



HURON-PERTH CATHOLIC

District School Board

By-Laws of the Board

Adopted:	Policy #:	P 1.1.1.
Revised:	December 9, 2024	Policy Category: 1.0. Board Governance

Mission

The mission of the Huron-Perth Catholic District School Board is to serve its students, working with the home, parish and school community to:

- Nurture a Christ-Centred environment;
- Provide student-focused learning opportunities; and
- Support the growth of the whole person.

This mission is in furtherance of meeting the Board’s obligations under the [Education Act](#) including the promotion of student achievement and ensuring the effective stewardship of the Board’s resources.

ARTICLE I - GENERAL

Section 1: Definitions and Interpretation

1.1 *Definitions*

“Annual Meeting” means the first meeting held in November of each year, which is not a municipal election year;

"Board " means the Board of Trustees of the Huron-Perth Catholic District School Board;

"Committee" includes any committee or sub-committee of the Board established pursuant to these By-Laws;

"Director" means the Director of Education who is also the Secretary of the Board and who has the duties as set out in the [Education Act](#) Act and Board policy;

"Education Act" and “Act” means the [Education Act](#), R.S.O. 1990, c.E.2, and includes, where the context requires, the Regulations enacted thereunder;

“Inaugural Meeting” means the first Meeting at which the Chair and the Vice-Chair are elected in accordance with these By-Laws and Trustees of committees are appointed in each year following a municipal election and the commencement of the term of office;

“In-Camera” means a private meeting of the whole Board or a committee from which the public is excluded, as per the [Education Act](#), Section 207 (2);

"Meeting" includes a meeting of the Board and, where applicable, a meeting of a committee;

“Minister” means the Minister of Education in Ontario;

“Municipal Elections Act” means the [Municipal Elections Act](#), 1996, S.O. 1996, c.32 and includes, where the context requires, the Regulations enacted thereunder;

“Quorum” A quorum shall consist of a majority of the elected Trustees constituting the Board, and the vote of a majority of such quorum is necessary to bind the Board;

“Rise and Report” means that the In-Camera Meeting of the Board is reporting matters to the public through the public Meeting of the Board;

"Statutory Committee" means any committee which, by law, the Board is required to appoint;

"Trustee" means a person elected, acclaimed or appointed to the office of Trustee of the Board of Trustees pursuant to the provisions of the [Education Act](#) or the [Municipal Elections Act](#). For the purposes of these By-Laws, a “Trustee” does not include a Student Trustee except where permitted to act as such by the [Education Act](#).

- 1.2 In these By-Laws, unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa. A reference to a statute refers to that statute, as amended from time to time, and any statute that replaces or is substituted for it. Any references to a new replacement Act in the By-Laws shall refer to the new Act and any of its corresponding provisions.

Section 2: These By-Laws of the Board shall be observed for the order and dispatch of business and shall regulate the conduct and duties of its Trustees, officers, teachers, and any and all other employees.

Section 3: For any point of order not covered by the By-Laws, Robert's Rules of Order shall govern. From time to time the Board may choose which version and/or edition of Robert's Rules of Order shall be used.

Section 4: Any point of the By-Laws or rules of order of the Board may be altered or rescinded in the following manner:

- a) at any regular business Meeting by a vote of the majority, all Trustees being present, if notice of the proposed amendment was given in the notice required by Article III, Section 2(a); or,
- b) at any regular business Meeting by a vote of the majority, a quorum being present, if notice of motion of the proposed amendment was given at the previous regular Meeting.

Section 5: Subject to the [Education Act](#), the Board may enact policies to indemnify Trustees, Officers, members of Committees, the Director of Education, and other employees as required from time to time.

Section 6: At each Meeting, devotional exercises will be conducted.

Section 7: The schools' operations will be administered by an Executive Council composed of:

- Director (as Chair)
- Superintendents of Education
- Superintendent of Business (and Treasurer)
- Other persons as appointed by the Director of Education

Section 8: In addition to the requirements of the [Education Act](#), the Board of Trustees shall:

- a) promote student achievement and well-being;
- b) deliver effective and appropriate education while properly managing the resources of the Huron-Perth Catholic District School Board;
- c) develop and maintain policies, practices, procedures and organizational structures that allow the Board to achieve its mission;
- d) hire the Director, Superintendent; and,
- e) monitor and evaluate the performance of the Director or his or her delegate as appropriate.

ARTICLE II – INAUGURAL AND ANNUAL MEETINGS OF THE BOARD

Section 1: **Inaugural Meeting:** The first meeting of the Board following a municipal election in each year is the Inaugural Meeting. The Inaugural Meeting shall be held in the Board Room, or such other place as the Board may designate on notice to the public. The Inaugural meeting shall be held on November 15 if it is a Monday or on the first Monday following November 15 at the hour of 3:00 p.m., or at such other hour as may have been fixed by resolution of the former Board. In case of emergency or as otherwise required, the Inaugural Meeting may be changed by a majority decision of the Board at some other specified time and date provided that the date is not later than the 21st of November. At the appointed time, the Director, in his/her capacity as Secretary of the Board, shall call the Meeting to order and proceed to read the returns of election to the Board, if any, as certified to him/her by the municipal clerks. Trustees shall make their Declaration of Office and Oath of Allegiance prior to commencing their role as Trustee.

Annual Meeting: The first Meeting of the Board between municipal elections is an Annual Meeting and shall be held in the Board Room, or such other place as the Board may designate on notice to the public on November 15 if it is a Monday or on the first Monday following November 15 at the hour of 3:00 p.m., or at such other hour as may have been fixed by resolution of the former Board. In case of emergency or as otherwise required, the Annual Meeting may be changed by a majority decision of the Board provided that the date is not later than the 21st of November.

Section 2: If Monday, November 15 or the first Monday following November 15 is a statutory holiday, the Inaugural or Annual Meeting of the Board will be held at the hour of 3:00 p.m. of the next day following, or on such other day as may have been fixed by resolution of the former Board.

Section 3: The Board shall elect a Chair and Vice-Chair at the Inaugural Meeting of the Board and each Annual Meeting of the Board or when an office becomes vacant:

- a) a Chair of the Board and the Vice-Chair shall take the chair upon election;

Section 4: The election of the Chair and Vice-Chair shall be conducted as follows:

- a) the voting shall be by ballot;
- b) the Poll Clerk (presiding officer) for the election shall be the Director of Education, the Returning Officer shall be the Superintendent of Business and the Superintendent of Education shall serve as Scrutineer;
- c) the presiding officer shall declare nominations closed if no additional nomination is received within one minute after the last nomination, or if a motion to close nomination has been made, seconded and carried;
- d) nominees shall declare their intention after no more nominations have been received;
- e) if all nominees withdraw, an opportunity shall be given for further nominations;
- f) if there is more than one nominee for a position, the vote shall be conducted by way of a secret ballot. The specific number of votes cast for each nominee will not be announced when declaring the successful nominee;
- g) each nominee standing for election may appoint one scrutineer to supervise the voting and the counting of ballots;
- h) where no candidate receives a clear majority of those present, a Trustee receiving the least number of votes shall be eliminated and a subsequent vote shall be held to declare the Trustee elected should there be more than two candidates for the position (the presence of a majority of all Trustees constituting the Board is necessary to form a quorum); and,
- i) in the case of an equality of votes (with only two candidates remaining) one more vote shall be taken. If after this vote there is still a tie, the candidates shall draw lots to fill the position and this process shall be overseen by the Director.

Section 5: The Chair, in consultation with the Vice-Chair and the Board, shall appoint Trustees to serve on the Statutory Committees and other committees where Trustees serve as members.

Section 6: The Board shall appoint its Auditor at its Inaugural/Annual Meeting.

ARTICLE III – REGULAR MEETINGS OF THE BOARD

Section 1: a) The Regular Meetings of the Board shall be held each month (except November and July) at 3:00 p.m. Regular Meetings of the Board are held on the fourth Monday of each month (except December and June) at 3:00 p.m. In case of emergency or as otherwise required, the Regular Meeting of the Board may be changed by a majority decision of the Board, or by a joint decision of the Chair and Vice-Chair of the Board. If the fourth Monday is a statutory holiday, the Regular Meeting of the Board will be held the next day.

b) For the month of December, the Regular Meeting of the Board shall be held on the second Monday of the month.

c) For the month of June, the Regular Meeting of the Board shall be held on the third Monday of the month.

Section 2: a) The agenda of each Regular Meeting of the Board shall be sent electronically at least five days, before the time of the Meeting, to each Trustee, and;
 b) The agenda shall be prepared according to an approved format (see Appendices).

Section 3: Unless there shall be a quorum present within thirty minutes after the time appointed for any meeting, or should quorum be lost during the course of the meeting, the Secretary (Director of Education) shall record the names of the

Trustees present, and the Board shall forthwith stand adjourned until the next Regular Meeting of the Board unless a special meeting is called in the interval as hereinafter provided.

- Section 4: Special Meetings of the Board may be called by the Chair at any time and it shall be his/her duty to convene a special meeting whenever requested to do so in writing by two Trustees of the Board. If the Chair shall be absent or shall refuse to call the meeting, it shall be the duty of the Vice-Chair to convene such a Meeting, or, in the case of his/her absence or refusal, the duty of the Director as Secretary. A minimum of twenty-four (24) hours' notice of any Special Meeting must be given to Trustees using the last known electronic mailing address of each Trustee. Any Trustee may waive notice of any such special meeting.
- Section 5: In calling a Special Meeting every Trustee shall be notified of the object for which such meeting is called and no business shall be considered at such meeting other than that named in the notice. If all Trustees of the Board are in attendance at such a special meeting, any business may be introduced upon a resolution carried by a vote of three Trustees of the Board.
- Section 6: An adjourned meeting shall be deemed to be called for the completion of the transacting of business included in the agenda of the preceding Regular Meeting of the Board. The business interrupted by the adjournment is the first in order after the approval of the minutes at the next meeting.
- Section 7: The Board shall not remain in session later than 8:00 p.m. unless determined by a vote of three of the Trustees present, but no meeting shall be extended beyond 8:30 p.m. unless by unanimous approval.
- Section 8: At the first Meeting after a vacancy occurs in the office of Chair or Vice-Chair, the vacancy shall be filled by the method used for election at the Inaugural Meeting.
- Section 9: Requirements for Trustee Attendance:
Trustees are required to be physically present for every Regular Meeting of the Board and every meeting of the Committee of the Whole in each year of the term of office, unless one of the exceptions to the requirement for in-person attendance applies. Failure to attend in person as required would result in the trustee's seat being vacated pursuant to clause 228(1)(e) of the Education Act. The Chair may approve a request to be absent if they are satisfied that one or more of the following circumstances exist:
- a) the distance from the trustee's primary residence to the meeting location is 125 kilometres or more;
 - b) weather conditions do not allow the trustee to travel to the meeting location safely;
 - c) the trustee cannot be physically present at a meeting due to health-related issues;
 - d) the trustee has a disability that makes attending meetings in-person more challenging; or
 - e) the trustee is unable to attend in person due to family responsibilities.
- Section 10: **Electronic Meetings:** The Board may hold a meeting of the Board or committee meetings using electronic means. The public will be notified about electronic meetings at Board designated sites through postings on the Board's website. The electronic means by which the meeting will be held may be one of teleconference, videoconference or webconference. The electronic means must provide for a

manner to verify that a Trustee has left the meeting in the case that the Trustee declares a conflict of interest. At the request of any Board Trustee or Student Trustee, the Board shall provide the Trustee or Student Trustee with electronic means for participating in meetings. The electronic means shall permit the Trustee to hear and be heard by all other participants in the meeting.

Subject to any conditions or limitations provided for under the [Education Act](#) or under Regulations, a Trustee of a Board who participates in a meeting through electronic means shall be deemed to be present at the meeting. Roll call for all electronic meetings will be taken verbally and duly recorded to ensure Board Trustees are recognized as in attendance. Board Trustees participating in an electronic meeting will notify the Chair of their departure (either temporary or permanent) from the meeting before absenting themselves in order to ensure a quorum is maintained. Where a Trustee declares a conflict of interest, the Trustee shall excuse himself from the meeting by leaving the electronic conference.

At every Regular Meeting of the Board the following persons shall be physically present in the meeting room of the Board:

- a) the Chair of the Board or his or her designate;
- b) at least one additional Trustee of the Board; and,
- c) the Director of Education of the Board or his or her designate.

The Chair of the Board, in consultation with the Director of Education, shall determine whether electronic means should be provided at one or more locations within the area of jurisdiction of the Board, to permit participation by Trustees of the public in meetings.

Where the Board determines that electronic means should be provided under this section, the Board shall:

- a) provide for the extent and manner of participation by members of the public through electronic means; and,
- b) ensure that members of the public who are participating through electronic means do not participate in any proceedings that are closed to the public in accordance with the Act.

Should there be technical difficulties and the electronic portion of the meeting is interrupted, the meeting shall be recessed for a period not exceeding thirty (30) minutes as determined by the chair of the meeting. Should there be technical difficulties and the electronic portion of the meeting cannot be reconvened before the end of the recess, Article III – Section 6 shall apply. The minutes of the meeting shall indicate the time of any electronic disruption and the adjourned meeting determined by the chair of the meeting and the name of any Trustee who thereby ceases to be present.

ARTICLE IV – ORDER OF BUSINESS

Section 1: The Chair may, at any time, suspend or vary the order of business with the majority consent of the Trustees present. All motions relating to the order of business shall be decided without debate.

Section 2: A sample order of business for Regular Meetings of the Board and In-Camera Meetings of the Board are provided in the Appendices.

Section 3: Minutes of meetings shall contain the following items:

- a) the date of the meeting;
- b) whether the meeting was a regular or special meeting;
- c) the names of the Trustees in attendance at the meeting and those who were absent;
- d) names/positions of senior staff present at the meeting;
- e) identification of any external consultants or advisors present including but not limited to auditors or solicitors;
- f) identification of the officers present;
- g) any other individuals invited to attend;
- h) the name of each Trustee who declared an interest in any matter on the agenda of such meeting, the matter in question, and the general nature of the interest so disclosed; and,
- i) details of all matters that were placed upon the agenda, the decisions taken and actions required.

Section 4: Delegations

Subject to the approval of the Director of Education and the Chair of the Board, delegations are permitted to make presentations to the Board at a Regular Board Meeting. The Chair of the Board may place limitations on the number of presentations scheduled for a Board Meeting. As the Board package is sent to trustees five days prior to a Board Meeting, applications to the Director of Education and the Chair of the Board must be submitted at least seven days prior to the Regular Board Meeting. Delegations must be at least one of the following: Catholic ratepayers from Huron-Perth, parents of children enrolled in Huron-Perth Catholic schools or representatives from a recognized agency or organization that is a Catholic school stakeholder (e.g. The Catholic Women's League, The Knights of Columbus, The Society of St. Vincent De Paul or a municipality). Employees of the Board are not eligible to make presentations to the Board; however, employees may make written submissions on matters to trustees of the Board.

Applications by delegations to make a presentation to the Board shall include the following information:

- The topic to be presented
- The date of the meeting requested to speak
- The name of the group that wishes to present
- The spokesperson from the group
- The home address of the spokesperson
- The spokesperson's phone number and email address
- A statement that attests that the application is from a Catholic ratepayer from Huron-Perth and/or parents of children enrolled in Huron-Perth Catholic schools and/or a representative from a recognized agency or organization that is a Catholic school stakeholder (e.g. The Catholic Women's League, The Knights of Columbus, the Society of St. Vincent De Paul or a municipality).
- A summary (250 - 750 words) of the presentation.

The Director of Education or Chair of the Board shall notify applicants of the status of their application in a timely manner. Presentations to the Board shall be limited to 10 minutes. Each trustee may ask up to two follow-up questions for each presentation. Delegations are eligible to present on a particular topic, once in a 12-month period.

A report summarizing the approved and declined applications and the summaries of the approved presentations will be sent to all of the Board of Trustees prior to the Board Meeting.

Presenters at public meetings of the Board are visitors of the Board and shall follow the Board's Code of Conduct at all times as well as all stipulations noted in ARTICLE V, Section 12 of these By-Laws.

ARTICLE V – RULES OF ORDER

Section 1: All Trustees must comply with any Code of Conduct of the Board established, and amended from time to time, by the Board. The Board shall have the powers to enforce the Code of Conduct in accordance with the [Education Act](#).

Section 2: All Regular Meetings of the Board shall be open to the public.

Section 3:

- a) All motions shall be recorded in the minutes, both carried and defeated.
- b) The result of the voting shall be recorded in the minutes. In the instance where a Trustee requests a recorded vote, the minutes shall note the number of Trustees voting for and against as well as the names of each trustee and how they voted.

Section 4: Where a Trustee has a pecuniary interest in the question (as defined by the Municipal Conflict of Interest Act), he/she shall declare the interest, shall not enter into debate, shall leave the meeting and shall abstain from voting. Once the Trustee has declared the interest, the Trustee shall not be in possession or be entitled to receive any materials that relate to that matter which are not available to members of the public.

Section 5: Every Trustee, speaking to any motion or amendment, shall address the Chair, confining himself/herself to the matter in debate, and avoiding all discourteous language and references to personalities.

Section 6: After the Chair has put the question to vote, there shall be no further debate.

Section 7: When a question is under debate, the only motions in order shall be:

1. to adjourn (no debate)
2. to table (no debate)
3. to put the previous question (no debate)
4. to postpone
5. to refer
6. to amend; and each shall have precedence in the order named; and the first, second, and third shall be decided without debate.

Section 8: A motion to adjourn shall be in order, except when a Trustee is speaking, or a vote is being taken, or when the previous question shall be called. A motion to adjourn shall not be open to amendment or debate; but a motion to adjourn to a certain time may be amended and debated. After a motion to adjourn has been lost, no second motion to the same effect shall be made until after some intermediate proceedings shall have been made.

Section 9: After a motion has been stated by the Chair, it shall be open to debate, and shall be disposed of only by a vote of the Board unless the mover, by permission of the Board, withdraws it.

Section 10: A motion to reconsider can be made only by a Trustee who voted with the prevailing side and when new information has come to the attention of the Board. In other words, a reconsideration can be moved only by one who voted aye if the motion involved was adopted, or *no*, if the motion was lost."

Section 11: A valid motion to reconsider, being once made as provided in this By-Law and decided in the negative, shall not be again entertained during that calendar year unless a majority of the Trustees present at a meeting resolve that the motion can be entertained earlier.

Section 12: Visitors at Public Board Meetings

The Chair of the Board shall maintain decorum at all times during meetings of the Board. All visitors are required to follow the Board's Code of Conduct at all times. Visitors at public meetings of the Board are required to follow the direction of the Chair at all times. All visitors are required to sign-in and out prior to joining the meeting. Visitors are required to provide the following information and may be required to provide evidence of:

- Name
- Address
- Phone Number
- Email Address
- Arrival Time
- Signature
- Departure Time
- Signature

Visitors to the Board are subject to the Trespass to Property Act.

Section 13: Determination of Closed Meetings (In-Camera Meetings of the Board)

The Board may close to the public a part of a meeting of the Board if the matter(s) involve(s) any of the following matters:

- a) the security of the property of the Board;
- b) the disclosure of intimate, personal or financial information in respect of a Trustee or committee, an employee or prospective employee of the Board or a student or his or her parent or guardian;
- c) the acquisition or disposal of a school site;
- d) decisions in respect of negotiations with employees of the Board;
- e) litigation affecting the Board; or
- f) when the subject-matter under consideration involves an ongoing investigation under the Ombudsman Act respecting the Board.

Section 14: Resolving Quorum

In some cases where the number of Trustees who, by reason of the provisions of the Municipal Conflict of Interest Act and the Board's Code of Conduct for Trustees, are disabled from participating in a meeting is such that at that meeting the remaining

members are not of sufficient number to constitute a quorum, then, the remaining number of members shall be deemed to constitute a quorum, provided such number is not less than two.

For each term, the Board will determine if there may be circumstances where the remaining number of Trustees who are not disabled from participating in the meeting is less than two. If this is the case, the Board will make an application to a judge to declare that Municipal Conflict of Interest provisions do not apply to the Board. The Board thereupon may give consideration to, discuss and vote on the matter in the same manner as though none of the members had any interest therein, subject only to such conditions and directions as the judge may consider appropriate.

ARTICLE VI – DUTIES OF OFFICERS AND TRUSTEES

Section 1: The Officers of the Board shall be the following:

- Chair
- Vice-Chair
- Secretary who is the Director of Education
- Treasurer who is the Superintendent of Business

Section 2:

- a) The Chair shall preserve order and shall decide all questions of order subject to an appeal to the Board. When called upon to decide a point of order he/she shall, if requested, state the rule applicable to the question. If a Trustee should appeal a ruling, such appeal shall be decided without debate (unless the Chair invites discussion). The Chair may vote on such an appeal, and in the event that there is an equality of votes, the decision of the Chair shall be deemed to be sustained.
- b) All questions, and any question upon which there is an equality of votes shall be deemed to be negative, and the Chair will vote on that matter before the Board.
- c) The Chair shall perform such other duties as may be required by the [Education Act](#), its Regulations, by any other Act or these By-Laws.
- d) The Chair ensures that the Board behaves consistently within its own rules and those legally imposed by the provincial government.
- e) The Chair acts as spokesperson to the public on behalf of the Board on all Board matters or their designate or the Director of Education.
- f) The Chair is the primary link between the Board and the Director of Education. The Chair does not have authority to supervise or direct the Director of Education.
- g) The Chair chairs Board meetings with the commonly accepted responsibility of that position while working constructively with the Trustees to achieve consensus when arriving at decisions.
- h) The Chair may delegate his/her authority to another Trustee, but remains accountable for the use of this authority.

Section 3:

- a) The Vice-Chair shall preside at any meeting in the absence of the Chair or where the Chair is unable to act.
- b) If at any meeting, a quorum being present, there is no Chair or Vice-Chair present or the Chair or Vice-Chair are present but unable to act, the Trustees present may elect a Chair for that meeting.
- c) During the continued absence of the Chair from duty, or upon his/her written request, the Vice-Chair shall perform all the duties of the Chair unless otherwise precluded by the [Education Act](#), its Regulations, any other Act, or these By-Laws.

- Section 4:
- a) The Secretary shall keep a full and correct record of the proceedings of every Meeting of the Board in the Minutes Book.
 - b) The Secretary shall perform such other duties as may be required by the [Education Act](#), the Regulations, by any other Act, or by the Board.
 - c) The Secretary shall furnish the auditors with any papers or information in his/her power that may be required.

- Section 5:
- a) The Treasurer shall receive and account for all school moneys.
 - b) The Treasurer shall open an account or accounts in the name of the Board in such of the chartered banks of Canada or in such other place of deposit, as may be approved by the Board.
 - c) The Treasurer shall deposit all moneys received by him/her on account of the Board, and no other moneys, to the credit of such account or accounts.
 - d) The Treasurer shall disburse all moneys as directed by the Board.
 - e) The Treasurer shall perform such other duties as may be required by [Education Act](#), the Regulations, by any other Act, or by the Board.

- Section 6: In addition to any other duties under the [Education Act](#) or these By-laws, each Trustee shall:
- a) assist the Board of Trustees in fulfilling its duties under the [Education Act](#) and the mission of the Board;
 - b) prepare for, attend and participate in Meetings of the Board of Trustees, including meetings of committees in which he or she is a member;
 - c) uphold the implementation of any resolution passed by the Board of Trustees; and,
 - d) comply with the Code of Conduct.

ARTICLE VIII - COMMITTEES OF THE BOARD

Section 1: The Board shall establish Statutory Committees as required by the [Education Act](#).

Section 2: Subject to the [Education Act](#), the Board may from time to time appoint other standing committees whose Trustees will hold their offices at the will of the Board. The Board shall determine the terms of reference and duties of such committees and may fix by resolution a policy for the repayment of reasonable expenses incurred by committee members in the performance of their duties.

Section 3: Ad Hoc Committees may be appointed by the Board from time to time as required to accomplish specific tasks. The Board shall appoint members to these Ad Hoc Committees, shall determine the terms of reference (including a fixed time for the final report of the committee), shall decide on the manner in which the Board wishes to report the final unapproved minutes of the committee and duties of such committees; the Board may fix by resolution a policy for the repayment of reasonable expenses incurred by Committee members in the performance of their duties.

Section 4: The action of any committee, whether standing or ad hoc, shall not be binding until formally approved by the Board unless the Board gives the committee power to act with reference to a particular matter or matters.

Section 5: At every meeting of a committee of the Board, except a Committee of the Whole Board, the following persons shall be physically present in the meeting room of the committee:

- a) the Chair of the committee or his or her designate; and,

b) the Director of Education of the Board or his or her designate.

ARTICLE X – EXECUTION OF DOCUMENTS

Section 1: All deeds, conveyances, mortgages, bonds, debentures, approved by the Board shall be signed by the Director of Education and Treasurer.

Section 2: The Chair and the Secretary shall sign the minutes of all Regular Board Meeting Minutes.

Section 3: Contracts, documents or any instruments in writing requiring the signature of the Board, shall be signed by any two Officers and all contracts, documents and instruments in writing so signed shall be binding upon the Board without any further authorization or formality. The Trustees shall have the power from time to time to appoint an Officer(s) on behalf of the Corporation to sign specific contracts, documents and instruments in writing.

ARTICLE XI – MEMBERSHIP IN ORGANIZATIONS

Section 1: The Board shall be a member of the Ontario Catholic School Trustees' Association.

Section 2: Membership in all other organizations for school Boards shall be decided annually on an individual basis.

ARTICLE XII – BANKING

Section 1: The bank signing officers of the Board shall be any two of the following:

- Chair
- Vice-Chair
- Secretary (Director of Education)
- Treasurer (Superintendent of Business)

Section 2: The signatures of signing officers are required to:

- a) make, draw, accept, endorse, negotiate, lodge, deposit or transfer all or any cheques, promissory notes, drafts, acceptances, bills of exchange, order for payment of money, contracts for letters of credit and forward exchange; and,
- b) issue cheques, drafts or orders for payment drawn on the bank accounts of the Board.

Section 3: The Treasurer, by signature or by rubber stamp endorsement, may negotiate or deposit with or transfer to the bankers for the Board of Trustees, but for the credit only of the account of the Board of Trustees, all or any cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money.

Section 4: Signatures of persons authorized to sign may be printed, lithographed or otherwise mechanically reproduced as provided by the [Education Act](#).

ARTICLE XIII – STATE OF EMERGENCY

Section 1: In the instance whereby the municipal, provincial or federal governments have declared a state of emergency or issued emergency orders that impact the governance of the Board, the Chair of the Board and the Director of Education may, by mutual agreement, make decisions related to these bylaws without the

approval of the Board insofar as they report to the Board all decisions related to this section to the Board at the earliest convenience.

DEFINITIONS:

- N/A

REFERENCES:

- N/A

RESOURCES, APPENDICES AND FORMS:

- N/A