

OPERATIONS POLICY AND PLANNING COMMITTEE

Tuesday, November 14, 2017 at 7:00 P.M.

REGULAR MEETING

OPPs Agendas and Minutes available at:

<https://www.sd61.bc.ca/board-of-education/meetings/operations-meetings/>

**NEXT OPPs MEETING IS SCHEDULED FOR:
Monday, December 11, 2017 at 7:00 P.M.**

OPERATIONS POLICY AND PLANNING COMMITTEE

Dialogue with the public is welcome during Standing Committee meetings.

Regular Agenda for Tuesday, November 14, 2017 – 7:00 p.m.

Board Room - Administration Offices, Tolmie Building

Chairperson: Trustee Watters

*The Greater Victoria School District wishes to recognize and acknowledge the Esquimalt and Songhees Nations,
on whose traditional territories, we live, we learn, and we do our work.*

	Presenter	Status	Attachment
1. APPROVAL OF THE AGENDA			Pgs. 1-2
2. APPROVAL OF THE MINUTES			
A. Operations Policy and Planning Committee Meeting of Monday, September 18, 2017			Pgs. 3-8
3. BUSINESS ARISING FROM MINUTES			
4. PRESENTATIONS TO THE COMMITTEE			
A. Public Presentation - Anomura Housing Society (10 minutes)	Susan Abells	Information	
B. District Presentation - Emergency Preparedness (15 minutes)	Greg Kitchen and Marketa Lund	Information	Pgs. 9-10
5. SUPERINTENDENT'S REPORT			
A. Introduction of Student Representative Nicole Quast – Oak Bay High School	Piet Langstraat		Verbal
B. Foundation Update (10 minutes)	Piet Langstraat	Information	Pgs. 11-29
C. Equity Committee Update (10 minutes)	Topher Macintosh	Information	Pg. 30
D. Correspondence Protocol (10 minutes)	Piet Langstraat	Information	Pgs. 31-33
E. Public Engagement Plan (10 minutes)	Piet Langstraat	Information	
6. PERSONNEL ITEM			
7. FINANCE & LEGAL AFFAIRS			
A. Tillicum Library Naming Request (10 minutes)	Brent Kelly	Motion	Pg. 34

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) approve naming the library at Tillicum Community School "The Lori Burley Learning Commons".

B. Policy and Regulation 3170 Board Reserves (15 minutes)	Mark Walsh	Motion	Pgs. 35-39
---	------------	--------	------------

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) approve Policy 3170 *Board Reserves* and accept Regulation 3170 *Board Reserves* for information.

- | | | | |
|--|------------|--------|------------|
| C. Audit Committee Terms of Reference (15 minutes) | Mark Walsh | Motion | Pgs. 40-42 |
|--|------------|--------|------------|

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) approve the Audit Committee Terms of Reference.

- | | | | |
|---|------------|--------|------------|
| D. Policy Sub-Committee Report (10 minutes) | Mark Walsh | Motion | Pgs. 43-47 |
|---|------------|--------|------------|

Recommended Motions:

- i) That the Board of Education of School District No. 61 (Greater Victoria) agree to give all three readings to Bylaw 9210, *The Development of Policy* at the meeting of November 27, 2017.

- ii) That Bylaw 9210, *The Development of Policy* be:
- Read a first time this 27th day of November, 2017;
Read a second time this 27th day of November, 2017;
Read a third time, passed and adopted this 27th day of November, 2017.

8. FACILITIES PLANNING

9. PUBLIC DISCLOSURE OF IN-CAMERA ITEMS

10. NEW BUSINESS

- | | | | |
|--|-----------------|--------|--------|
| A. Trustee Questions | | | Pg. 48 |
| B. Needs Budget Committee (10 minutes) | Trustee Watters | Motion | Pg. 49 |

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) dissolve the Needs Budget Committee.

- | | | | |
|---|-----------------|--------|--------|
| C. Advocacy Ad Hoc Committee (10 minutes) | Trustee Watters | Motion | Pg. 50 |
|---|-----------------|--------|--------|

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) establish an Advocacy Ad Hoc Committee to develop effective advocacy action plans in partnership with our stakeholders.

11. NOTICE OF MOTION

12. GENERAL ANNOUNCEMENTS

13. ADJOURNMENT



**Operations Policy and Planning Committee Meeting
September 18, 2017 – GVSD Board Office, Boardroom**

REGULAR MINUTES

Committee Members Present: Jordan Watters, Chair, Diane McNally, Rob Paynter, Elaine Leonard, Edith Loring-Kuhanga (ex-officio member) (present by teleconference)

Other Trustees Present: Ann Whiteaker, Deborah Nohr

Administration:

Piet Langstraat, Superintendent of Schools, Mark Walsh, Secretary-Treasurer, Shelley Green, Deputy Superintendent, Greg Kitchen, Associate Superintendent, Deb Whitten, Associate Superintendent, David Loveridge, Director, Facilities Services, Colin Roberts, Director, Human Resource Services

The meeting was called to order at 7:01 p.m.

Chair Watters recognized and acknowledged the Esquimalt and Songhees Nations, on whose traditional territories, we live, we learn, and we do our work.

1. APPROVAL OF THE AGENDA

It was moved by Trustee Leonard:

That the September 18, 2017 regular agenda be approved.

Motion Carried Unanimously

2. APPROVAL OF THE MINUTES

It was moved by Trustee Leonard:

That the June 12, 2017 Operations Policy and Planning Meeting regular minutes be approved.

Motion Carried Unanimously

3. BUSINESS ARISING FROM MINUTES

Trustees asked questions of clarification regarding the timing of a number of reports returning to the Committee.

4. PRESENTATIONS TO THE COMMITTEE

A. District Archives Update

Secretary-Treasurer Walsh acknowledged Judi Stevenson and Wayne Bembridge who have been volunteering their time to help manage the school district Historical Archives and Art Collection and noted that Ms. Stevenson has been a driving force in protecting, maintaining and promoting the District's rich history for many years. Secretary-Treasurer Walsh stated that the focus to date has been on inventory, security and preservation and that the next goal is to ensure that the Art Collection and Historical Archives are made available as a learning

resource for our students and also made available to our community in an appropriate and secure fashion.

5. SUPERINTENDENT'S REPORT

A. Introduction of Student Representative

Superintendent Langstraat welcomed and introduced Saskia Van Beers and Meghan Scott the student representatives from Esquimalt High School.

6. PERSONNEL ITEMS

A. Teacher Staffing Update

Colin Roberts, Director, Human Resource Services, provided an overview of the teacher recruitment efforts related to the implementation of the Letter of Understanding No. 17 which details the terms and conditions associated with the restoration of previous contract language, and noted that for the period January 1, 2017 through September 12, 2017, a total of 340 teachers have been offered employment with the Greater Victoria School District. Trustees asked questions of clarification and expressed their appreciation to the Human Resources Department for all of their work.

7. FINANCE AND LEGAL AFFAIRS

A. Parent Education Fund Report

Deputy Superintendent Green advised that there were 20 approved requests and that the total spending from the Parent Education Fund in 2016-2017 was \$5,000. The balance remaining of \$2,000 will be added to the 2017-2018 budget of \$7,000 to support parent education opportunities. Trustees asked questions of clarification.

B. Trustee Expenses and Remuneration

Secretary-Treasurer Walsh stated that for 2019 and subsequent years, the one-third portion of trustee remuneration which is currently not taxable because it is considered to be an expense allowance will be taxable. As a result, trustees will begin to submit expense reimbursement claims for expenses associated with carrying out their duties as of July 2018.

Trustees discussed the recommendation that professional development requests associated with a Trustee's personal professional goals be approved by the Chair or Vice-Chair, and the recommendation that trustee remuneration be adjusted on an ongoing basis to match all increases received by the BCTF/GVTA. Trustees expressed general support for the proposals but expressed a desire for more discussion on the mechanisms for expense and professional development claims.

It was moved by Trustee Leonard:

That the Board of Education of School District No. 61 (Greater Victoria) increase trustee remuneration by \$1,500 effective January 1, 2019 to offset the impact of the Federal income tax change.

Motion Carried

For: Trustees Watters, Leonard and Loring-Kuhanga

Against: Trustees McNally and Paynter

It was moved by Trustee Paynter:

That the Board of Education of School District No. 61 (Greater Victoria) strike an ad hoc committee of administration and trustees to discuss the processes, procedures and practices regarding the reimbursement of business expenses and professional development for trustees and report back to the October 2017 Operations Policy and Planning Committee.

It was moved by Trustee Leonard:

That the motion "*That the Board of Education of School District No. 61 (Greater Victoria) strike an ad hoc committee of administration and trustees to discuss the processes, procedures and practices regarding the reimbursement of business expenses and professional development for trustees and report back to the October 2017 Operations Policy and Planning Committee.*" be postponed to follow agenda item 7.B.4.

Motion Carried Unanimously

It was moved by Trustee Leonard:

That the Board of Education of School District No. 61 (Greater Victoria) accept expense reimbursement claims as of July 2018 for trustee expenses associated with carrying out their duties.

Motion Carried

For: Trustees Leonard, McNally, Paynter and Watters

Against: Trustee Loring-Kuhanga

It was moved by Trustee Leonard:

That the Board of Education of School District No. 61 (Greater Victoria) approve that trustees shall submit professional development requests and that professional development expenses shall be treated independently of trustee business expenses.

Discussion ensued with a suggested amendment.

It was moved by Trustee McNally:

That the motion "*That the Board of Education of School District No. 61 (Greater Victoria) approve that trustees shall submit professional development requests and that professional development expenses shall be treated independently of trustee business expenses*" be amended to replace the word "*requests*" with "*intentions*".

Motion Defeated

For: Trustee McNally

Against: Trustees Leonard, Watters and Paynter

Trustees voted on the main motion.

That the Board of Education of School District No. 61 (Greater Victoria) approve that trustees shall submit professional development requests and that professional development expenses shall be treated independently of trustee business expenses.

Motion Carried Unanimously

It was moved by Trustee Leonard:

That the Board of Education of School District No. 61 (Greater Victoria) direct the Superintendent to amend Regulation 8230 - *Trustee Remuneration and Expenses* for changes to the expense reimbursement and professional development procedures, and to reflect that trustee remuneration be adjusted on an ongoing basis for any salary percentage increases received by the BCTF/GVTA, and that trustee remuneration be amended as of January 2018 to reflect the BCTF/GVTA increases that have occurred since the beginning of the current Board's term.

Discussion ensued among the Trustees with an amendment being proposed.

It was moved by Trustee McNally:

That the motion "*That the Board of Education of School District No. 61 (Greater Victoria) direct the Superintendent to amend Regulation 8230 - Trustee Remuneration and Expenses for changes to the expense reimbursement and professional development procedures, and to reflect that trustee remuneration be adjusted on an ongoing basis for any salary percentage increases received by the BCTF/GVTA, and that trustee remuneration be amended as of January 2018 to reflect the BCTF/GVTA increases that have occurred since the beginning of the current Board's term*" be amended to remove the reference to the BCTF.

Motion Carried

For: Trustees McNally, Paynter and Watters

Against: Trustees Leonard and Loring-Kuhanga

Trustees voted on the main motion as amended.

That the Board of Education of School District No. 61 (Greater Victoria) direct the Superintendent to amend Regulation 8230 - *Trustee Remuneration and Expenses* for changes to the expense reimbursement and professional development procedures, and to reflect that trustee remuneration be adjusted on an ongoing basis for any salary percentage increases received by the GVTA, and that trustee remuneration be amended as of January 2018 to reflect the GVTA increases that have occurred since the beginning of the current Board's term.

Motion Carried

For: Trustees Watters, Leonard and McNally

Against: Paynter and Loring-Kuhanga

Trustees voted on the postponed motion.

That the Board of Education of School District No. 61 (Greater Victoria) strike an ad hoc committee of administration and trustees to discuss the processes, procedures and practices regarding the reimbursement of business expenses and professional development for trustees and report back to the October 2017 Operations Policy and Planning Committee.

Motion Carried Unanimously

8. FACILITIES PLANNING

A. Long Term Facilities Plan

Secretary-Treasurer Walsh explained that the focus of the Long Term Facilities Plan is to provide a framework for future planning. The recommendations in relation to the Long Term Facilities Plan were presented in June 2017 and will be brought to the Board for consideration as the various initiatives are brought into action. The Long Term Facilities Plan is now available for review and feedback and will be brought to the Board in October 2017.

Trustees expressed appreciation, asked questions of clarification and provided feedback.

B. Esquimalt High School All-Weather Field

Secretary-Treasurer Walsh explained that the Esquimalt High Alumni Association and school staff are interested in raising money for the installation of an all-weather field at Esquimalt High School. Esquimalt High School is not slated for any significant capital improvements and consequently external funding sources will be required to raise the estimated cost of \$1.8 million dollars. The Board is being asked to provide support in principle for upgrading the upper Esquimalt High School field. Trustees asked questions of clarification.

It was moved by Trustee Whiteaker:

That the Board of Education of School District No. 61 (Greater Victoria) support in principle the upgrading of the upper Esquimalt High School field and direct the Superintendent to have discussions with community partners regarding the capital requirements of the project.

Motion Carried Unanimously

9. PUBLIC DISCLOSURE OF IN-CAMERA ITEMS – None

10. NEW BUSINESS

A. Trustee Questions

- a. Trustees asked questions about the International Student Program recruitment planning. The Superintendent indicated that he would bring a response to either the September Board meeting or the October Operations Policy and Planning meeting.
- b. Trustees asked questions about a policy regarding the acquisition and display of art. Administration responded that a policy and regulation would be brought forward at a later date.

c. Trustees asked questions regarding student engagement.

11. NOTICE OF MOTION – None

12. GENERAL ANNOUNCEMENTS – None

13. ADJOURNMENT

It was moved Trustee Leonard:

That the meeting adjourn.

Motion Carried Unanimously

The meeting adjourned at 9:20 p.m.

MEMO

To: Operations Policy and Planning Committee

From: Greg Kitchen

Date: November 14, 2017

RE: Update on Emergency Preparedness

Background

Safety of staff and students is very important. Currently we are well underway of a thorough review of procedures and have implemented a series of training sessions to ensure that we are able to respond to any emergency situation. We have taken an all-hazards emergency approach to emergency preparedness and risk management. This report is intended to provide an update on our progress.

Drills and Preparedness

Our schools complete fire, earthquake and lockdown drills a number of times each year in preparation for an actual emergency. Each school develops their own School Safety Plan for their specific site and community. The Districts' School Emergency Preparedness Guide establishes procedures for our staff to follow in response to an emergency. The Districts' P/VP Emergency Procedures Guide establishes procedures for our principals and vice-principals to follow which ensures effective risk assessment and an all-hazards approach. Evacuation, Room Clear, Drop-Cover-Hold, Hold and Secure, Shelter in Place and Lockdown procedures have recently been reviewed with principals and vice-principals. Clear protocols are in place.

While it is critical that our schools and the district have procedures in place to respond to emergencies, we must also coordinate our response in partnership with our municipal partners, the region and the province. We meet frequently with our partners to coordinate our efforts, review our plans and ensure that our systems are in alignment. Reunification drills have been very positive in connecting our schools with our communities.

Post Disaster and Recovery

Principals and Vice-Principals are trained in Incident Command procedures and materials have been established to ensure a coordinated effort and response. Our District Facility Staff are trained in Rapid Damage Assessment which will enable us to promptly determine the conditions of our schools in the event of an earthquake. Our District EOC (Emergency Operations Centre) is currently in review and is being developed.

Reunification has been a focus this past year and we have clearly established procedures. We are a provincial leader in this area. We follow the 'Double Gate System' which ensures an effective and orderly reunification of children with their families. Our reunification drills have also enabled us to link schools and community partners.

Areas for Further Development

We anticipate further development in the following areas; communication strategies and equipment to support communication between schools and the District EOC, search and rescue procedures and equipment, complete a district wide drill, update policy and regulations, develop emergency procedures poster, implement the Master of Disaster program, and establish consistent emergency supplies.

Emergency Supplies

Currently PACs have been responsible for establishing and maintaining emergency containers and supplies at individual schools which has created inequity between the schools. The cost to maintain a standardized inventory of emergency supplies at each site is substantial. We need to explore funding options as we attempt to standardize supplies.

Our first priority for supplies is on immediate response to an emergency. This would include establishing effective communication options at an approximate cost of \$100-150 thousand dollars as well as first aid, providing minimal coverage and shelter like tarps and tools for reunification at an additional cost of \$100 thousand dollars.

Our next priority would be on short-term recovery which would include food and water, sanitation and expanded shelter such as one or two tents at an approximate cost of \$100 thousand dollars.

Further priorities would include a lengthy recovery response which would address power, light and heat as well as expanded shelter and search and rescue at an approximate cost of \$150-200 thousand dollars.

TO: Operations Policy and Planning Committee

FROM: Piet Langstraat, Superintendent of Schools

DATE: November 14, 2017

RE: Greater Victoria Foundation for Learning

The Greater Victoria Foundation for Learning (Foundation) has been largely inactive for a number of years. It is the opinion of the Superintendent that the Foundation has the potential to provide substantial benefit to the District.

Our public schools provide excellent teaching and learning that allow students to be highly successful. There are opportunities beyond what is considered to be “basic education”, however, that would augment the programming and supports that can be achieved through funding provided by the provincial Ministry of Education and targeted federal funding.

The role of the Foundation is to identify initiatives that make a real difference for students above and beyond what the District is currently able to offer and to generate financial support for these initiatives from the broader community.

The Constitution for the Greater Victoria Foundation for Learning is attached for the information of the Board of Education. A reinvigorated Foundation would be administered by the Associate Superintendent, Partnerships and Pathways who in turn would support the Directors of the Foundation.

It is the recommendation of the Superintendent that the Board of Education support a more active role for the Greater Victoria Foundation in supporting enhanced programming and supports for students in the District.



CERTIFIED COPY
Of a document filed with the
Province of British Columbia
Registrar of Companies

CAROL PREST

CONSTITUTION

BC Society • Societies Act

NAME OF SOCIETY: **GREATER VICTORIA FOUNDATION FOR LEARNING**

Incorporation Number:

S0042323

Business Number:

86291 7390.BC0001

Filed Date and Time:

January 6, 2017 05:07 PM Pacific Time

The name of the Society is GREATER VICTORIA FOUNDATION FOR LEARNING

The purposes of the Society are:

- a) to receive gifts, bequests, trusts, funds and property and beneficially, or as a trustee or agent, to hold, invest, develop, manage, accumulate and administer funds and property for the purpose of disbursing funds and property exclusively to The Board of School Trustees of School District No. 61 (Greater Victoria) provided that it remains a "qualified donee" as defined by the Income Tax Act; and
- b) to conduct any and all activities and exercise any and all such powers as are necessary for the achievement and furtherance of the purposes of the Foundation.


CAROL PREST

GREATER VICTORIA FOUNDATION FOR LEARNING
BYLAWS

PART 1 - INTERPRETATION

1.1

In these bylaws and the constitution of the Foundation, unless the context otherwise requires:

"address of the Foundation" means the address of the Foundation as filed from time to time with the Registrar in the Notice of Address;

"Advisory Council" means the council appointed by the Board in accordance with these bylaws;

"appointed director" means a person appointed in accordance with these bylaws as an appointed director or appointed as a replacement director for an appointed director;

"Board" means the directors acting as authorized by the constitution and these bylaws in managing or supervising the management of the affairs of the Foundation and exercising the powers of the Foundation;

"Board resolution" means a resolution passed at a meeting of the Board by a simple majority of the votes cast by those directors entitled to vote at such meeting;

"bylaws" means the bylaws of the Foundation as filed in the Office of the Registrar;

"consent resolution of directors" means a resolution passed by a simple majority of the directors in accordance with Section 54(2) of the *Societies Act*. Such approval may be evidenced either by written resolution or email confirmation;

"constitution" means the constitution of the Foundation as filed in the Office of the Registrar;

"directors" means only those persons who are or who have become either appointed, elected, founding or replacement directors in accordance with these bylaws and have not ceased to be directors, and a "director" means any one of them;

"elected director" means a person elected as an elected director in accordance with these bylaws or elected or appointed as a replacement director for an elected director;

"Foundation" means the pre-existing society continued under the *Societies Act* under the name GREATER VICTORIA FOUNDATION FOR LEARNING;

"Income Tax Act" means the *Income Tax Act* R.S.C. 1985 c. 1 (5th supp.) as amended from time to time;

"members" means only those persons who are members or who have subsequently become members in accordance with these bylaws and, in either case, who have not ceased to be members, and a "member" means any one of them;

"Members' Moderator" means a person appointed as the Members' Moderator in accordance with these Bylaws;

"ordinary resolution" means any of the following:

- (i) a resolution passed at a general meeting by a simple majority of the votes cast by the voting members in good standing, whether cast in person or by proxy;
- (ii) a resolution consented to in writing, after being sent to all of the voting members, by at least 2/3 of the voting members in good standing; or

- (iii) a resolution passed by a simple majority of the votes cast by mail or another means of communication, including by fax, email or other electronic means;

"Patron" means a person appointed by the Board to be a Patron of the Foundation;

"President" means a person elected to the office of President in accordance with these bylaws but such office holder may, with the approval of a Board resolution or consent resolution of directors, use the title Chair, Chairperson, Chairwoman or Chairman in substitution for, or in addition to, the title "President";

"registered address" of a member or director means the address of that person as recorded in the register of members or the register of directors;

"Registrar" means the Registrar of Companies of the Province of British Columbia;

"Secretary" means a person appointed to the office of Secretary in accordance with these bylaws;

"*Societies Act*" means the *Societies Act* of British Columbia, as amended from time to time;

"special resolution" means any of the following:

- (i) a resolution passed at a general meeting by at least 2/3 of the votes cast by the voting members in good standing, whether cast in person or by proxy;
- (ii) a resolution consented to in writing by all of the voting members in good standing; or
- (iii) a resolution passed by at least 2/3 of the votes cast by the voting members in good standing by mail or another means of communication, including by fax, email or other electronic means;

"Treasurer" means a person appointed to the office of Treasurer in accordance with these bylaws; and

"writing" includes words printed, typewritten, painted, engraved, lithographed, photographed or represented or reproduced by any mode of representing or reproducing words in visible form.

1.2 The definitions contained in the *Societies Act* on the date these bylaws become effective apply to these bylaws and the constitution except where the wording of the definitions contained in the *Societies Act* differs from the wording of the definitions contained in these bylaws, and in such cases, the wording of the definitions contained in these bylaws shall take precedence provided that the meaning thereof is not inconsistent with the meaning of definition contained in the *Societies Act*.

1.3 Words incorporating the singular number include the plural and vice versa; words importing gender include the masculine, feminine and neuter genders; and words importing a person include an individual, partnership, association, body corporate, trustee, executor, administrator and legal representative.

PART 2 – MEMBERSHIP

2.1 Membership in the Foundation shall be restricted to the persons whose names were on the register of members as at the date of transition to the *Societies Act*, and to those persons who have requested admission and are subsequently admitted by ordinary resolution which may set out specific terms and criteria of membership.

2.2 There shall be one class of members. In the absence of any determination establishing a specific term for a member, a member shall continue as a member until ceasing to be a member pursuant to bylaw 2.5.

2.3 The amount of the membership dues shall be determined by the Board. In the absence of any determination of membership dues it shall be deemed that there are no annual or other membership dues. Once the amount of any membership dues has been determined, that amount shall be deemed to be the annual membership dues in each succeeding membership year until such amount is changed.

2.4 A member may withdraw from the Foundation by delivering his or her resignation in writing to the Secretary of the Foundation or delivering it to the address of the Foundation.

2.5 A person shall immediately cease to be a member of the Foundation:

- (a) upon the date which is the later of the date of delivering his or her resignation in writing to the Secretary of the Foundation or to the address of the Foundation or the effective date of the resignation stated therein;
- (b) upon his or her death;
- (c) upon ceasing to hold a position or meet the criteria by virtue of which he or she is a member;
- (d) in the case of a corporation, society or association, upon dissolution, bankruptcy or receivership;
- (e) upon the expiration of the term currently determined stipulating the length of time for which he or she is to be a member; or
- (f) upon being removed.

2.6 A member may be removed by a resolution passed by not less than 2/3 of the members entitled to vote. A member shall not be disciplined.

2.7 The membership of a person in the Foundation is not transferable.

2.8 All members shall be in good standing except a member who has failed to pay his or her current membership dues, or any other subscription or any debt due and owing by such member to the Foundation, and such member is not in good standing as long as the debt remains unpaid.

PART 3 - MEETINGS OF MEMBERS

3.1 The voting members in good standing shall appoint from among themselves a Members' Moderator who shall hold office until the close of the next annual general meeting; but if no successor is appointed, the person previously appointed as Members' Moderator continues to hold office until such time as a successor is appointed provided that he or she continues to be a voting member in good standing.

3.2 The Members' Moderator shall be responsible for making the necessary arrangements for:

- (a) the issuance of notices of meetings of members;
- (b) the keeping of minutes of all meetings of members; and

(c) the maintenance of the register of members.

3.3 The Members' Moderator may be removed by an ordinary resolution.

3.4 The general meetings of the Foundation shall be held at such time and place, in accordance with the *Societies Act*, as the directors shall decide.

3.5 The Members' Moderator shall give not less than 7 days written notice of a general meeting to its members entitled to receive notice; but those members may waive or reduce the period of notice for a particular meeting by unanimous consent in writing.

3.6 Notice of a general meeting shall specify the place, the day and the hour of the meeting.

3.7 The accidental omission to give notice of a general meeting to, or the non-receipt of notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

3.8 An annual general meeting shall be held at least once in every calendar year. Notwithstanding the foregoing, an annual general meeting is deemed to have been held if:

- (a) all of the matters required by *the Societies Act* to be dealt with at an annual general meeting are dealt with in a resolution as permitted by Section 72 of *the Societies Act*; and,
- (b) all of the members entitled to vote consent in writing to that resolution on or before the date by which the annual general meeting must be held under section 71 of *the Societies Act*.

3.9 Every general meeting other than an annual general meeting is an extraordinary general meeting.

3.10 The directors may, whenever they think fit, convene an extraordinary general meeting. As required by Section 75 of the *Societies Act*, the directors shall convene an extraordinary general meeting of members upon receipt of a written request requesting such a meeting and signed by at least 10% of the voting members in good standing.

PART 4 - PROCEEDINGS AT GENERAL MEETINGS

4.1 Special business is:

- (a) all business at an extraordinary general meeting except the adoption of rules of order; and
- (b) all business that is transacted at an annual general meeting, except:
 - (i) the adoption of rules of order;
 - (ii) consideration of the financial statements prepared in accordance with the *Societies Act*;
 - (iii) consideration of the report of the directors;
 - (iv) consideration of the report of the auditor, if any;
 - (v) the election or appointment of directors;

- (vi) the appointment of the Members' Moderator;
- (vii) the appointment of the auditor if desired; and
- (viii) such other business that, under these bylaws or any governing statutes, ought to be transacted at an annual general meeting, or business which is brought under consideration by the report of the directors if the report was issued with the notice of the meeting.

4.2 In order to have quorum at a general meeting:

- (a) 1/3 of the members or three members, whichever is greater, must be present or, where proxies are allowed, represented by the member's appointed proxy; or
- (b) if the Foundation has fewer voting members than the quorum provided for in 4.2 (a), the quorum for the transaction of business at a general meeting is all of the voting members in good standing.

4.3 No business, other than the election of a person to chair the meeting and the adjournment or termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.

4.4 If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.

4.5 If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be terminated; but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present shall constitute a quorum.

4.6 The Members' Moderator shall chair all general meetings; but if at any general meeting the Members' Moderator is not present within 15 minutes after the time appointed for the general meeting, or requests that he or she not chair that meeting, the voting members in good standing that are present may choose one of their number to chair that general meeting.

4.7 If a person presiding as chair of a general meeting wants to step down as chair for all or part of that meeting, he or she may designate an alternate to chair such meeting or portion thereof, and upon such designated alternate receiving the consent of a majority of the members present at such meeting, he or she may preside as chair.

4.8 A general meeting may be adjourned from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

4.9 It is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting except where a meeting is adjourned for more than 14 days, in which case notice of the adjourned meeting shall be given as in the case of the original meeting.

4.10 Any issue at a general meeting which is not required by these bylaws or the *Societies Act* to be decided by a special resolution shall be decided by an ordinary resolution.

4.11 A voting member in good standing is entitled to one vote.

4.12 A corporation, association or society which is a member may vote by its duly authorized representative who is entitled to speak and vote and in all other respects exercise the rights of a member and that representative shall be reckoned as a member for all purposes in connection with any meeting of the Foundation. The chairman of a meeting shall be entitled to require any such representative to first produce a certified copy of a resolution of the board of directors or other governing body of the corporation appointing him as its representative.

4.13 A member that is chairing a general meeting may vote but, if he or she does so and the result is a tie, shall not be permitted to vote again to break the tie and the resolution being voted on shall be deemed to have failed.

4.14 Voting shall be by show of hands or voice vote recorded by the secretary of the meeting, unless proxy votes are to be recorded or if any two voting members in good standing present at the meeting make a request for a secret vote, a secret vote by written ballot shall be required.

4.15 Voting by proxy is permitted provided that the proxy has previously been appointed in writing by the member appointing the proxy and the proxy has the written appointment at the meeting. However, a permanent proxy or a proxy entitling a person or member to vote at other than one meeting and any adjournment of that meeting is void. In the case of written proxy votes on specific issues such written proxy votes are also to be counted and added to the total of voices by hand or voice.

4.16 No resolution proposed at a general meeting need be seconded and the person chairing such a meeting may move or propose a resolution.

4.17 A resolution in writing which is identified as an ordinary resolution and has been submitted to all the members and signed by a minimum of 2/3 of the members who would have been entitled to vote on it in person or by proxy at a general meeting of the Foundation is as valid and effectual as an ordinary resolution as if it had been passed at a meeting of members duly called and constituted and shall be deemed to be an ordinary resolution. Such a resolution may be in two or more counterparts which together shall be deemed to constitute one ordinary resolution in writing. Such ordinary resolution shall be filed with minutes of the proceedings of the members and shall be effective on the date stated therein or, in the absence of such a date being stated, on the latest date stated on any counterpart.

4.18 A resolution in writing which is identified as a special resolution and has been signed by all the members who would have been entitled to vote on it in person or by proxy at a general meeting of the Foundation is as valid and effectual as a special resolution as if it had been passed at a meeting of members duly called and constituted. Such a resolution may be in two or more counterparts which together shall be deemed to constitute one special resolution in writing. Such special resolution shall be filed with minutes of the proceedings of the members and shall be deemed to be passed on the date stated therein or, in the absence of such a date being stated, on the latest date stated on any counterpart.

PART 5 - DIRECTORS

5.1 The number of directors shall be three or such other number, not being less than three, as may be determined from time to time by ordinary resolution.

5.2 Every director shall subscribe to and support the purposes of the Foundation. No person shall be a director of the Foundation unless duly elected or appointed a director in accordance with these bylaws and shall cease to be a director if notice of a change in directors is not filed with the Registrar of Companies in

compliance with the *Societies Act* within 60 days of such election or appointment. Any election or appointment of a director is invalid unless:

- (a) the individual, so appointed or elected, either consents in writing; or
- (b) is present at the meeting at which he or she is appointed or elected and consents verbally.

5.3 The persons whose names are listed as directors with the Registrar on the date these bylaws were filed with the Registrar will serve as directors until such time as the terms for which they were elected or appointed for expire.

5.4 Elected directors may be elected by the members at a general meeting and take office commencing at the close of such meeting.

5.5 The term of office of elected directors shall normally be three (3) years. However, the members may determine that some or all elected directors may serve without specific term or may have a term other than three (3) years to be determined by the members in their discretion. For purposes of calculating the duration of an elected director's term of office, the term shall be deemed to commence at the close of the annual general meeting in which such director was elected. If the director was elected at an extraordinary general meeting, for purposes of calculating the term of office only, such term shall be deemed to have commenced at the close of the annual general meeting next following such extraordinary general meeting.

5.6 In elections where there are more candidates than vacant positions for directors, election shall be by secret ballot with the name of each duly nominated candidate appearing individually on the ballot. Candidates shall be deemed to be elected in order of those candidates receiving the most votes.

5.7 No member shall vote for more directors than the number of vacant positions for elected directors. Any ballot on which more names are voted for than there are vacant positions shall be deemed to be void.

5.8 The members may from time to time, by ordinary resolution, appoint additional directors to be known as appointed directors, and such ordinary resolution shall set out the term of office and may set out criteria to be met in order for the appointed director to serve.

5.9 Elected or appointed directors may serve repeated consecutive terms.

5.10 A person need not be a member of the Foundation in order to serve as a director of the Foundation.

5.11 Every director shall retire from office at the close of the annual general meeting in the year in which his or her term expires.

5.12 The members may by ordinary resolution remove a director before the expiration of such director's term of office and may elect or appoint a person as a replacement director and determine the term of such replacement director.

5.13 If a director ceases to hold office during his or her term for any reason, other than removal as aforesaid, the Board may appoint a person as a replacement director to take the place of such director until the next annual general meeting.

5.14 No act or proceeding of the Board is invalid by reason only of there being less than the prescribed number of directors in office.

5.15 A person shall immediately cease to be a director of the Foundation:

- (a) upon delivering his or her resignation in writing to the Secretary of the Foundation or to the address of the Foundation;
- (b) upon his or her death;
- (c) upon the expiration of the term currently determined stipulating the length of time for which he or she is to serve as a director;
- (d) upon ceasing to meet the criteria attached to his or her appointment; or
- (e) upon being removed as a director by the members.

5.16 If no successor is elected or appointed to replace the person who otherwise would cease to be a director and the result is that the number of directors would fall below three, the person previously elected or appointed as director continues to hold office until such time as a successor director is elected or appointed.

5.17 A director may be reasonably remunerated for services rendered in his or her capacity as a director as determined by a Board resolution and a director may be reimbursed for all expenses necessarily and reasonably incurred by him or her while engaged on the affairs of the Foundation. A director may also receive compensation for services provided to the Foundation in another capacity. Provided, however, that a majority of the directors must not receive or be entitled to receive compensation from the society for services provided to the Foundation in another capacity.

5.18 As required by Section 56 of the *Societies Act*, a director who has a direct or indirect material interest in a contract or transaction, or a proposed contract or transaction, of the Foundation, or a matter that is or is to be the subject of consideration by the directors, if that interest could result in the creation of a duty or interest that materially conflicts with that Director's duty or interest as a director of the Foundation, shall

- (a) disclose fully and promptly to the other directors the nature and extent of the director's interest,
- (b) abstain from voting on a Board resolution or consenting to a consent resolution of directors in respect of the contract, transaction or matter,
- (c) leave any meeting of the Board when
 - (i) the contract, transaction or matter is discussed, unless asked by the other directors to be present to provide information, or
 - (ii) the other directors vote on the contract, transaction or matter; and
- (d) refrain from any action intended to influence the discussion or vote.

A disclosure under (a) must be evidenced in at least one of either the minutes of a meeting of directors, a consent resolution of directors, or a record addressed to the directors that is delivered to the delivery address, or mailed by registered mail to the mailing address, of the registered office of the Foundation.

PART 6 - PROCEEDINGS OF THE BOARD

- 6.1 A meeting of the Board may be held at any time and place determined by the Board, provided that 1 days' notice of such meeting shall be sent in writing to each director. However, no written notice shall be necessary if all directors were present at the preceding meeting when the time and place of the meeting were determined or are present at the meeting or waive notice thereof in writing or give a prior verbal waiver to the Secretary of the Foundation.
- 6.2 For the purposes of the first meeting of the Board held immediately following the appointment or election of a director or directors at a general meeting, or for the purposes of a meeting of the Board at which a director is appointed to fill a vacancy in the Board, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors for the meeting to be properly constituted.
- 6.3 The President may at any time, and the Secretary, on the request of any two directors shall, convene a meeting of the Board.
- 6.4 The Board may from time to time fix the quorum necessary to transact business, and unless so fixed the quorum shall be one-third of the directors in office at the time when the meeting convenes; but in no instance may the number necessary for a quorum be less than two.
- 6.5 The President shall chair all meetings of the Board; but if at any meeting the President is not present within 15 minutes after the time appointed for the meeting, or the President requests that he or she not chair that meeting, the directors present may choose one of their number to chair that meeting.
- 6.6 If the person presiding as chair of a meeting of the Board wants to step down as chair for all or part of that meeting, he or she may designate an alternate to chair such meeting or portion thereof, and upon such designated alternate receiving the consent of a majority of the directors present at such meeting, he or she may preside as chair.
- 6.7 No resolution proposed at a meeting of the Board must be seconded. The person chairing a meeting may move or propose a resolution.
- 6.8 Any issue at a meeting of the Board which is not required by these bylaws or the *Societies Act* to be decided by a resolution requiring more than a simple majority shall be decided by a Board resolution.
- 6.9 A director chairing a meeting may vote but, if he or she does so and the result is a tie, he or she shall not be permitted to vote again to break the tie and the resolution being voted on shall be deemed to have failed.
- 6.10 Voting shall be by show of hands or voice vote recorded by the secretary of the meeting except that, at the request of any one director, a secret vote by written ballot shall be required.
- 6.11 A consent resolution of directors is as valid and effectual as if it had been passed at a meeting of the Board duly called and constituted. Such consent resolution of directors may be in two or more counterparts which together shall be deemed to constitute one resolution in writing. Such resolution shall be filed with minutes of the proceedings of the Board and shall be effective on the date stated therein or, in the absence of such a date being stated, on the latest date stated on any counterpart.
- 6.12 A director who contemplates being or is temporarily absent from Canada may, by post or electronic means such as facsimile or email, send or deliver to the address of the Foundation a waiver of notice of any meeting of the Board for a period not longer than one year and may, at any time, withdraw the waiver in like manner. Until the waiver is withdrawn:

- (a) no notice of meetings of the Board need be sent to that director; and
- (b) any and all meetings of the Board, notice of which has not been given to that director shall, if a quorum is present, be valid and effective.

PART 7 - PATRONS

- 7.1 The Board may appoint prominent persons and office holders to be Patrons of the Foundation.
- 7.2 The function and number of Patrons and the terms of each appointment shall be determined by the Board. Patrons shall not have the legal powers to direct the acts and operations of the Foundation and will not be acting in the capacity of directors of the Foundation.

PART 8 - ADVISORY COUNCIL

- 8.1 The Board may constitute an Advisory Council to provide advice and counsel to the Board on broad issues of policy and profile and may appoint worthy persons to it and determine the terms of each appointment.
- 8.2 The Board shall determine the size, composition and specific functions of the Advisory Council.
- 8.3 The Advisory Council shall not have the legal powers to direct the acts and operations of the Foundation and its members will not be acting in the capacity of directors of the Foundation.
- 8.4 The Advisory Council may hold meetings at such time and place as is determined by the Board and shall conform to any rules that may from time to time be imposed on it by the Board.

PART 9 - COMMITTEES

- 9.1 The Board may create such standing and special committees as may from time to time be required which may be in whole or in part composed of directors as the Board thinks fit. The Board may delegate any, but not all, of its power to such committees and any such committee shall limit its activities to the purpose or purposes for which it is appointed, and shall have no powers except those specifically conferred by the Board. Unless specifically designated as a standing committee, any special committee so created must be created for a specified time period only. Upon completion of the earlier of the specified time period or the task for which it was appointed, a special committee shall automatically be dissolved.
- 9.2 A committee, in the exercise of the powers delegated to it, shall conform to any rules that may from time to time be imposed by the Board, and shall report every act or thing done in exercise of those powers at the next meeting of the Board held after it has been done, or at such other time or times as the Board directs.
- 9.3 The members of a committee may meet and adjourn as they think proper and meetings of committees shall be governed, with the necessary alterations, by the rules set out in these bylaws governing proceedings of the Board.

PART 10 - DUTIES OF OFFICERS

- 10.1 At the first meeting of the Board held after an annual general meeting, the Board shall elect from among the directors a President who shall hold office until the first meeting of the Board held after the next following annual general meeting. The President shall be responsible for chairing general meetings of the Board.

10.2 At the first meeting of the Board held after an annual general meeting the Board may appoint a Secretary and Treasurer who do not need to be directors and determine the duties, responsibilities, term and remuneration, if any, of the Secretary and Treasurer.

10.3 The Secretary shall be responsible for making the necessary arrangements for:

- (a) the issuance of notices of meetings of the Board and Advisory Council;
- (b) the keeping of minutes of all meetings of the Board and Advisory Council;
- (c) the custody of all records and documents of the Foundation except those required to be kept by the Treasurer or the Members' Moderator;
- (d) the custody of the common seal of the Foundation;
- (e) the maintenance of the register of directors; and
- (f) the conduct of the correspondence of the Foundation.

10.4 The Treasurer shall be responsible for making the necessary arrangements for:

- (a) the keeping of such financial records, including books of account, as are necessary to comply with the *Societies Act*; and
- (b) the custody and control of the assets of the Foundation, including the implementation of the instructions of the Board as to the investment of the assets of the Foundation and the Foundation's banking transactions; and
- (c) the rendering of financial statements to the directors, members and others when required.

10.5 A person may be removed as an officer by a Board resolution or consent resolution of directors.

10.6 Should the President or any other officer for any reason not be able to complete his or her term, the Board shall elect or appoint a replacement without delay.

10.7 If the Secretary is absent from any meeting of the Board, the directors present shall appoint another person to act as secretary at that meeting.

10.8 A person may be appointed to two or more of the offices of the Foundation at any one time.

10.9 The Board may appoint and remove such other officers as it deems necessary and determine the duties, responsibilities, title, term and remuneration, if any, of all officers.

PART 11 - CHIEF EXECUTIVE OFFICER

11.1 The Board may select and appoint a chief executive officer of the Foundation, determine his or her title and set the terms of his or her duties, responsibilities and employment.

PART 12 - MANAGEMENT OF THE FOUNDATION

12.1 The property and the affairs of the Foundation shall be managed by the Board.

12.2 The Board may exercise all such powers and do all such acts and things as the Foundation may exercise and do, and which are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the members in general meeting, but subject, nevertheless, to the provisions of:

- (a) the *Societies Act*;
- (b) these bylaws; and
- (c) rules, not being inconsistent with these bylaws, which are made from time to time by the Foundation in general meeting.

12.3 No rule made by the Foundation in general meeting invalidates a prior act of the Board that would have been valid if that rule had not been made.

12.4 The Board may from time to time on behalf of and in the name of the Foundation:

- (a) raise and borrow money in such manner and amounts, on such security, or without security, from such sources and upon such terms and conditions as they think fit;
- (b) guarantee the repayment of money by any other person or corporation or the performance of any obligation of any other person or corporation; and
- (c) incur, or secure the payment or repayment of or the performance of, any indebtedness or obligation in such manner and upon such terms and conditions in all respects as the Board thinks fit, and, without limiting the generality of the foregoing, by the issue of bonds, notes, income bond, perpetual or redeemable debentures or any mortgage, charge or other security whether specific or floating, on the undertaking or on the whole or any part of the property and assets (both present and future) of the Foundation or indebtedness or other obligation of the Foundation, provided, however, that no debenture shall be issued by the Foundation without first being authorized by special resolution.

12.5 The Board on behalf of the Foundation may acquire, accept, solicit and receive, by purchase, lease, contract, donation, legacy, gift, grant, devise, bequest or otherwise, any kind of real or personal property, including without limitation shares in and securities of other corporations, licences, royalties, inventions, patents of invention, patent rights, copyrights, trademarks, formulae, processes, know-how and other industrial property and similar rights of all kinds; hold, use, control, manage, develop, sell, let, lease, license and otherwise deal with and dispose of, or hold as a trustee, all or any such property; and enter into, conduct and carry on agreements, trusts, contracts and undertakings in connection therewith or incidental thereto for the further attainment of the Foundation's purposes.

12.6 The Board shall take such steps as it deems necessary to enable the Foundation to receive donations, bequests, funds, property, trusts, contracts, agreements and benefits ("collectively referred to herein as "assets") for the purpose of furthering the purposes of the Foundation. The Board may accept an asset which has a liability attached to it. The Board may postpone conversion and retain any assets in the form donated to the Foundation notwithstanding that such assets are not income producing and any asset so retain shall be an authorized investment for all purposes of the Foundation and a director shall not be liable for any loss resulting from such postponement and retention. The Board in its sole and absolute discretion may refuse to accept any donation, bequest, trust, loan, contract or property.

12.7 The Foundation may invest and deal with the monies and assets of the Foundation not immediately required by the Foundation both inside and outside of Canada in such manner as the Board may from time to time determine. In investing the funds of the Foundation, the Board shall not be limited to securities

and investments in which trustees are authorized by law to invest, but may make any investments which in its opinion are prudent. In determining whether an investment is prudent, the Board may consider the extent to which an investment furthers purposes and funding of the Foundation in addition to issues of pure economic return. Subject to the provisions of the *Societies Act*, a director shall not be liable for any loss which may result from any such investment.

12.8 The Board may invest in real and personal property, shares, bonds, debentures and other securities including mutual or other pooled investment funds and evidences of indebtedness and obligations issued or guaranteed by any individual or entity (regardless of any relationship which might exist between the individual or entity and the Foundation) and in evidences of any interest in respect of any such real and personal property, share, bonds debentures and other securities and evidence of indebtedness and obligations and the Board may invest and lend money at interest on the security of real or personal property or without security and may change or alter any investments, and while the Foundation is the holder or owner thereof the Board may, on behalf of the Foundation, exercise all rights, powers and privileges of ownership, including all voting rights, if any, with respect thereto. The Board shall be authorized to invest in "non-qualified investments" and "non-qualifying securities" as defined in the *Income Tax Act*.

12.9 The Foundation shall have the power to make expenditures and loans whether or not secured or interest bearing for the purpose of furthering the purposes of the Foundation. The Foundation shall also have the power to enter into trust arrangements or contracts for the purpose of discharging obligations or conditions either imposed by a person donating, bequeathing, advancing or lending funds or property to the Foundation, or assumed by the Foundation in expectation of such donations, bequests, advances or loans. Such arrangements or contracts shall be in accordance with the terms and conditions that the Board may prescribe.

12.10 In order to carry out the purposes of the Foundation the Board may, on behalf of and in the name of the Foundation, raise or secure the payment or repayment of money in any manner it decides including the granting of guarantees, and in particular, but without limiting the foregoing, by the issue of debentures.

12.11 The Board shall be entitled, in its discretion, to hold and deposit the funds and other assets of the Foundation in one or more accounts, whether co-mingled with other funds and assets or not, in such manner as the Board in its discretion may determine from time to time.

12.12 The Board shall be entitled to retain, rely on the advice of and delegate powers and discretions to lawyers, accountants, financial advisors, investment advisors, agents and similar persons as they determine may be helpful to assist them in performing their duties and, without limitation, may delegate to an investment advisor any and all discretionary investment powers and in doing so shall not be liable.

12.13 The members may restrict the borrowing powers of the Board.

PART 13 - EXECUTION OF DOCUMENTS

13.1 The Board may provide a corporate seal for the Foundation, and shall provide for the custody of the seal with the Secretary or for a temporary period, when authorized by a Board resolution or consent resolution of directors, with such other person as determined by the Board. The Board shall also have power from time to time to destroy a seal and substitute a new seal in its place.

13.2 The seal of the Foundation shall be affixed only when authorized by the Board, and then only in the presence of the person or persons prescribed by the Board, or, if no person or persons are prescribed, in the presence of any two directors.

13.3 Contracts, documents or any instruments in writing requiring the signature of the Foundation shall normally be signed by two officers or directors of the Foundation or such other number of officers or

directors as may be determined from time to time by Board resolution or consent resolution of directors. Further, the Board may from time to time by Board resolution or consent resolution of directors appoint a person or persons, any of whom may not be a director or officer, to sign specific contracts, documents and instruments in writing.

PART 14 - AUDITOR

- 14.1 This Part applies only where the Foundation is required or has resolved to have an auditor.
- 14.2 The first auditor shall be appointed by the Board which shall also fill any vacancy occurring in the office of auditor.
- 14.3 At each annual general meeting, the Foundation shall appoint an auditor to hold office until he or she is re-appointed or his or her successor is appointed at the next following annual general meeting.
- 14.4 An auditor may be removed by ordinary resolution.
- 14.5 An auditor shall be promptly informed in writing of his appointment or removal.
- 14.6 The auditor may attend general meetings.

PART 15 - NOTICES

- 15.1 Notice of a general meeting shall be given at least 7 days and not more than 60 days in advance, to every person shown on the register of members as a member on the day the notice is given. No other person is entitled to be given notice of a general meeting. Notwithstanding the foregoing and pursuant to Section 79 of the *Societies Act*, a member of a society may, in any manner, waive the member's entitlement to notice of a general meeting or may agree to reduce the period of that notice. Attendance at a general meeting is a waiver of the member's entitlement to notice of the meeting unless the member attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.
- 15.2 Any notice required to be given may be given to a member, a director or a member of a committee either by delivery, electronic means such as facsimile or email, or by first class mail posted to such person's or representative organization's registered address.
- 15.3 A notice sent by mail shall be deemed to have been given on the third day following that on which the notice was posted. In proving that notice has been given it is sufficient to prove the notice was properly addressed and put in a post office receptacle with adequate postage affixed, provided that if there shall be, between the time of mailing and the deemed receipt of the notice, a mail strike or other labour dispute which might reasonably be expected to delay the delivery of such notice by the mails, then such notice shall only be effective when actually received. Any notice delivered by hand or sent by electronic means such as facsimile or email shall be deemed to have been given on the day it was so delivered or sent.
- 15.4 If a number of days notice or a notice extending over any other period is required to be given, the day the notice is given or deemed to have been given shall not, but the day on which the event for which notice is given shall, be counted in the number of days required.

PART 16 - MISCELLANEOUS

- 16.1 The members shall from time to time determine to what extent and at what times and places and under what conditions or regulations the documents, including the books of account, of the Foundation and

minutes of meetings of the Board and Advisory Council shall be open to the inspection of members of the Foundation not being directors. In the absence of such determination by the members, the documents, including the books of account, of the Foundation shall not be open to inspection of any member of the Foundation not being a director. No person, other than a member or a director, shall inspect any records of the Foundation, including those required to be kept under Section 20 of the *Societies Act*, unless required to do so by law.

16.2 Any meeting of the Foundation, Board, Advisory Council or any committee or group may also be held, or any members, directors or committee member may participate in any meeting of the Foundation, Board, Advisory Council or any committee in which he or she is entitled to participate, by conference call or similar communication equipment or device so long as all the directors, council or committee members or other persons participating in the meeting can hear and respond to one another. All such members, directors, council or committee members or other persons so participating in any such meeting shall be deemed to be present in person at the stated location of such meeting and shall be entitled to vote by a voice vote recorded by the secretary of such meeting.

16.3 The rules governing when notice is deemed to have been given set out in these bylaws shall apply with the necessary changes to determine when a consent resolution of directors shall be deemed to have been submitted to all of the directors and when a written ordinary resolution shall be deemed to have been submitted to all of the members.

16.4 The Foundation shall have the right to subscribe to, become a member of and cooperate with any other society, corporation, foundation or association whose purposes or objectives are in whole or in part similar to the Foundation's purposes.

16.5 The Foundation may establish and maintain one or more branch societies with the powers, not exceeding the powers of the Foundation that the Foundation confers.

PART 17 - INDEMNIFICATION

17.1 Subject to the provisions of the *Societies Act*, each director or officer of the Foundation shall be indemnified by the Foundation against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her being or having been an officer or director of the Foundation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his or her duty as an officer or director. "Derelict" shall mean grossly negligent, criminally negligent or intentionally engaged in tortious conduct with the intent to defraud, deceive, misrepresent or take advantage improperly of an opportunity available to the Foundation.

17.2 Subject to the provisions of the *Societies Act*, the Board is authorized from time to time to give indemnities to any director or other person who has undertaken or is about to undertake any liability on behalf of the Foundation or any society or corporation controlled by it, and to secure such director or other person against loss by mortgage and charge on the whole or any part of the real and personal property of the Foundation by way of security, and any action from time to time taken by the directors under this paragraph shall not require approval or confirmation by the members.

17.3 The Board in its discretion may submit any contract, act or transaction for approval, ratification or confirmation at any annual general meeting or at any extraordinary general meeting of the members called for the purpose of considering the same and any contract, act or transaction that may be approved, ratified or confirmed by a resolution passed by a majority of the votes cast at any such meeting (unless any different or additional requirement is imposed by the *Societies Act* or these bylaws) shall be as valid and as binding upon the Foundation and upon all the members as though it had been approved, ratified and confirmed by every member of the Foundation.

17.4 Subject to the provisions of the *Societies Act*, no director or officer for the time being of the Foundation shall be liable for the acts, neglects or defaults of any other director or officer of the Foundation or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the Foundation through the insufficiency or deficiency of title to any property acquired by order of the directors for or on behalf of the Foundation, or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to the Foundation shall be placed out or invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or corporation with whom or which any funds or property of the Foundation shall be lodged or deposited, or for any other loss, damage or misfortune whatsoever which may happen in the execution of the duties of his or her respective office or trust or in relation thereto, unless all or any of the same shall happen by or through the wilful act, default or neglect of such director or officer.

17.5 The Foundation shall, to the full extent permitted by the *Societies Act*, indemnify and hold harmless, every person heretofore, now or hereafter serving as a director or officer of the Foundation and his or her heirs and legal representatives.

17.6 Expenses incurred with respect to any claim, action, suit or proceeding may be advanced by the Foundation prior to the final disposition thereof in the discretion of the Board and upon receipt of an undertaking satisfactory in form and amount to the Board by or on behalf of the recipient to repay such amount unless it is ultimately determined that he or she is entitled to indemnification hereunder.

17.7 The Foundation shall apply to the Court for any approval of the Court which may be required to make the indemnities herein effective and enforceable. Each director and officer of the Foundation on being elected or appointed shall be deemed to have contracted with the Foundation upon the terms of the foregoing indemnities. Such indemnities shall continue in effect with regard to actions arising out of the term each director or officer held such office notwithstanding that he or she no longer continues to hold such office.

17.8 The failure of a director or officer of the Foundation to comply with the provisions of the *Societies Act* or of the constitution or these bylaws shall not invalidate any indemnity to which he or she is entitled under this Part.

17.9 The Foundation may purchase and maintain insurance for the benefit of any or all directors or officers against personal liability incurred by any such person as a director or officer.

PART 18 – CLAUSES TRANSFERRED FROM THE CONSTITUTION

18.1 The activities of the Foundation shall be carried on without purpose of gain for its members and any income, profits or other accretions to the Foundation shall be used in promoting the purposes of the Foundation. This provision was previously unalterable.

18.2 Upon the winding-up or dissolution of the Foundation, the funds and property remaining after the payment of all costs, charges and expenses properly incurred in the winding-up or dissolution, including the remuneration of a liquidator, and after payment to employees of the Foundation of any arrears of salaries or wages, and after payment of any debts of the Foundation, shall be distributed to The Board of School Trustees of School District No. 61 (Greater Victoria) provided that it is at that time a "qualified donee" allowed under the Income Tax Act. If that shall not be possible, then any funds and property remaining shall be distributed to such charities, registered under the provisions of the Income Tax Act, or such "qualified donees" allowed under the Income Tax Act, as shall be designated by the Board. Any of such funds or property remaining which had originally been received for specific purposes shall, wherever possible, be distributed to "qualified donees" or charities registered under the provisions of the Income Tax Act carrying on work of a similar nature to such specific purposes. This provision was previously unalterable.

PART 19 - BYLAWS

19.1 On being admitted to membership, each member is entitled to and upon request, the Foundation shall provide him or her with a copy of the constitution and bylaws of the Foundation.

19.2 These bylaws shall not be altered or added to except by special resolution.

TO: Operations Policy and Planning Committee

FROM: The Equity Ad Hoc Committee

DATE: November 14, 2017

RE: Emergency Preparedness

Background:

The Equity Ad Hoc Committee (“the Committee”) was established by the Board for the purpose of examining the practices of the District to determine the extent to which equitable opportunities are being provided for students, and to make recommendations for supporting equity in the district.

At the June 12, 2017 OPPS meeting, the Committee made a report in which it recommended that the Board instruct the Superintendent to revive and staff the Greater Victoria Foundation for Learning (“the Foundation”).

Emergency Preparedness:

The Committee has identified emergency preparedness as an area of special concern with regards to equity across the district.

Because emergency preparedness supplies have been the domain of parent fundraising, and because parent capacity for fundraising varies between school communities, inequities across the district are significant.

Additionally, the Committee believes that significant cost savings and efficiencies could be gained by standardizing emergency preparedness across the district. Standardization would also improve emergency response outcomes.

Recommendations:

The Committee recognizes that emergency response materials are not funded by the Ministry of Education, as such the Committee recommends the following:

- That the Board support standardizing emergency response materials across the district, so that each school is afforded the same level of emergency preparedness.
- That the Board utilize the Foundation as a viable mechanism for improving equity across the district, especially as it relates to emergency preparedness.
- That the Board advocate that the government fully fund emergency response materials in schools.

TO: Operations Policy and Planning Committee

FROM: Piet Langstraat, Superintendent of Schools

DATE: November 14, 2017

RE: Greater Victoria School District
Protocol for Responding to Correspondence Addressed to the Board of Education

The Board Chair and School District Office receive hundreds of emails and letters each year. Correspondence covers a range of topics and may include positive feedback, questions about decision-making, issues of interest or specific concerns about both operational and Board matters.

There is currently no protocol for how the District will respond to these letters and emails which can cause frustration for the letter writer, as well as confusion for staff and Trustees. Currently, all correspondence addressed to the Board of Education or received through the website is received at trustees@sd61.bc.ca. and is automatically forwarded to all Trustees with a copy to the Superintendent, Secretary-Treasurer and their Executive Assistants. The following items are proposed improvements to the process to limit confusion and improve responsiveness overall:

Objectives:

- Foster a responsive and transparent process for receiving and responding to public correspondence.
- Ensure members of the public receive a meaningful response that acknowledges their concerns and provides alternatives or more information, where possible.

Staff response to correspondence:

- An automatic acknowledgement has been introduced to ensure the sender received receipt of delivery.
- If operational, staff will then refer to the appropriate staff person or respond with information approved by the Superintendent or Secretary-Treasurer.
- On issues of high interest or concern, the Board Secretary will work with the Communications Officer to prepare information for response, as well as update the website to proactively address concerns or topics of interest.
- Staff will respond with a meaningful response within three business days of receipt.
- The Board Secretary will track and save all correspondence for a period of one year.

Board Chair Response:

- The Board of Education Chair, or the Vice-Chair in their absence, will respond directly to emails that are explicitly of a political nature addressed to the Board of Education, or the Board Chair.
- The Board Chair will work in consultation with the Secretary-Treasurer's Office to coordinate responses within the three-business day turnaround.
- If the Board Chair is unavailable, or will be unable to respond within the three business days, the Board Chair will designate the Vice-Chair to respond.
- Operational matters will be referred to the Office of the Superintendent for response. The Board of Education will be cc'd on the response

Background and briefing notes:

- On issues of high public interest or issues generated by media enquiries or reporting, a briefing note or backgrounder will be prepared by staff with key points and background to support the Board of Education in their understanding of emerging issues.
- A media monitoring service is provided daily to update the Board of Education of media reports related to or about the Greater Victoria School District.

CORRESPONDENCE MATRIX

An email received in any email account that is intended for all Trustees will be forwarded to Trustees@sd61.bc.ca for consistent tracking and response.

Email to Trustees are generally received from:

Trustees@sd61.bc.ca (most)
Super@sd61.bc.ca
community@sd61.bc.ca
 All trustees noted individually

Trustees automatically receive emails from Trustees inbox.

Automatic Reply (immediate acknowledgment that email was received)

Thank you for emailing the Trustees of the Greater Victoria School District Board of Education. The Board Chair and all Trustees have received your email.

For dates of upcoming Board of Education meetings, and information about presenting to the Board of Education, please visit: www.sd61.bc.ca/board-of-education/

How is it determined whether the response comes from the Board Chair?

- Official emails (other levels of government, Ministry of Education, community organizations etc.)
- Board Chair will cc Trustees on response.
- Board Chair will respond within three business days.

Within three business days

Email requires response (question or process update). Options for response:

- Basic response will be drafted by Board Executive Assistant.
- If it requires review or input from other areas (Registration, Finance, Superintendent etc.) it will be sent to them for review and input.
- Board Executive Assistant will track drafts to ensure three day turnaround. If there is an expected delay, the recipient will be advised.
- Sensitive or high interest matters requiring a consistent response should involve Communications staff. Board Executive Assistant will reply to enquiries with consistent District messaging developed in consultation with the Superintendent and Board Chair.

Emails and responses will be saved in specific topic folders for each school year. This will allow for tracking issues, responses and volume. They can be archived in August of each year.

TILlicum

Community School

3155 Albina Street, Victoria, BC V9A 1Z6 Telephone: 250-386-1408



TO: Operations, Policy and Planning Committee

FROM: Brent Kelly, Acting Principal, Tillicum Community School

DATE: October 10, 2017

RE: **Request to Name the Library at Tillicum Community School**
"The Lori Burley Learning Commons"

Lori Burley, a long time educator and administrator in The Greater Victoria School District, passed away in August. Lori served as Principal of Tillicum Community School for the past twelve years. Lori touched thousands of lives in the Tillicum School community. Her passion, dedication and caring were always evident. Lori is tremendously missed by the entire Tillicum School Community.

In consultation with the staff and PAC, we have reached the conclusion that naming the school library in Lori's honour would be a fitting tribute to her legacy. Lori's family is supportive of this possibility.

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) approves naming the library at Tillicum Community School "The Lori Burley Learning Commons".

Thank you for your consideration.

Sincerely,

Brent Kelly

Acting Principal

OFFICE OF THE
SECRETARY-TREASURER

556 BOLESKINE ROAD, VICTORIA, BRITISH COLUMBIA V8Z 1E8
PHONE (250) 475-4108 FAX (250) 475-4112

TO: Operations Policy and Planning Committee

FROM: Mark Walsh, Secretary-Treasurer

DATE: November 14, 2017

RE: **Policy and Regulation 3170 Board Reserves**

In March 2017, the Ministry of Education released a letter to all BC School Districts outlining policies to strengthen the financial accountability framework of school districts. In response to the requirement to develop a policy to guide the accumulation, reporting and spending of operating surplus reserve funds, Policy and Regulation 3170 *Board Reserves* have been created.

The Board of Education determines the amount of reserves that are maintained by schools and departments. Maintaining total operating reserves, excluding amounts budgeted for future years' operations and outstanding purchase order commitments, between 3.0% and 4.5% results in a reserve balance of between \$5.7M and \$8.6M. Within this total amount, the cumulative department reserve balance will be between \$1.9M (1%) and \$4.8M (2.5%). These reserves will serve the following purposes:

- Provide a source of funds for the District to meet its ongoing financial obligations.
- Provide resources for new initiatives.
- Provide a source of funds that can be used for extraordinary or emergent expenditures.

Regulation 3170 has been reviewed and discussed by school principals and the senior leadership team. To provide schools time to transition to the carry forward limits of \$40,000 for elementary and middle schools and \$80,000 for secondary schools, the limits will be effective as of June 30, 2019. Where a school anticipates a school project in excess of \$10,000, a written request can be made to the Superintendent of Schools or designate for approval to maintain a higher reserve balance.

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) approve Policy 3170 <i>Board Reserves</i> and accept Regulation 3170 <i>Board Reserves</i> for information.
--

POLICY 3170

BOARD RESERVES

Adopted:
Frequency of Review: Annual

1.0 RATIONALE

- 1.1 The Board of Education is responsible for managing its financial resources to provide educational services to its students while maintaining a sound financial position.

2.0 DEFINITIONS

- 2.1 Operating reserves represent resources that can be used to provide future services and are created when expenditures are less than the revenue earned.
- 2.2 Restricted Surplus represents operating reserve funds upon which the Board of Education has approved restrictions on spending.

3.0 POLICY

The Board of Education determines the amount of operating reserves that are maintained by schools and departments. The Board of Education has identified its operating reserve categories as follows:

- 3.1 Instructional - operating reserves accumulated by schools and other instructional areas including the International Student Program, Continuing Education, Distributed Learning, English Language Learning, Aboriginal Nations Education, and Student Services (Inclusive Learning, Learning Support and the Learning Team).
- 3.2 Board Departments and System Administration - operating reserves accumulated by Facilities Services, Human Resource Services, Financial Services, Information Technology and by the Board's administrative functions.

- 3.3 Restricted Surplus - operating reserves retained by the Board of Education to address any anticipated future years' operating budget deficit (not beyond the next three fiscal years) or for emergent matters.

4.0 RESPONSIBILITIES

- 4.1 The Board of Education must comply with the Ministry of Education's expectations regarding financial governance and accountability.
- 4.2 The Board of Education is required by legislation to prepare an annual balanced budget which may include the use of restricted surplus funds.
- 4.3 The Board of Education must follow Public Sector Accounting Standards.

5.0 REFERENCES

- 5.1 *Statement of Education Policy Order (Mandate for the School System, OIC 1280/89)*

REGULATION 3170

BOARD RESERVES

1. The Board of Education has determined that its total operating reserves, excluding amounts budgeted for future years' operations (not beyond the next three fiscal years) and outstanding purchase order commitments should be maintained between 3.0% and 4.5% of the total operating budget. These reserves will serve the following purposes:
 - Provide a source of funds for the District to meet its ongoing financial obligations.
 - Provide resources for new initiatives.
 - Provide a source of funds that can be used for extraordinary or emergent expenditures.
2. Individual schools are expected to utilize their funding allocations in the current year and can maintain operating reserves as follows:
 - Elementary and Middle Schools - \$40,000
 - Secondary Schools - \$80,000

The limits above do not include purchase orders placed with the Purchasing Department by June 30th.

Where a school anticipates a school project in excess of \$10,000, a written request can be made to the Superintendent of Schools or designate for approval to maintain a higher reserve balance.

3. The International Student Program, Continuing Education, Distributed Learning, English Language Learning, Aboriginal Nations Education, Student Services (Inclusive Learning, Learning Support and the Learning Team), Facilities Services, Human Resource Services, Financial Services, Information Technology and the Board's administrative functions may, subject to the approval of the Superintendent of Schools or designate, cumulatively maintain a total operating reserve of between 1.0% and 2.5% of the total operating budget.
4. Any amounts in excess of the operating reserve limits will be included in general operating revenue.

Greater Victoria School District

Approved: 2017

OFFICE OF THE
SECRETARY-TREASURER

556 BOLESKINE ROAD, VICTORIA, BRITISH COLUMBIA V8Z 1E8
PHONE (250) 475-4108 FAX (250) 475-4112

TO: Operations Policy and Planning Committee

FROM: Mark Walsh, Secretary-Treasurer

DATE: November 14, 2017

RE: **Audit Committee Terms of Reference**

In March 2017, the Ministry of Education released a letter to all BC School Districts outlining policies to strengthen the financial accountability framework of school districts. All school districts are being asked to establish an Audit Committee by June 30, 2018. The purpose of the Audit Committee is to assist the Board of Education in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control, risk assessment and mitigation strategies, internal and external audit functions, including operational audits, and compliance matters.

The Audit Committee Terms of Reference document has been developed to define the responsibilities of the Audit Committee. In preparing the terms of reference, a review of information about audit committees provided by the *Audit Committee Institute - Canada* and *The Institute of Internal Auditors* was completed. In addition, terms of reference documents prepared by other school districts were also reviewed.

While there are a number of compliance issues that will be addressed by the Audit Committee, it will also focus on reviewing major District initiatives to determine if desired outcomes are achieved, and make recommendations for changes as required.

Recommended Motion:

That the Board of Education of School District No. 61 (Greater Victoria) approve the Audit Committee Terms of Reference.
--

Audit Committee Terms of Reference

Purpose

The purpose of the Audit Committee is to assist the Board of Education in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control, risk assessment and mitigation strategies, internal and external audit functions and compliance matters.

Responsibilities

The Audit Committee will carry out the following responsibilities:

Financial Statements and Other Financial Information

The Audit Committee will:

- Review and recommend approval of the School District's annual audited financial statements to the Board of Education
- Review quarterly financial reports

Internal Control and Risk Management

The Audit Committee will understand the scope of the external auditors' review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management's responses. The Audit Committee will assess risk matters and determine the adequacy of risk mitigation strategies implemented by Management.

External and Internal Audit

The Audit Committee will:

- Recommend the appointment and compensation of the external auditor to the Board of Education
- Review the audit engagement letter
- Review and confirm the independence of the external auditors
- Ensure that direct and open communications exist among the audit committee, management and the external auditor
- Meet with the external auditor to review and approve the annual audit plan, including scope, materiality levels, areas of audit risk and timelines
- Receive and review the results of the annual financial statement audit including the post audit management letter together with management's responses
- Receive and review operational audit results
- Review the results of the internal audit of the elementary, middle and secondary schools' accounting records and processes
- Advise the Board of Education with respect to the plan, conduct and reporting of the annual external audit and the internal audit function

Compliance Matters

The Audit Committee will ensure that Management has the proper review system in place to ensure that the District's financial statements, reports and other financial information disseminated to the public and government organizations satisfy legal requirements.

Operational Review

- Receive and review data to ensure that programming is meeting desired outcomes
- Make recommendations on programming as it aligns with District goals

Membership

The Audit Committee will be comprised of the following members:

- Two (2) Trustees appointed by the Board Chair
- Up to three (3) community members with financial or business backgrounds determined by the Chair of the Audit Committee
- Superintendent, Secretary-Treasurer, Associate Secretary-Treasurer, and Director of Finance, Budgets and Financial Reporting

Meetings

The Audit Committee will meet at least twice a year, with authority to convene additional meetings, as circumstances require. The Audit Committee will invite auditors or others to attend meetings and provide pertinent information, as necessary. Meeting agendas will be prepared and provided in advance to members. Minutes will be prepared.

Reporting

The Audit Committee will report to the Operations Policy and Planning Committee with the exception of quarterly financial reports and audited financial statements which will be reported to the Board of Education.

Date Adopted:

OFFICE OF THE
SECRETARY-TREASURER

556 BOLESKINE ROAD, VICTORIA, BRITISH COLUMBIA V8Z 1E8
PHONE (250) 475-4108 FAX (250) 475-4110

TO: Operations Policy and Planning Committee

FROM: The Policy Sub-Committee

DATE: November 14, 2017

RE: **BYLAW 9210 – THE DEVELOPMENT OF POLICY**

In order to provide greater clarity related to the development and implementation of a policy as well as to standardize the format, it is being recommended that under Section C.1 of Bylaw 9210 *The Development of Policy* that the form of a policy presented for approval and adoption by the Board be expanded to include “Definitions” (an explanation of the meaning of terms used in the policy), “Responsibilities” (an explanation of the responsibilities relating to the policy) and “References” (a listing of the sources of information used to develop the policy). The header of the policy template will also be updated to include the current Board mission statement.

If the Operations Policy and Planning Committee reaches agreement with respect to the proposed revisions to Bylaw 9210 *The Development of Policy*, the following are the recommended motions for the Board’s consideration:

Recommended Motions:

That the Board of Education of School District No. 61 (Greater Victoria) agree to give all three readings to Bylaw 9210, <i>The Development of Policy</i> at the meeting of November 27, 2017. Motion to be Carried Unanimously
--

That Bylaw 9210, <i>The Development of Policy</i> be:

Read a first time this 27 th day of November, 2017; Read a second time this 27 th day of November, 2017: Read a third time, passed and adopted this 27 th day of November, 2017.

BYLAW 9210

THE DEVELOPMENT OF POLICY

RATIONALE

1. The Board believes it is necessary to set out guidelines for policy development which are flexible but which at the same time will provide consistency and an orderly procedure.
2. The Board believes that to fulfill its democratic mandate in representing the public interest it must be involved in or give leadership in all stages of policy development and implementation.

A. ARTICLE ONE - INITIATING A POLICY

1. A proposal for a new policy may be in the form of a draft policy proposal, a statement of intent with respect to the policy proposed, or a direction that a policy be developed in a specified area.
2. All policy proposals shall be submitted to the appropriate Board Committee in accordance with this Article at least two working days prior to the next meeting date of that committee.
3. Policy proposals in the Greater Victoria School District may be submitted by:
 - a) Trustees;
 - b) employee or employee group;
 - c) student or parent;
 - d) a resident of the district.
4. The Board Committee shall decide by majority vote whether or not any further consideration should be given to the policy proposal.
5. If the Board Committee declines to give consideration to the policy proposal, a trustee may submit it in the form of a Notice of Motion to the next meeting of the Board for consideration under the appropriate Standing Committee report.
(Bylaw 9368 *Procedures at Board Meetings*).

6. If the Board Committee decides to give further consideration to a policy proposal, it shall
 - a. recommend the process by which the proposed policy will be further developed;
 - b. give preliminary directions as to the content and format of the proposed policy; and
 - c. recommend the composition or recommend the manner of composition of any Ad Hoc committee charged with the development of the policy.
7. The Board committee shall submit its decisions on a policy proposal to the next meeting of the Board for the Board's consideration. The Board may confirm, reject, or modify the policy proposal, the directions as to the content and format of the proposed policy, and the process for the further development of the policy. The Board may direct that further public input be obtained concerning the policy proposal.

B. ARTICLE TWO - DEVELOPMENT OF A POLICY PROPOSAL

1. A Working Committee shall prepare a draft policy proposal after consulting with and obtaining the input of persons or groups significantly affected by the policy proposal.
2. The Working Committee shall submit the policy proposal to the appropriate Board Committee, supported by a report which will summarize both the information gathered by the Working Committee and the input of consulted parties.
3. The Board committee shall review the draft policy and make such changes to it as it considers appropriate or refer it back to the Working Committee for revision or for further development.
4. If the Board Committee approves the draft policy in principle, it shall submit the draft policy and the report and recommendations of the Working Committee to the next meeting of the Board.
5. The Board may approve the policy as drafted by the Board Committee, reject the policy, make such revisions to the policy as it deems appropriate, require further public input or give such other directions or make such other referrals as it deems appropriate.

C. ARTICLE THREE - ADOPTION AND IMPLEMENTATION OF A POLICY

1. A policy presented for approval and adoption by the Board shall be in the following form:

RATIONALE FOR POLICY

- the rationale for the policy shall be set out in successively lettered paragraphs

DEFINITIONS

- an explanation of the meaning of terms used in the policy

POLICY STATEMENT

- the substance of the policy shall be set out in successively numbered paragraphs

RESPONSIBILITIES

- an explanation of the responsibilities relating to the policy

REFERENCES

- a listing of the sources of information used to develop the policy

2. The Board may give such directions, if any, for the implementation of the policy as it deems appropriate and may require that regulations drafted by the administration be brought back to the Board for approval.
3. If the Board does not give specific directions for administrative regulations the Superintendent shall prepare such regulations in accordance with By-law 9220.
4. Administration shall prepare a report with respect to the implementation of a policy which report shall be presented to the Board on or before the earlier of the following dates:
 - a. that date one year after the adoption of the policy
 - b. that date fixed by the Board for presentation of such a report

5. The Board may review the implementation of the policy or give such directions to Administration or a Board committee for reports on or directions for the implementation of the policy.

Minor Updating Process

From time to time minor updating of a policy is needed to reflect current nomenclature and other operational requirements. Types of minor updating are new position descriptions, gender language, number sequences and organization of manuals where required. Minor updating will be done without submission of each updated policy to the Board. The Board will be advised in writing of any such updates for their information. This process will not change the intent of any documents.

Greater Victoria School District

Adopted: February 26, 1990
Revised: January 1997
Adopted: February 25, 2002
Reviewed: March 2012
Revised: November 2017

OFFICE OF THE SUPERINTENDENT

556 Boleskine Road, Victoria, BC V8Z 1E8

Pieter Langstraat, Superintendent

Phone (250) 475-4162

Fax (250) 475-4112

TO: The Operations Policy and Planning Committee

FROM: Piet Langstraat, Superintendent of Schools

RE: **Trustee Questions**

DATE: November 14, 2017

During this portion of the Committee Meeting, Trustees will have the opportunity to raise questions. Where possible, an immediate response will be provided. In the event that research is necessary before a response is provided, the matter will be postponed until a researched response can be provided.

Needs Budget Ad Hoc Committee Terms of Reference

Purpose:

The Needs Budget Ad Hoc Committee is an ad hoc committee established by the Board of Education (Bylaw 9140 Ad Hoc Committee of the Board) to support the Board in its advocacy role related to public education funding.

Deliverables:

The Needs Budget Ad Hoc Committee will create a “needs budget” document, in consultation with education partner groups, to be submitted to the Ministry of Education along with the annual budget document. The “needs budget” is intended to illustrate the shortfall in public education funding in meeting the needs of the school system.

Membership:

The committee will be comprised of the following voting members:

- Four Trustees appointed by the Board Chair
- The Superintendent or designate
- The Secretary-Treasurer

As required, the Chair may invite other resource people.

Timeline:

The Committee will create the “needs budget” document to be presented at the April 2016 Operations, Policy and Planning (OPPS) Committee meeting. Updates will be provided to the OPPS Committee as work on the document proceeds.

Voting:

Decisions will be made by consensus, if possible. If no consensus is reached, a majority vote will take place.

Procedural Notes:

- Other trustees may attend and contribute to the discussions without voting privileges

Date Adopted: November 16, 2015

Advocacy Ad Hoc Committee DRAFT Terms of Reference

Purpose:

The Advocacy Committee is an ad hoc committee established by the Board of Education (as per bylaw 9140) to coordinate advocacy to government for the purpose of creating a sustainable and equitably funded public education system in BC where all students and families feel welcomed, safe and supported. Areas of advocacy may include:

- Emergency preparedness
- Funding formula review
- Value of public education and diversion of public funds to private schools
- Increasing the base per pupil funding amount
- Special Education funding
- SOGI
- Support for cultural diversity
- Mental Wellness

Deliverables:

The Advocacy Ad Hoc Committee will develop and coordinate advocacy action plans by:

- identifying key areas for advocacy,
- recommending key messages and actions to the Board, and
- support committee members in advancing advocacy actions in their organizations, if desired.

Membership:

The committee will be comprised of the following voting members:

- two Trustees appointed by the Board Chair
- Superintendent or designate
- one Greater Victoria Teachers' Association representative
- one VPVPA representative
- one VCPAC representative
- one CUPE 947 representative
- one CUPE 382 representative
- one ASA representative
- one student representative
- one representative from each local First Nation
- one member of the Aboriginal Nations Education Council

Timeline:

Regular updates will be provided to the appropriate Standing Committee.

Voting:

It is expected that the committee will use a consensus model for decision making. When this is not possible, decisions will be made by majority vote.

Procedural Notes:

- Anyone may attend and contribute to the discussions without voting privileges
- A committee chair will be elected at the first meeting of the school year

Date Adopted: