

## ORGANIZATION BOARD MEETING

TUESDAY, NOVEMBER 15, 2022

Public Session: 6:15 pm

## AGENDA

### 1. CALL TO ORDER

By the Secretary of the Board who will chair the meeting until a Chair is elected.

### 2. READING APPLICABLE BY-LAW PROCEDURES FOLLOWING THE ELECTION OF A NEW BOARD

DSBN By-Law F-4 states “When a new Board has been elected the Secretary shall first read the returns of the Elections of the members of the Board, as supplied by the clerk of the municipality.”

The Director, as Secretary of the Board, will read the Trustee election returns from the October 24, 2022, Municipal elections.

### 3. DECLARATION OF OFFICE

In accordance with DSBN By-Law F-4, the Secretary shall certify that the newly elected members of the Board have filed their Declaration of Office.

The Director, as Secretary of the Board, will ask all Trustees to stand and join together in reading and signing the Declaration of Office.

### 4. READING APPLICABLE BY-LAW PROCEDURES FOR THE ORGANIZATION MEETING

DSBN By-Law F-1 states that “The order of business for the Organization Meeting is to elect the Chair and Vice-Chair of the Board and to pass the Signing Authority resolution and the Borrowing Authority resolution. In an election year, it will also ask for Trustees to make committee selections by Trustees submitting their committee preferences to the Director’s Office, as outlined in By-Law L - 4, preferably by electronic submission.

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## 5. APPOINTMENT OF SCRUTINEERS

In accordance with DSBN By-Law F-5, the Secretary shall name two scrutineers appointed for the election of the Chair and Vice-Chair. At the request of a Trustee, the Board may by majority vote, also approve the appointment of a disinterested party to serve as a third scrutineer for the election of Chair and/or Vice-Chair.

## 6. ELECTION OF CHAIR

The process for the election of a Chair will be carried out in accordance with DSBN By-Law F-6.1 and F-6.2.

Trustees who have accepted a nomination for the position of Chair will have the opportunity to address the Board.

## 7. ELECTION OF VICE-CHAIR

The process for the election of a Vice-Chair will be carried out in accordance with DSBN By-Law F-7.

Trustees who have accepted a nomination for the position of Vice-Chair will have the opportunity to address the Board.

## 8. MOTION TO DESTROY THE BALLOTS

### **Recommended Motion:**

That the Ballots be destroyed.

## 9. STANDING AND STATUTORY AND AD HOC COMMITTEE MEMBERSHIP

In accordance with By-Law L-1(a) "At the Organization Meeting in an election year the Trustees will submit their committee preferences to the Director's Office and, thereafter, the Director and the Nominating Committee of the Board will meet to consider the preferences submitted and then to assign Trustees to serve on Standing and Statutory and Ad Hoc Committees.

The committee assignments will remain in effect until August 31, 2024, save and except for the Special Education Advisory Committee (SEAC) and the Ad Hoc Code of Conduct Investigation Committee, which both require a four (4) year term commitment.

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## 10. ELECTION OF COMMITTEE CHAIRS

The selection of Committee Chairs will occur in accordance with By-Laws O-23 and O-24.

## 11. SIGNING AUTHORITY

In accordance with DSBN By-Laws B-2, B-3, and B-4:

### **Recommended Motions:**

“That the Chair or the Vice-Chair of the Board, and the Director of Education or the Treasurer of the Board, be the signing officers of the Board for matters concerning corporate governance.”

“That the Chair or the Vice-Chair of the Board, and the Treasurer of the Board, be the signing officers of the Board for cheque signing.”

“That the Director of Education or the Treasurer of the Board, be the signing officers of the Board for operational matters concerning the day-to-day management of the Board.”

## 12. BORROWING AUTHORITY

A resolution authorizing the borrowing of money to meet current operating expenditures of the District School Board of Niagara (the Board).

- A. In accordance with Subsection 243(1) of the Education Act (R.S.O. 1990) (the Act), the Board considers it necessary to borrow the amount of up to 45 million dollars (\$45,000,000) to meet, until current operating revenue is received, the current operating expenditures of the Board for the period commencing on January 1, 2023, ending on December 31, 2023 ('the Period').
- B. Pursuant to Subsection 243(3) of the Act, the total amount borrowed pursuant to this Resolution, together with the total of any similar borrowings and any accrued interest on those borrowings, is not to exceed the unreceived balance of the estimated revenues of the Board for the Period.
- C. The total amount previously borrowed by the Board pursuant to Section 243 that has not been repaid is \$0.

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- D. The amount borrowed for current operating expenditures is within the Board's Debt and Financial Obligation Limit as established by the Ministry of Education from time to time.

### **Recommended Motions:**

1. "The Chair or Vice-Chair and the Secretary or Treasurer of the Board are authorized on behalf of the Board to borrow in accordance with Section 243 of the Education Act from time to time by way of promissory note, or overdraft, or bankers acceptance from the Bankers of the Board or from any other approved lender a sum or sums not exceeding in the aggregate 45 million dollars (\$45,000,000) to meet, until current operating revenue is collected, the current operating expenditures of the Board for the Period and to give to the Bankers of the Board or to any other approved lender promissory notes or bankers acceptances, as the case may be, sealed with the corporate seal of the Board and signed by any two of the Chair or Vice-Chair and the Secretary or Treasurer of the Board for the sums borrowed plus interest at a rate to be agreed upon from time to time with the Bankers of the Board or any other approved lender; and
2. The interest charged on all sums borrowed pursuant to this Resolution, plus any related charges, is not to exceed the interest that would be payable at the prime lending rate of the chartered banks listed in Schedule 1 of the Bank Act (Canada) on the date of borrowing; and
3. The Secretary or Treasurer of the Board is authorized and directed to apply in payment of all sums borrowed, plus interest, all the moneys collected or received in respect of the current operating revenues of the Board."

## **13. RATIFICATION OF BUSINESS CONDUCTED IN THIS ORGANIZATION MEETING**

### **Recommended Motions:**

"That the business transacted by the Board of Trustees at its Organization Meeting held on November 15, 2022, be now ratified by the Board."

"That the Chair and proper officials of the District School Board of Niagara are hereby authorized and directed to do all things necessary to give effect to the business as decided by the Board of Trustees this day."

## **14. ADJOURNMENT**