graduates dropping from 12,399 in 2015 to 5,480 by 2018; *Amanda Pfeffer · CBC news · posted: Aug 30*; and

Whereas: This chronic shortage is having a negative impact on student learning;

Therefore be it Resolved that:

OCSTA encourage the Ministry of Education to find ways to reduce teacher, Early Childhood Educator and Educational Assistance shortages.

Committee Recommendation

Receive and refer to Labour Relations Committee.

Moved by: Melanie Van Alphen

Waterloo CDSB

Seconded by: Manuel da Silva

Topic: **Capital Priorities Program**

Whereas: The Capital Priorities Program has allowed school boards to access grants for major capital construction including new schools, major additions, and funding for site purchases and associated costs; and

Whereas: This funding allows school boards to provide much needed permanent space where enrolment pressures are significant; and

Whereas: Most school boards across Ontario are experiencing enrolment growth, particularly in areas of high immigration; and

Whereas: Since the Capital Priorities funding program began in 2011, the ministry has provided more than \$4.3 billion in funding to support new school facilities, as well as permanent additions and renovations at existing schools; and

Whereas: As of January 2018, the province planned on providing almost \$16 billion in capital grants over 10 years to help build new schools in high-growth areas, improve the condition of existing schools and invest in projects to reduce surplus space; and

Whereas: The Ministry of Education did not announce the availability of Capital Priority Program funding for the current school year;

Therefore be it resolved that:

OCSTA petition the Ministry of Education to prioritize and funding of the Capital Priorities Program for the 2019-2020 school year.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Bruno Iannicca

Dufferin-Peel CDSB

Seconded by: Mario Pascucci

Topic: **Air Conditioning in all Schools**

Whereas: The number of extremely warm weather days experienced throughout the school year is increasing; and

Whereas: The heat and humidity experienced during these extreme warm weather days has the potential to negatively impact the learning environments of students and staff; and

Whereas: The renewal funding provided to school boards by the Ministry of Education is not adequate to address the total outstanding renewal needs across all school boards and to install and implement air conditioning into schools in a timely manner;

Therefore, be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to provide adequate renewal funding and develop an implementation strategy to introduce some level of air conditioning into all schools in order to minimize the impact that extreme warm weather days have on the learning environments of students and staff.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Melanie Van Alphen **Waterloo CDSB**

Seconded by: Manuel da Silva

Topic: **Renewal Funding for Administrative Buildings**

Whereas: The province has invested heavily in the renewal of schools through the School Renewal Grant, School Condition Improvement Grant, Enhanced School Renewal Grant, and School Consolidation Grant; and

Whereas: The province recently passed legislation that redirected the use of Proceeds of Disposition – Schools to support the renewal of school buildings; and

Whereas: The use of renewal funding allows school boards to carry out major repairs to windows, roofs, doors, HVAC systems, plumbing, flooring, structures, walls, school grounds, walkways as well as associated infrastructure and accessibility enhancements; and

Whereas: Most school boards in Ontario have at least two administrative facilities that house staff, equipment, students, and the public; and

Whereas: School boards receive no funding to provide for the renewal of administrative buildings; and

Whereas: School boards have a legal and moral obligation to provide safe and accessible spaces for staff, students, and the public;

Therefore be it resolved that:

OCSTA petition the Ministry of Education to prioritize:

1. The provision of funds to renew and maintain administrative buildings; and
2. Enacting changes to legislation that will allow funds obtained from the proceeds of disposition of board properties (school and administrative) to be used on the renewal of board properties (school and administrative).

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Melanie Van Alphen

Waterloo CDSB

Seconded by: Brian Schmalz

Topic: **Green Investments**

Whereas: Two years of provincial Greenhouse Gas Reduction Funds were provided to school boards to renew building components that increased the efficiency of buildings; and

Whereas: With the elimination of the provincial Cap and Trade system, funds were no longer available to fund school board efficiency initiatives; and

Whereas: Commitments have been made federally, provincially, regionally, and at the school board level to reduce greenhouse gas emissions from public buildings; and

Whereas: The federal government may implement a federal carbon pricing program for provinces without a cap and trade or carbon pricing program; and

Whereas: Federal funds may flow to school boards to allow for investments in projects that will increase building efficiency (and reduce greenhouse gas emissions);

Therefore be it resolved that:

OCSTA petition the Ministry of Education to ensure political and or infrastructural barriers will not exist that would preclude school boards from benefitting from federal carbon pricing investments.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Mario Pascucci

Dufferin-Peel CDSB

Seconded by: Thomas Thomas

Topic: **Funding For Mathematics Courses**

Whereas: School boards endeavor to achieve excellence in mathematics achievement for all students; and

Whereas: The current staffing model is centered around an overall student to staff ratio; and

Whereas: Some students may benefit from a lower class size to support their mathematics achievement; and

Whereas: Under the current staffing model, larger class sizes are the result of creating smaller class sizes in order to support some students' mathematics achievement; and

Whereas: To support student mathematics achievement in all pathways, some class sizes would require to be supported at a lower teacher/pupil ratio;

Therefore be it Resolved that:

The Ontario Catholic School Trustees' Association petition the Ministry of Education to provide funding to support decreased teacher/pupil ratios as well as increased support for teacher training to allow school boards flexibility and capacity to support all mathematics pathways.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Bruno Iannicca **Dufferin-Peel CDSB**

Seconded by: Anna da Silva

Topic: **50 Day Limit Re-employment for Retired School Administrators**

- Whereas:** School boards across the province are experiencing persistent challenges with filling School Administration positions and “back filling” for Principal and Vice-Principal absences; and
- Whereas:** Ontario Teacher Pension Plan stipulates that all retirees can only work a maximum of 50 school days in any given year; and
- Whereas:** Catholic District school boards have a smaller pool for recruitment of school administrators as they must be Catholic; and
- Whereas:** School Boards are relying heavily on retired School Administrators to fill in Principal/Vice-Principal vacancies and/or absences; and
- Whereas:** 50 days does not cover a term in either an elementary or a secondary school, resulting in numerous school administrators being assigned to one school; and
- Whereas:** stability in the school leadership is paramount;

Therefore, be it Resolved that:

The Ontario Catholic School Trustees’ Association petition the Ministry of Education to review the 50-day limit on reemployed Principals/Vice-Principals with a view to increasing the allowable reemployment days without negatively affecting their pensions. Increasing the reemployment days will allow for consistency in a school community.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: John Curry

Ottawa CSB

Seconded by: Spencer Warren

Topic: **Seat Belts on School Buses**

Whereas: Transport Canada has taken the position for over three decades that seat belts on school buses do not enhance safety,

Whereas: a 2010 study which has recently come to light has revealed that seat belts would be helpful in side collisions in rollovers, preventing student passengers from being flung around inside the bus and thus preventing injuries and even saving lives,

Whereas: on the other hand, seat belts could dangerously restrain student passengers in the case of a school bus fire,

Whereas: school bus fires are more common than rollovers or side collisions,

Therefore be it resolved that:

the Ontario Catholic School Trustees Association (OCSTA) petition the Minister of Education to work with Transport Canada to examine the whole situation of seat belts on school buses and come to a definitive conclusion about whether seat belts enhance or detract from the safety of students on school buses.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Francis Smith

Simcoe Muskoka CDSB

Seconded by: Catherine MacDonald

Topic: **Trustee Honorarium and Benefits**

Whereas: Municipal elected officials determine their own compensation levels and benefits by using a range of factors, the most common practice being surveying the neighbouring municipalities.

Whereas: Trustees are elected officials but the maximum allowable honorarium is legislated and the base amount increase from \$5,900 to \$6,300 was denied which is discouraging because it appears the province does not appreciate the contribution trustees are able to offer and do not think are worth even cost-of-living increases.

Whereas: The Education Act subsection 176 states that benefits cannot be extended to trustees since they are not employees of the board, but T4 supplementary slips are issued.

Therefore be it Resolved that:

- OCSTA petition the government to reconsider the formula on calculating School Board Trustees and minimally allow cost of living increases.
- That OCSTA approach the government to develop a plan for medical benefit coverage of school board trustees.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Greg Reitzel **Waterloo CDSB**
Seconded by: Brian Schmalz
Topic: **Trustee Honoraria**

Whereas: The Fewer School Boards Act (1997) reduced the number of Catholic school boards from 53 to 29 and the number of Catholic trustees from 710 to 250 while at the same time greatly reducing individual trustee honoraria and increasing their workload; and

Whereas: The minimum wage in Ontario has more than doubled (6.85 to 14.00) since 1997; and

Whereas: trustee honoraria have remained virtually unchanged since 1997; and

Whereas: as of 2019 the Federal government has removed the non-taxable allowance for trustee honoraria, further reducing the real honoraria received by trustees;

Therefore be it resolved that:

OCSTA petition the Ministry of Education to review the limits placed on trustee honoraria and adjust to ensure they are investing in good governance and trustees are receiving a fair honoraria for the work that they do.

Committee Recommendation

Receive and refer to Political Advocacy Committee.

Moved by: Jeanny Salmon

Simcoe Muskoka CDSB

Seconded by: Janice Hutchison

Topic: **Home, School, Church**

Whereas: education begins at home; and

Whereas: Catholic schools play an integral role in the Church’s mission to evangelize youth; and

Whereas: everyone would benefit from a stronger partnership among home, school and parishes; and

Whereas: children’s days are filled more than ever with sports and arts activities, and families are spending less time together than in previous generations; 2nd

Whereas: interconnected preparation in our schools, with parents and parish leaders could provide more opportunity for our students to make their sacraments; and

Whereas: sacrament preparation in the schools may be an opportunity for teachers to strengthen their faith; and

Whereas: some parish/school relationships are very strong and others non-existent;

Therefore be it Resolved that:

OCSTA create a survey for discovering methods and making suggestions on how to strengthen the home, school, church triad.

Committee Recommendation

Receive and refer to Catholic Education and Trustee Enrichment Committee.

Moved by: Catherine MacDonald **Simcoe Muskoka CDSB**
Seconded by: Peter Fracassi
Topic: **Global Warming – Climate Change**

Whereas: global warming is the increase in the average temperature of the Earth's near-surface air and the oceans ever since the mid-twentieth century and its projected continuation and the world is currently warming up at about 0.2 C each decade and has already warmed by more than 1 C compared to the mid-19th century; and

Whereas: climate change is any significant long-term change in the expected patterns of average weather of a region (or the whole Earth) over a significant period of time; and

Whereas: Intergovernmental Panel on Climate Change, the world's foremost scientific body, recently said global carbon emissions need to be cut in half by 2030 to prevent climate change; and

Whereas: there seems to be some unwillingness to take the political actions need to protect our children's future from the escalating impacts of global warming and climate change; and

Whereas: global warming and climate change is the greatest threat facing humanity;

Therefore be it Resolved that:

OCSTA create a forum to address this concern with a Province wide approach and implementing the voice of our staff and students to demand real government action.

Committee Recommendation

Receive and refer to Catholic Education and Trustee Enrichment Committee.

Moved by: John Curry

Ottawa CSB

Seconded by: Shelley Lawrence

Topic: Use of word "Indian"

Whereas: reconciliation with indigenous communities must include respect,

Whereas: words are important instruments in conveying respect,

Whereas: the Education Act and its associated regulations from time to time may make references to matters affecting indigenous students and/or indigenous communities,

Whereas: one example is Ontario Regulation 464/97 regarding Special Education Advisory Committees (SEAC) which authorizes the composition of such SEAC committees and refers to "Indian pupils" in section 2 (e), section 4 (1) and section 4 (2),

Therefore be it resolved that:

the Ontario Catholic School Trustees Association (OCSTA) petition the Minister of Education to review the Education Act and its associated regulations to replace any usage of the word "Indian" with "indigenous" or some appropriately similar word that conveys respect of indigenous peoples and not the colonial attitude represented by the use of the term "Indian."

Committee Recommendation

Receive and refer to Catholic Education and Trustee Enrichment Committee.

TO BE CONSIDERED INDIVIDUALLY

RESOLUTIONS # 34-36

Moved by: Michael Del Grande **Toronto CDSB**

Seconded by: Maria Rizzo

Topic: **Legal Defence Fund and Insurance for Individual Catholic School Trustees**

Whereas: Ontario Catholic School Trustees are protected by the Ontario School Boards' Insurance Exchange Insurance policy when they are acting in the course of their duties for all sums they are legally obligated to pay as compensatory damages for:

- i) Personal Injury Liability
- ii) Property Damage Liability
- iii) Incidental Professional and Malpractice Liability
- iv) Environmental Impairment Liability
- v) Errors and Omissions Liability; and

Whereas: Trustees are not protected by the Ontario School Boards' Insurance Exchange Insurance Policy when they are acting in the course of their duties for all sums they are legally obligated to pay as compensatory damage and legal fees incurred in defence of such claims, including for violations of:

- i) Municipal Conflict of Interest Act
- ii) Occupational Health and Safety Act
- iii) Environmental Protections Act
- iv) Unfair Hiring Practices and Wrongful Dismissal
- v) Breach of Contract; and

Whereas: Trustees are paid a very minimal honorarium for the services they provide; and

Whereas: Trustees engage with the media and the public daily, and may make commentary and be sued for such commentary, for which a Trustee has no insurance coverage;

Therefore be it Resolved that:

1. OCSTA create a legal fund and obtain insurance protection for all Ontario Catholic School Trustees by charging member boards for such protection; and
2. OCSTA establish and maintain a depository of legal opinions received from member Boards on legal issues that are likely to arise in other member Boards. Such legal opinions would be made available to other member Boards upon request.

Committee Recommendation

1. Receive and refer to Budget and Human Resources Committee.
2. Receive and refer to Political Advocacy Committee.

Moved by: Mario Pascucci

Dufferin-Peel CDSB

Seconded by: Thomas Thomas

Topic: **Investigation of a new method of vote allocation at the Annual General Meeting of the Ontario Catholic School Trustees' Association (OCSTA)**

Whereas: The current management structure for the Ontario Catholic School Trustees' Association (OCSTA) permits representation from each Ontario Catholic school board; and

Whereas: The current OCSTA vote allocation is not reflective of the student and constituent population that trustees represent; and

Whereas: The ratification formula utilized during collective bargaining 2012-2014 required double majority which recognized the importance of large enrolment boards, and has been proven as a formula that represents the needs of boards in reference to collective bargaining situations; and

Whereas: OCSTA votes seeks to recognize the needs representing all Catholic constituents;

Therefore be it Resolved that:

OCSTA investigate a new method for vote allocation at the Annual General Meeting (AGM) so that representation be aligned to the size of boards.

Committee Recommendation

Not approve.

Moved by: Michael Del Grande **Toronto CDSB**

Seconded by: Maria Rizzo

Topic: **Weighted Voting for the Annual General Meeting of the Ontario Catholic School Trustee's Association (OCSTA)**

Whereas: There are 29 Catholic Board or Districts in Ontario of varying size, student population and number of ratepayers. There is a provincial election process that provides representation according to population. It would be beneficial for all members of OCSTA to participate in an open, transparent and representative process when making decisions which have a provincial impact on Catholic education; and

Whereas: the current Board of Directors structure for Ontario Catholic School Trustees' Association (OCSTA) provides for equal representation from each Ontario Catholic School Board; and

Whereas: the current voting procedure at the Annual General Meeting permits one vote per board regardless of size; and

Whereas: the current OCSTA vote allocation is not reflective of the population that trustees represent;

Therefore be it Resolved that:

OCSTA investigate and develop a new method and policy for vote allocation for voting at Annual General Meetings which considers Trustee representation reflective of Catholic population by Board or District for implementation at the 2019 Annual General meeting.

Committee Recommendation

Not approve.