

**BRITISH COLUMBIA SCHOOL  
SUPERINTENDENTS ASSOCIATION**

**39<sup>th</sup> Annual General  
Meeting 2021**



**THURSDAY, NOVEMBER 18, 2021 at 5:00 PM**  
Online via Zoom Video Conference

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# PREFACE

## BCSSA Organizational Purpose

We believe that a dynamic and successful public education system is fundamental to a democratic society. We believe that our public education system in Canada must provide our children and youth with an inspiring foundation for lifelong learning and citizenship. We believe that leaders in public education should work together, and with others, to ensure that we have the very best public education possible.

We are an association with a passion for creating environments that nurture learning and achievement. We inspire, develop and support leadership in public education in British Columbia.

- We provide a compelling leadership vision and a strategic and principled voice on issues affecting public education
- We advocate strongly for high quality public education that supports the children and families we serve
- We work strategically with others to strengthen public education and leadership
- We create dynamic learning opportunities for leadership development

## INSPIRE – DEVELOP – SUPPORT

### **WHAT MATTERS MOST**

Students...at the core of everything.

Learning...for all of our lives.

Ethics...guiding our decisions and actions.

Caring...it's all about relationships.

Collaboration...working with our partners.

# ANNUAL GENERAL MEETING AGENDA 2021

## British Columbia School Superintendents Association (BCSSA)

39<sup>th</sup> ANNUAL GENERAL MEETING

Thursday, November 18, 2021, 5:00 pm [Online via Zoom Video Conference](#)

### 1. Call to Order

### 2. General Business

- a. **Approval of Agenda**
- b. **Approval of Minutes** of 2020 Annual General Meeting

### 3. Reports

- a. **President's Report** – Kevin Kaardal
- b. **Vice-President's Report** – Teresa Downs
- c. **Treasurer's Report** – Gino Bondi
  - i. **Presentation of Financial Statements**
  - ii. **Appointment of Auditors for 2021-22**
- d. **Professional Development Committee Report** – Mike Hooker
- e. **Membership Services Committee Report** – Reno Ciolfi
- f. **Indigenous Leaders Report** – Michael Bowden
- g. **Executive Director Report** – Claire Guy
- h. **Chapters Reports** – Rohan Arul-Pragasam, Silke Yardley, Jordan Tinney, Manu Madhok, Bev Young, Scott Stinson

### 4. Business Section

- a. **Report on Nominations and results of 2021 Election** – Chris van der Mark
- b. **The BCSSA Board of Directors for 2021-22** is presented:

### 5. Installation of Directors 2021-22 - Chris van der Mark

### 6. Introduction of the 2021-22 President & Remarks

### 7. New Business

### 8. Adjourn

# ANNUAL GENERAL MEETING MINUTES 2020

## British Columbia School Superintendents Association

### **DRAFT** Minutes – 38<sup>th</sup> Annual General Meeting

November 5, 2020 @ 5:30 pm

Online Meeting Via Zoom Video Conference

#### 1. Call to Order – Chris van der Mark – President

The meeting was called to order at: 5:33 pm

Acknowledgement of Territory – Chris van der Mark

Chris indicated that all information for the meeting was presented in a power-point presentation and could be found in the AGM Booklet that was previously circulated to the membership a week in advance.

Chris reviewed the AGM Protocols given the Zoom format and that only Active Members can vote.

#### 2. General Business

##### a. Approval of Agenda

**MOTION: That the agenda of this meeting be approved.**

Moved by: Thomas Longridge, SD79

Seconded by: Christine Perkins, SD8

Carried

##### b. Approval of Minutes of 2019 Annual General Meeting

**MOTION: That the Minutes of the 2018 Annual General Meeting be approved**

Moved by: Terry Beaudry, SD23

Seconded by: Bev Young, SD53

Carried

#### 3. Reports

##### a. President's Report – Chris van der Mark

Chris thanked all of those members of the Board who had worked on behalf of the membership of the Association. He also thanked all members for their support in this unprecedented time. It is the work of all of us, that things are going as well. Chris offered huge thanks to Claire and

noted that she is an incredible asset to the organization. Chris also thanked Kevin Kardaal for all of his support over this past year. Chris wished Kevin and Teresa well in their new roles as the Board moves ahead into a new term. He noted that his report is included in the Annual General Meeting Booklet.

**b. Vice-President's Report – Kevin Kaardal**

Kevin provided his thanks to everyone as well and noted that his written report is included in the Annual General Meeting Booklet.

**c. Finance Report – Treasurer Kevin Kaardal**

Kevin Kaardal reviewed the Financial Statements. The Financial picture is sound and the Association experienced an “unqualified audit” which is a mark of good financial management. He noted that there are monies in restricted surplus category which is also positive. Total revenues versus expenditures see the Association well positioned and having managed the unanticipated changes because of the pandemic. We have made the appropriate adjustments within our finances. Kevin noted his written report is included in the Annual General Meeting Booklet.

#### **4. Approval of 2019-2020 Financial Statements**

**MOTION: That the Financial Statements be approved as presented:**

Moved by: Angus Wilson, SD75

Seconded by: Manu Madhok, SD91

Carried Unanimously

#### **5. Appointment of Auditors for 2020-21**

**MOTION: To approve Sadovnick Morgan LLP Chartered Professional Accountants as auditors for the 2020-21 year**

Moved by: Christine Perkins, SD8

Seconded by: Joe Rogers, SD22

Carried Unanimously

#### **6. Reports for Information**

**a. Professional Development Committee Report – Wanda Mitchell**

Wanda thanked the Pro D committee for all of their hard work in readjusting plans and commended them as an amazing group of educators and a great team. Chris thanked Wanda and the team as well.

**b. Membership Services Committee Report – Reno Ciolfi**

Reno acknowledged the committee members for their work this year and thanked Chapter Directors for their focus on new members. Both Claire and Bev Rundell were thanked for their tremendous work with new members.

**c. Executive Director – Claire Guy**

The Executive Director report is included in the Annual General Meeting Booklet.

**d. Chapter Reports**

All reports for information were reviewed as written in the Annual General Meeting Booklet.

**MOTION: To accept all of the reports in seriatim**

Moved by: Teresa Downs, SD74

Seconded by: Jann Schmidt, SD8

Carried

**All reports for information were reviewed as written in the Annual General Meeting Booklet and approved in seriatim by consensus.**

## 7. Business Section

**a. Special Resolution – Amendment of Bylaws**

Chris van der Mark reviewed the purpose for the proposed amendments to be making the Bylaws more gender neutral and inclusive  
The other items were housekeeping items.

### NOTICE OF SPECIAL RESOLUTION OF

#### BRITISH COLUMBIA SCHOOL SUPERINTENDENTS' ASSOCIATION

(the "Society")

The following special resolutions will be proposed for approval at the annual general meeting of the members of the Society to be held on November 5, 2020.

***Note that while this special resolution will be considered and approved at the members' meeting, they will not come into effect until the Society files a bylaw alteration application, which will occur as soon as practicable after the meeting. Until that time, the current bylaws will remain in effect.***

## Amendment of Bylaws

**MOTION: RESOLVED as special resolutions that the Bylaws of the Society be amended as follows:**

Moved by: Kevin Godden, SD34  
 Seconded by: Mike Hooker, SD9  
 Carried Unanimously

1. by deleting Bylaw 1.3 in its entirety and substituting in place thereof the following as a new Bylaw 1.3:

### **“1.3 Language Conventions**

In these Bylaws:

- (a) a word defined in the plural form includes the singular and vice-versa; and
  - (b) the gender-neutral pronouns “they”, “them” or “their” are used throughout these Bylaws and are to read as being inclusive of all genders and gender-identities.”
2. to delete every instance of the phrases set out in column A of the following table located throughout the Bylaws and insert in each such case, the respective phrase set out in column B of the table:

	<b>Column A – current phrase</b>	<b>Column B – replacement phrase</b>
1	“he or she”	“they”
2	“his or her”	“their”
3	“him or her”	“them”
4	“him or herself”	“themselves”

3. following the implementation of the foregoing special resolution, by changing the relevant verbs from singular to plural, and vice versa, in every applicable instance in the Bylaws: for example the related instances of “is” to “are”, “was” to “were”, “has” to “have”, “continues” to “continue”, “ceases” to “cease” etc.;
4. by deleting the words “Part 8” from sub-section 7.3(a) and inserting in place thereof the words “Bylaw 8.2 and Part 9”;



5. by deleting the words “Part 8” from sub-section 7.3(d) and inserting in place thereof the words “Part 9; and”;
6. by deleting from the end of sub-section 7.3(e) the semi-colon and the word “and” and inserting in place thereof a full-stop.

**MOTION: Authorization**

FURTHER RESOLVED as an ordinary resolution that the solicitors for the Society, Norton Rose Fulbright Canada LLP, are hereby authorized and directed to take all actions that are necessary or desirable in attending to the filing of the Bylaw Alteration Application to give effect to the foregoing special resolutions.

*Please see attached Schedule C for a mark-up of the current bylaws showing the proposed changes.*

**MOTION: That the solicitors for the Society, Norton Rose Fulbright Canada LLP, are hereby authorized and directed to take all actions that are necessary or desirable in attending to the filing of the Bylaw Alteration Application to give effect to the foregoing special resolutions.**

Moved by: Jordan Tinney, SD36  
 Seconded by: Rick Oliver, SD 23  
 Carried Unanimously

**a. Director Positions for President and Vice-President – Tom Longridge**

Past President Tom Longridge greeted the people in the Coast Salish language and proceeded to thank the current president, Chris van der Mark. Tom reviewed the election process and the acclamation of the 2 open positions of President and Vice-President.

The 2020– 2021 Proposed Slate of Directors is presented by acclamation:

President	Kevin Kaardal, SD23
Vice President	Teresa Downs, SD74

**b. Introduction of the 2020-2021 President and Installation of Directors – Tom Longridge**

Tom Longridge read the installation ceremony documentation and introduced the new Board of Directors. Thanks to former BCSSA President Sherry Elwood for her assistance in revising the wording for the Installation ceremony

President: Kevin Kaardal, SD23 (Central Okanagan)  
 Vice-President: Teresa Downs, SD74(Gold Trail)  
 Director / Secretary: Gino Bondi, SD34 (Abbotsford)  
 Director: Mike Bowden, SD73 (Kamloops - Thompson)

Director: Lisa McCullough, SD48 (Sea to Sky)  
 Director: Kootenay Boundary – Christine Perkins, SD08 (Kootenay Lake)  
 Director: Metro – Jordan Tinney, SD36 (Surrey)  
 Director: Northern Chapter – Manu Madhok (SD91 Nechako Lakes)  
 Director: Thompson Okanagan –  
 Director: Vancouver Island – Sheryl Koers, SD79 (Cowichan Valley)  
 Director: Fraser Valley – Gord Stewart, SD35, (Langley) – unable to attend  
 Director / Professional Development Committee Chair: Wanda Mitchell SD41 (Burnaby)  
 Director / Membership Services Chair: Reno Ciolfi SD43 (Coquitlam)

**c. The BCSSA Board of Directors for 2020-2021 was presented:**

## 8. New Business – Kevin Kaardal

As the incoming President – Kevin thanked Chris van der Mark for his years of service and hard work on behalf of the Association. Kevin provided a forecast of items he would like the Association to focus upon during the coming year.

## 9. Adjourn

**MOTION: That the meeting be adjourned at 6:08 pm**

Moved by: Angus Wilson, SD 75

Seconded by: Lisa McCullough, SD 48

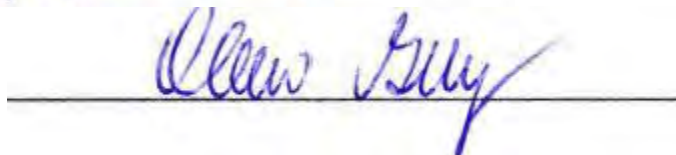
Carried Unanimously

**SIGNATURES:**

PRESIDENT: Kevin Kaardal



EXECUTIVE DIRECTOR: Claire Guy



# BOARD OF DIRECTORS - POSITIONS

## ACCLAIMED POSITIONS for 2021-2022

### **Director at Large, Gino Bondi**

Assistant Superintendent of Schools  
School District 34 Abbotsford

## OPEN POSITIONS for 2021-2022

**President**

**Vice-President**

**Election results will be announced at the Annual General Meeting**

## PAST PRESIDENTS

1972 – 1973	Patrick Grant	1992 – 1993	Mike Heron
1973 – 1974	Eric Lewis	1993 – 1995	Robin Brayne
1974 – 1975	Charles Hopper	1995 – 1996	Keith Cameron
1975 – 1976	William Zoellner	1996 – 1997	Mike McAvoy
1976 – 1977	Fred Middleton	1997 – 1998	Brian Butcher
1977 – 1978	Cory Holob	1998 – 1999	Louise Burgart
1978 – 1979	Elmer Froese	1999 – 2000	Chris Kelly
1979 – 1980	T. G. Ellwood	2000 – 2001	Wendy Herbert
1980 – 1981	Ed Carlin	2001 – 2002	Donald Goodridge
1981 – 1982	Oscar Bedard	2002 – 2004	Julie MacRae
1982 – 1983	John Wormsbecker	2004 – 2005	Sheila Rooney
1983 – 1984	Bill Fisher	2005 – 2006	Harry Janzen
1984 – 1985	Bob Johnstone	2006 – 2008	Geoff Jopson
1985 – 1986	Bruce Hoadley	2008 – 2010	Keven Elder
1986 – 1987	Barbara Naef	2010 – 2012	Steve Cardwell
1987 – 1988	Dante Lupini	2012 – 2014	Terry Sullivan
1988 – 1989	Owen Corcoran	2014 – 2016	Sherry Elwood
1989 – 1990	Alf Clinton	2016 – 2018	Tom Longridge
1990 – 1991	Emery Dossall	2018 – 2020	Chris van der Mark
1991 – 1992	Norm Thiessen		

## COMMITTEES (2020-2021)

The BCSSA gratefully acknowledges the contribution of members who represented our association over the past year on committees and/or working groups.

### BOARD OF DIRECTORS

President	Kevin Kaardal	SD23	Central Okanagan
Vice-President / Thompson-Okanagan Chapter Director	Teresa Downs	SD74	Gold Trail
Treasurer	Lisa McCullough	SD48	Sea to Sky
Secretary	Gino Bondi	SD34	Abbotsford
Past President	Chris van der Mark	SD27	Cariboo Chilcotin
Director	Mike Bowden	SD73	Kamloops Thompson
Pro-D Committee Chair	Wanda Mitchell	SD41	Burnaby
Member Services Committee Chair	Reno Ciolfi	SD43	Coquitlam
Fraser Valley Chapter Director	Gord Stewart	SD35	Langley
Kootenay Boundary Chapter Director	Christine Perkins	SD08	Kootenay Lake
Metro Chapter Director	Jordan Tinney	SD36	Surrey
Northern Chapter Director	Manu Madhok	SD91	Nechako Lakes
Vancouver Island Chapter Director	Sheryl Koers	SD79	Cowichan Valley

## MEMBER SERVICES COMMITTEE

Committee Chair	Reno Cioffi	SD43 Coquitlam
Fraser Valley Chapter	Balan Moorthy	SD78 Fraser Cascade
Kootenay Boundary Chapter	Peter Dubinsky	SD10 Arrow Lakes
Metro Chapter	Richard Zerbe	SD39 Vancouver
Thompson Okanagan Chapter	Bev Young	SD53 Okanagan Similkameen
Vancouver Island Chapter	Paul Block	SD62 Sooke
Northern Chapter	Cindy Heitman	SD57 Prince George

## PROFESSIONAL DEVELOPMENT COMMITTEE

Committee Chair	Wanda Mitchell	SD41 Burnaby
Fraser Valley Chapter	Angus Wilson	SD75 Mission
Kootenay Boundary Chapter	Terry Taylor	SD10 Arrow Lakes
Metro Chapter	Lynn Archer	SD38 Richmond
Thompson Okanagan Chapter	Mike Hooker	SD19 Revelstoke
Vancouver Island Chapter	Vivian Collyer	SD69 Qualicum
Northern Chapter	Sue-Ellen Miller	SD28 Quesnel

## WORKING GROUPS

### **BCPSEA Attendance and Wellness Steering Committee**

Lisa McCullough

SD48 Sea to Sky

### **BCPSEA Bargaining Advisory Committee**

Chris van der Mark

SD27 Cariboo Chilcotin

### **BCPSEA Recruitment and Retention Committee**

Chris van der Mark

SD27 Cariboo Chilcotin

Gina Niccoli-Moen

SD41 Burnaby

### **BC Council for International Education**

Jay Yule

SD47 Powell River

Jordan Tinney

SD36 Surrey

Patricia Gartland

SD43 Coquitlam

### **BC Teachers Council**

Bev Young

SD53 Okanagan Similkameen

Jason Corday

SD67 Okanagan Skaha

Mike Skinner

SD91 Nechako Lakes

Tom Longridge

SD79 Cowichan Valley

### **BC School Sports**

Andrew Holland

SD36 Surrey

### **BC School Sports Competitive Fairness Committee**

Todd Manuel

SD67 Okanagan Skaha

### **Canadian Association of School System Administrators (CASSA)**

Kevin Kaardal

SD23 Central Okanagan

Teresa Downs

SD74 Gold Trail

Claire Guy

BCSSA Executive Director

### **Coordinated Legal & Arbitration Support Services (CLASS) Advisory Committee**

Kevin Kaardal

SD23 Central Okanagan

Sue-Ellen Miller

SD28 Quesnel

### **Ed Can Network**

Chris Kennedy  
Doug Sheppard  
Jordan Tinney  
Kevin Kaardal  
Claire Guy

SD45 West Vancouver  
SD37 Delta  
SD36 Surrey  
SD23 Central Okanagan  
BCSSA Executive Director

### **Educational Resource Acquisition Consortium, (ERAC) BC Education Marketplace (BCEM)**

Angus Wilson  
Mark Pearmain

SD75 Mission  
SD44 North Vancouver

### **First Nations Education Steering Committee (FNESC)**

Chris van der Mark

SD27 Cariboo Chilcotin

### **HR/Payroll Working Group**

Mike Hooker  
Terry Taylor

SD19 Revelstoke  
SD10 Arrow Lakes

### **K-12 Funding Allocation Framework**

Jeff Davis  
Thomas Longridge

SD61 Greater Victoria  
SD79 Cowichan Valley

### **Leadership Competencies Advisory Working Group**

Allen Beckingham  
Allison Burt  
Balan Moorthy  
Beverley Rundell  
Jill Jensen  
Jon Rever  
Jordan Tinney  
Karen Shipka  
Kevin Godden  
Kevin Kaardal  
Laura Tait  
Michael Bowden  
Trish Smillie  
Vivian Collyer  
Claire Guy

SD67 Okanagan Skaha  
SD47 Powell River  
SD78 Fraser Cascade  
BCSSA Membership Consultant  
SD92 Nisga'a  
SD23 Central Okanagan  
SD36 Surrey  
SD06 Rocky Mountain  
SD34 Abbotsford  
SD23 Central Okanagan  
SD68 Nanaimo Ladysmith  
SD68 Nanaimo Ladysmith  
SD08 Kootenay Lake  
SD71 Comox Valley  
BCSSA Executive Director



### **Ministry of Education Anti-Racism Working Group**

Kevin Godden

SD34 Abbotsford

### **Ministry of Education Assessment and Student Reporting Advisory Committee**

Lynn Archer

SD38 Richmond

Scott Stinson

SD62 Sooke

Sheryl Koers

SD79 Cowichan Valley

Silke Yardley

SD05 East Kootenay

### **Ministry of Education Audit Program Advisory**

Rohan Arul-Pragasam

SD33 Chilliwack

### **Ministry of Education Capital Planning Advisory Committee**

Jordan Tinney

SD36 Surrey

Kevin Kaardal

SD23 Central Okanagan

### **Ministry of Education COVID19 Committees**

Joanna Angelidis

SD37 Delta

Kevin Kaardal

SD23 Central Okanagan

Lisa McCullough

SD48 Sea to Sky

Mike Bowden

SD73 Kamloops Thompson

Sheryl Koers

SD79 Cowichan Valley

Claire Guy

BCSSA Executive Director

### **Ministry of Education Emergency Preparedness Committee**

Claire McKay

SD91 Nechako Lakes

### **Ministry of Education Framework for Enhancing Student Learning Advisory**

Jordan Tinney

SD36 Surrey

### **Ministry of Education Funding Equity Committee**

Christine Perkins

SD08 Kootenay Lake

Manu Madhok

SD91 Nechako Lakes

Teresa Downs

SD74 Gold Trail

### **Ministry of Education Funding Model Review Working Groups**

Andrew Holland

SD36 Surrey

Harry Dhillon

SD42 Maple Ridge–Pitt Meadows

Kevin Brandt

SD41 Burnaby

Teresa Downs

SD74 Gold Trail

### **Ministry of Education Homeschooling Guidelines Working Group**

Allan Beckingham  
 Deb Whitten  
 Gino Bondi

SD67 Okanagan Skaha  
 SD61 Victoria  
 SD34 Abbotsford

### **Ministry of Education Learning Advisory Board**

Christine Perkins  
 Gord Stewart  
 Jordan Tinney  
 Manu Madhok  
 Sheryl Koers  
 Teresa Downs

SD08 Kootenay Lake  
 SD35 Langley  
 SD36 Surrey  
 SD91 Nechako Lakes  
 SD79 Cowichan Valley  
 SD74 Gold Trail

### **Ministry of Education Management Standards Working Group**

Teresa Downs

SD74 Gold Trail

### **Ministry of Education Online Learning**

Andrew Holland

SD36 Surrey

### **School Protection Program (SPP)**

Deb Whitten  
 Jameel Aziz

SD61 Greater Victoria  
 SD58 Nicola Similkameen

### **Teacher's Pension Plan Advisory Committee**

Cheryl Lenardon  
 Lawrence Tarasoff  
 Rob Taylor – retired

SD06 Rocky Mountain  
 SD84 Vancouver Island West

### **WorkSafe Violence Prevention Committee**

Joanna Angelidis

SD37 Delta

# CHAPTERS

## **Fraser Valley Chapter**

*Chapter Director: Rohan Arul-Pragasam SD33*

SD33 Chilliwack  
SD34 Abbotsford  
SD35 Langley  
SD42 Maple Ridge – Pitt Meadows  
SD75 Mission  
SD78 Fraser-Cascade

## **Kootenay-Boundary Chapter**

*Chapter Director: Silke Yardley SD05*

SD05 Southeast Kootenay  
SD06 Rocky Mountain  
SD08 Kootenay Lake  
SD10 Arrow Lakes  
SD20 Kootenay-Columbia  
SD51 Boundary

## **Metro Chapter**

*Chapter Director: Jordan Tinney SD36*

SD36 Surrey  
SD37 Delta  
SD38 Richmond  
SD39 Vancouver  
SD40 New Westminster  
SD41 Burnaby  
SD43 Coquitlam  
SD44 North Vancouver  
SD45 West Vancouver  
SD46 Sunshine Coast  
SD48 Sea to Sky  
SD93 Conseil Scolaire Francophone

## **Northern Chapter**

*Chapter Director: Manu Madhok SD91*

SD27 Cariboo-Chilcotin  
SD28 Quesnel  
SD49 Central Coast  
SD50 Haida Gwaii  
SD52 Prince Rupert  
SD54 Bulkley Valley  
SD57 Prince George  
SD59 Peace River South  
SD60 Peace River North  
SD81 Fort Nelson  
SD82 Coast Mountains  
SD87 Stikine  
SD91 Nechako Lakes  
SD92 Nisga'a  
Western Arctic Directors & Superintendents

## **Thompson-Okanagan Chapter**

*Chapter Director: Teresa Downs SD74*

SD19 Revelstoke  
SD22 Vernon  
SD23 Central Okanagan  
SD53 Okanagan-Similkameen  
SD58 Nicola-Similkameen  
SD67 Okanagan-Skaha  
SD73 Kamloops-Thompson  
SD74 Gold Trail  
SD83 North Okanagan/Shuswap

## **Vancouver Island Chapter**

*Chapter Director: Sheryl Koers SD79*

SD47 Powell River

SD61 Greater Victoria

SD62 Sooke

SD63 Saanich

SD64 Gulf Islands

SD68 Nanaimo-Ladysmith

SD69 Qualicum

SD70 Pacific Rim

SD71 Comox Valley

SD72 Campbell River

SD79 Cowichan Valley

SD84 Vancouver Island West

SD85 Vancouver Island North

# PRESIDENT'S REPORT

## Kevin Kaardal, PRESIDENT

It's incredible to think that a year has gone by since our last AGM. In my first letter to you, I outlined some of the work that Executive Director Claire Guy and the Board of Directors were undertaking to better serve the organization and public education. In this report I will update you on the progress of those priorities.

A team of your colleagues, led by Jordan Tinney, continues to rewrite the Dimensions of Practice. Much of the progress has been shared at Chapter meetings. Mike Bowden and the Indigenous Leaders Group are also providing critical input to the design of the competencies being considered.

Vice-President Teresa Downs represented the BCSSA on the Management Foundations Project. This is a Ministry driven project designed to capture the foundational management standards, competencies and skills for leaders in the Education Sector and develop curricular modules to support them. The project team has identified the scope of the modules, and government is now considering the final pieces before the curriculum development and delivery processes go out to tender.

The Indigenous Leaders group continues to share their wisdom and help to better support our collective journey towards meeting the 94 calls to action, and understand the truth about our history as we strive to reconcile the intergenerational harms caused by colonialism and residential schools. We are active allies working alongside our First Nation, Metis, Inuit and Indigenous communities, striving to achieve their vision for their children. This was in evident at many events and thoughtful activities that District teams organized across the province during the week leading to the National Day of Truth and Reconciliation.

In many parts of the province our colleagues experienced the negative impact of climate change, as many communities suffered hardships caused by wildfires in B.C. Smokey air quality, living in uncertainty during evacuations, evacuation alerts, or suffering through the loss of property and sadly loss of lives. So many of you supported your community emergency response teams as they respond to the devastation, and your compassionate leadership continues to support families affected by this trauma.

I want to take a moment to thank Wanda Mitchell and the Professional Development Committee, who planned and delivered excellent and profound professional learning for educators across the province. The Board is excited to welcome Mike Hooker as the new Chair of the committee.

I also want to thank Reno Cioifi, Bev Rundell the Membership Committee and all our Mentors. This Fall, I was able to meet briefly with 18 of the 23 new Superintendents of Schools. I am excited to relay that they bring collective experiences, from leading in different roles in districts within BC, as well as in several other provinces. The activities organized by the Membership Committee are an essential service for those new to their roles, as well as those of us who are facing challenges in our districts. We are in this work together.

Chapters are the heart of the BCSSA, and Chapter Directors currently make up most of the Board of Directors. They advise the Ministry of Education directly at the Learning Advisory Board (LAB), serve on various Ministry Advisory Committees, support their colleagues in their Chapters, and provide a regional perspective on issues facing public education. The advice they provide to me is appreciated and invaluable and helps me to represent an accurate picture of the potential impacts of Ministry directions to the Minister and Deputy Minister.

I commend Executive Director Claire Guy. Her tireless efforts continue to grow the capacity of our members and ensure that our organization has a voice at all the important tables. More of our members are participating in provincial committees and providing practical advice to support Ministry or TRB directives than ever before. Her leadership with the Board of Directors has been exemplary.

I am honoured to have served as your President for 2021. In this role I have represented you on the Ministry's Adhoc Committee on Vaccine Mandates, the Deputy Minister's Sector Leaders Advisory Committee, the Pandemic Response Steering Committee, the Ministry's Pandemic Health and Safety Working Committee, the Management Foundations Advisory Committee and the CLASS Advisory Committee. I have participated in conversations with Minister Jennifer Whiteside and had many conversations with Deputy Minister Scott MacDonald, all while doing my best to represent the information I have received from our Board of Directors and yourselves. I have also participated in many meetings regarding the Framework for Enhancing Student Learning. I am so pleased that BCSSA members, Lisa McCullough and Rhonda Ovelson are helping lead the implementation and direction of this initiative. We have witnessed positive changes since Lisa was engaged and I know we will see more as the work continues.

In closing, I am proud of all your efforts during this pandemic. You continue to be diligent as we implement new safety requirements and thoughtfully consider the possible vaccine disclosure/mandates for staff. Your calm, kind and compassionate leadership during this pandemic has provided an invaluable service to the students and families in your districts. You continue to deliver a world class education system despite all the extra work required to keep everyone as safe as possible. I am hopeful that soon those efforts will see us through this pandemic to a better future where learners thrive in a global society.

Respectfully Submitted:

Kevin Kaardal  
President BCSSA

# VICE-PRESIDENT'S REPORT

## Teresa Downs, VICE-PRESIDENT

It has been an honour to serve as Vice-President over the last year. Throughout the year I have had the pleasure of representing the BCSSA on a number of committees and working groups.

### *Ministry of Education - Management Standards Project*

Last fall, BCSSA had the opportunity to partner with the Ministry of Education in the Management Standards Project. This is a project co-led by the Ministry of Education and the BCSSA with the goal being to implement foundation management standards and deliver six training modules to ensure school and district leaders have the knowledge and competencies needed to create the conditions for student success. The project is being developed in collaboration with the First Nations Education Steering Committee, the BC School Trustees Association, the BC Association of School Business Officials, the BC Principals' and Vice-Principals' Association and the Federation of Independent Schools in BC. As Vice-President I co-lead the Management Standards Project Working Group with Linda Beddouche, from the Ministry of Education.

### *Cultures Connecting - Professional Learning*

In alignment with BCSSA's Strategic Plan to *Create brave spaces to explore and embrace Indigenous practice to become more culturally aware and responsive* and *Apply and embrace an inclusive lens to all aspects of BCSSA practice*, the BCSSA Board has committed to engaging in ongoing professional learning on bias, stereotypes, privilege, racism, anti-racism, equity and social justice. This learning is being facilitated by Cultures Connecting. The learning commenced last year and is planned to continue into the upcoming year.

It is important to conclude my report by expressing my gratitude to be able to work with members of the BCSSA Board who are deeply committed to representing the BCSSA membership and public education in all that they do. Also, thank you to Kevin Kaardal for his inclusive leadership as President and my sincere appreciation to the BCSSA staff and Executive Director Claire Guy who leads and supports this organization with incredible care and humility.



# TREASURER'S REPORT

## Gino Bondi, TREASURER

The BCSSA continues to benefit from prudent and responsive fiscal management, over the past seven years. Under our past three Executive Directors, the financial position of the Association has been strong with a fund balance of \$1,413,866 and an unrestricted surplus of \$499,138. Today, due to the safety restrictions of the pandemic, our revenue has decreased significantly but so too have our expenses. The Executive, the staff and the committees have worked to deliver services differently and in doing so have maintained a sound financial position for the Association.

One issue that the Executive will explore is maximizing use of our Yaletown offices as a means to generate revenue. The pandemic has altered our meeting patterns, redefining how and when we meet to carry forward the business of our Association. At the moment, our office space remains unoccupied and under-utilized; however, it's location is highly desirable and lends itself to multiple rental opportunities.

As required, this report accompanies copies of the audited financial statements, which summarize the financial position for the Association as of June 30, 2021. This report is prepared with the support of Executive Director Claire Guy, the BCSSA's Accounting Clerk Sally Leung, and the Association's auditors Tompkins Wozny.

The following summary below highlighted some of the changes in revenue and expenses over the past year.

### *Audit Opinion*

Tompkins Wozny  
Chartered Professional Accountants:

"In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Association as at June 30, 2021, and the results of operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations".

## Statement 1 – The Association remains in a strong fiscal position

Total Assets: \$2,548,293\*

Total Fund Balance: \$1,561,194

Cash and Short-Term Investments: \$2,314,894

\*It is important to note that grant dollars are part of the total assets number.

## Statement 2 – Key Facts for Revenue

Total revenue for 2021 is \$846,496, down from \$1,208,221 in 2019-20. Revenues are down due to the inability to host face to face conferences. However, although our revenue has decreased by 30%, our expenses have also decreased by 37%. As a result, our 2021 net income revenue is \$224,899 as compared to the \$213,077 of the previous year.

Our revenue from membership fees has remained stable, increasing by just under \$1000 this year to a total of \$477,300. Professional Development revenues increased to \$73,018 from \$48,204 the previous year.

Revenue from sponsorships decreased 54% from \$390,814 in 2019-20 to \$176,400 in 2020-21. This is revenue related to the grants administered on behalf of the Province of BC. A breakdown of these funds can be found under Note 7: Administered Funds in our Financial Statements.

The Association has \$165,412 in restricted reserve funds supporting contractual obligations and the legal fund. Overall investments have increased to \$1,248,455 from \$889,275. The basis for this increase is the GIC invested for \$500K which was the MOE grant monies received for the Leadership Standards Curriculum. At present, much of the grant has not been spent. The deadline to provide the deliverables has been extended.

## Key facts relating to BCSSA Expenses

The BCSSA's total expenses have reduced significantly to \$623,507, down 37% from \$995,145 the previous year. This is a reduction of 39% totalling \$371,638. Although services continue to be

designed to ensure that revenue matches or slightly exceeds expenses, the past year was impacted by the pandemic:

- A reduction in maintenance costs and depreciation in our Vancouver office;
- Reduction of \$82,246 in administrative programs and services;
- Reduction in Conference costs and Summer Leadership Academy (chiefly accommodations) totalling \$257,715.

### **Legal Costs**

Legal costs for 2021 are \$46,547. Our Executive Director works with Districts to recover legal fees and as this work is always in process, the expenses incurred this year may be reduced.

### **Risks**

The auditor's report notes that the BCSSA meets the requirements for:

#### **Liquidity Risk**

The Association meets its liquidity requirements by preparing and monitoring detailed forecasts for cash flows from operations, anticipating investing and financing activities and holding assets that can be readily converted to cash. The Association is exposed to this risk mainly in respect of its accounts payable and accrued liabilities.

#### **Credit Risk**

Credit risk is mitigated due to the credit quality of the major financial institutions issuing the investment and our investment in government bonds. The Association's main credit risk relates to short-term investments and accounts receivable.

#### **Interest Rate Risk**

The Association is exposed to interest rate risk on its fixed interest rate financial instruments. In seeking to minimize the risks from interest rate fluctuations, the Association manages exposure through its normal operating and financing activities.

## Risks due to COVID 19

A significant decrease in expenses has offset our inability to generate our average annual revenue which has led to the Associations ability to remain in a sound financial position. The Association has claimed \$68,263 [2020 - \$11,975] of assistance under the Canada Revenue Agency's 75% Canada Emergency Wage Subsidy for the year ended June 30, 2021.

## Summary

With total assets of \$2,548,293 and a total fund balance of \$1,561,194, the BCSSA's financial position for 2021 is strong. I wish to commend all those who made this positive financial report possible by pivoting and adapting to our pandemic reality including Executive Director Claire Guy, Accounting Clerk Sally Leung, and the members of the committees that generate the bulk of our revenue: Professional Development and Membership Services

Please feel free to contact me if you have any questions regarding this report. I can be reached at (604) 302-4974 or email at [gino.bondi@abbyschools.ca](mailto:gino.bondi@abbyschools.ca). Thank you for the opportunity to serve the BCSSA in the position of Treasurer and Secretary.

## FINANCIAL STATEMENTS

**PLEASE SEE  
SCHEDULE B  
FOR FINANCIAL  
STATEMENTS**

# MEMBERSHIP SERVICES REPORT

## Reno Ciolfi, CHAIR

Sincere thanks to each of the committee members for their vision and commitment to quality membership services for the BCSSA.

<b>Balan Moorthy</b>	Fraser Valley	Superintendent	SD78 Fraser Cascade
<b>Peter Dubinsky</b>	Kootenay-Boundary	Superintendent	SD10 Arrow Lakes
<b>Richard Zerbe</b>	Metro Chapter	Director of Instruction	SD39 Vancouver
<b>Cindy Heitman</b>	Northern Chapter	Superintendent	SD57 Prince George
<b>Bev Young</b> (outgoing)	Thompson Okanagan	Superintendent	SD53 Okanagan Similkameen
<b>Marcus Toneatto</b> (incoming)	Thompson Okanagan	Assistant Superintendent	SD53 Okanagan Similkameen
<b>Paul Block</b>	Vancouver Island	Associate Superintendent	SD62 Sooke
<b>Reno Ciolfi</b>	Committee Chair	Assistant Superintendent	SD43 Coquitlam

## Indigenous representative to the Membership Services Committee

On October 13, 2021, the Membership Services Committee voted unanimously to add an Indigenous Representative to the committee. The selection process will involve the Indigenous Representative on the BCSSA Board of Directors, the BCSSA Indigenous Leaders Group and its facilitator. The committee Chair will work with the Professional Development Committee Chair to coordinate the efforts of including Indigenous representatives on both committees.

## Establishment of a Mentoring Sub-committee

A Mentorship Program Subcommittee was formed in June 2021 to support the program and to review and select Mentors for the Program. The Mentorship Program Subcommittee includes the committee Chair, two Membership Services Committee members, the Program Consultant, and the Executive Director of the BCSSA.

### **Honouring BCSSA Retirees**

The committee, led by the work of Richard Zerbe, has done a good job of honouring retirees using a virtual (Zoom) presentation environment. In addition, retirees were honoured by the presentation of gifts, letters of congratulations, and feature articles in the BCSSA Weekly Bulletin and the InspirEd publication. Chapters and School Districts have, in addition, done an exemplary job of honouring retirees under current COVID 19 conditions.

### **Recognition of new BCSSA members**

The committee, led by the work of Richard Zerbe, has done a good job of honouring retirees using a virtual (Zoom) presentation environment. Chapters have also done a great job of welcoming new members.

### **Mentoring and New Member Sessions**

An extensive and well-organized series of sessions have been provided and featured regularly in the BCSSA Weekly Bulletin. Thanks very much to Bev Rundell, Program Consultant, and to the many BCSSA members who presented at these sessions. Thanks also to the BCSSA Mentors for their knowledgeable and thoughtful service.

### **BCSSA Scholarships**

Seven BCSSA Scholarship recipients were selected and awarded \$1000.00 scholarships in May of 2021.

# PROFESSIONAL DEVELOPMENT REPORT

**Mike Hooker, CHAIR**

## Overview

The Professional Development Committee plans and facilitates activities that support members and education partners in annual conferences focused on themes of interest to BC educators. The committee, with its regional representation, endeavors to:

- Support learning communities at the district, regional and provincial levels; and provide opportunities for the sharing of best practices among colleagues; and other education partner groups
- Support the capacity of members and the association to be advocates for and to influence public education in accordance with the BCSSA vision to inspire, develop and support leadership in public education in B.C. Organizational Purpose
- Encourage feedback from members through surveys and from regional chapters to guide our planning and focus our learning

## Committee

Representing each of the BCSSA's six regional chapters members meet regularly to prepare for Summer, Spring, and Fall conferences, and to review and reflect on previous events. The committee endeavors to ensure alignment between the themes of our Spring, Summer and Fall conferences, and the work of the Membership Services Committee.

## Year in Review

### Fall Conference 2020 – Equity and Compassion in Education

As our on-line conference learning continued, so to did our understanding of timing, length of presentations, and format factors. The afternoon start on day one and mid day finish on Friday allowed participants space to attend and focus. Feedback was positive for sessions with Mette Boell and Peter Senge as they continued conversation on compassionate systems leadership.



Shane Safir's "Brave Spaces" afternoon session opened up to teachers and others not able to make it

to day-time events and was well received and attended.

Kevin Lamoureux was introduced to many of us for the first time at this event with a one-hour keynote. The feedback on his session made it very clear we needed to see him again.

### **Spring Forum 2021: Schools as Places of Healing**

Kevin Lamoureux followed up in a moving on-line day with his "Imagining Schools as Places of Healing through Truth and Reconciliation" presentation. He used the Calls to Action to illustrate for us how to be a part of the change that will allow us to "respond to the wreckage of the past, while creating a welcome and just society for all Canadians". The feedback was clear that his presentation was exceptional, and his content was critical for BC educators.

### **Summer Leadership Academy 2021: Reimagining Systems with Equity and Compassion**

In what we hope was our last ever on-line Summer Leadership Academy, the schedule once again addressed members feedback on length and content. Sara Davidson brought our attention to "decolonizing, indigenizing and localizing to promote healing in our schools" and Susan Crichton offered a very abbreviated look at design thinking to support empathetic and compassionate leadership. Member feedback noted the powerful Indigenous land acknowledgements on both days that focused our thoughts and provided valuable learning opportunities.

*Submitted on behalf of the 2020/21 committee members Sue-Ellen Miller, Lynn Archer, Vivian Collyer, Angus Wilson, and new members Jon Rever and Teresa Gallo and with gratitude to Wanda Mitchell, past Chair, and Claire Guy and Susan Hooper for their on-going support.  
Respectfully, Mike Hooker, Chair*

# INDIGENOUS LEADERS REPORT

**Mike Bowden**

## *BCSSA Indigenous Provincial Perspectives*

The landscape of Indigenous Education has been changing significantly in the past years. The British Columbia School Superintendent Association has been shifting to adapt and lead in that landscape.

About five years ago, the BCSSA formed its first Indigenous Leaders cohort with the intention of bringing interested Indigenous education leaders together to learn and collaborate on how to lead within the public education system. Today, that cohort concept has evolved into a leadership voice within the BCSSA. This group has collaborated with the BCSSA in adding an Indigenous perspective to the work on the ongoing work in the *BCSSA Dimensions of Practice*.

Just in the past year, the BCSSA has completed their first year of an Indigenous seat at the Board of Directors to bring Indigenous voice and perspectives to the Board of Directors table. Through this work, Indigenous worldview, perspectives, reconciliation, and cultural humility have been a focus in a number of areas for the BCSSA over 2020-2021.

Considerations for expanding the Indigenous Cohort model:

- **Indigenous Leader Advisory Group** – A group of BCSSA Indigenous Leaders to bring the Indigenous perspective to work around things such as the *Dimensions of Practice*.
  - **Indigenous mentorship** – Future Indigenous leader opportunities to collaborate and support each other in navigating being future leaders in the public school system and with the BCSSA.
  - **Ally Partners** – inclusive collaboration for non-Indigenous leaders to learn about leading reconciliation and partnering in the work of Indigenous worldviews and perspectives in educational leadership.
- Adding authentic Indigenous representation and voice to BCSSA chapters and committees.

- Including Indigenous perspectives, worldviews, and reconciliation in professional development opportunities as an association and as a system obligation through BCTEA to plan for one Indigenous focused Professional Development day.
- Keeping equity, trauma-informed, cultural humility, and anti-racism at the forefront of how we lead and learn as an association. This has been particularly evident as a priority area of focus in the last year and a half through the Black Lives Matter movement, the discovery of the residential school graves, and the reality of equity and disengagement of Indigenous families and learners due to the pandemic.
- The impacts of guiding policy and documents such as:
  - British Columbia Tripartite Education Agreement (BCTEA)
  - United Nations Declaration on the Rights of Indigenous Peoples (UNDRIP)
  - In Plain Sight: Addressing Indigenous Specific Racism and Discrimination in BC Health Care. The potential future implications of a report such as this to the education system.
- Provincial *Equity in Action* Initiative.
- Switching leadership narratives of having Indigenous Education Departments as ‘othered’ instead of how we lead together in respect to the individual territories of local nations.
- National focus and protocols around an emergent acknowledgement of Indigenous peoples:
  - National Indigenous Peoples Day
  - Day of Truth and Reconciliation

# EXECUTIVE DIRECTOR'S REPORT

**Claire Guy, EXECUTIVE DIRECTOR**

As I write this, it is amazing, that for a second year in a row, we continue to live with COVID-19 concerns still in place. While we have adapted and shown tremendous flexibility as a sector, this continues to change how we have delivered our services to our membership. Since our last Annual General Meeting, we did manage to host our spring forum with Kevin Lamoureux and our member only summer conference, albeit virtually, and they were once again a big success. This report comes on the eve of what we expect will be another successful fall conference.

The theme of equity has permeated much of our collective focus throughout this year, as we continue to go deeper into this meaningful and purposeful work. The discovery of the 215 unmarked graves of Indigenous children in Kamloops, followed by the many others throughout our country plunged us into a profound sadness and furthered our resolve to focus on supporting Truth and Reconciliation. At our Leadership Academy, we were fortunate to be moved by two Elders who introduced our days by honouring the loss of these children and extended our learning in such meaningful ways. Our Board of Directors has been liaising regularly with our Indigenous Leaders group to seek their guidance on how best to forge a path forward in keeping this work at the forefront of our collective leadership. We are grateful for the wisdom and courage of these educators to share their advice and knowledge and a special note of gratitude to Mike Bowden and Kathy Sawchuk who remain an inspiration. While the federal government created the First National Day for Truth and Reconciliation this past September 30, 2021, our BCSSA is committed to honouring this work every day of the year.

Similarly, our Board committed to strengthening our understanding of systemic racism and engaged Ilsa Govan from Cultures Connecting to provide two outstanding workshops to deepen our learning on this topic. Our Pro-D Committee has made the focus of our Fall 2021 conference compassion and equity and will feature Ilsa with some other outstanding speakers to continue our ongoing learning in this important area. The compassionate systems leadership initiatives and approach continue to expand and complement this equity work and are becoming “the way we do things” in several districts. This perspective was greatly needed as we collectively saw

another year of devastating fires this past summer, specifically in SD74, supported by Teresa Downs.

A source of pride and learning this year has been the refreshing of our BCSSA Dimensions of Practice. A wonderful provincial team of BCSSA representatives led by Jordan Tinney have dedicated much time to updating our Dimensions to Leadership Competencies to guide our practice and reflect the work mentioned above. We are now well down the road and hope to have this project completed by the end of this school year. The team has created excellent resources as a springboard for dialogue and reflective practitioner leadership throughout our chapters and we are grateful for their ongoing work.

One of the positive spinoffs of the pandemic has been a re-vamping of our membership services offerings. While in the past, we focused on bringing our newer members together only three times per year for orientation activities and workshops, we now connect virtually about once a month through a collection of cohort offerings of professional learning sessions based on need and feedback from our newer members. The popularity of these sessions continues to increase, and we now have the schedule set for the entire year and are inclusive of any BCSSA member wishing to participate. Thanks to Bev Rundell (Membership Consultant) and Reno Ciolfi (Membership Services Chair) for their leadership in moving this work forward. Furthermore, thank you to Bev Rundell and our Mentors for the tremendous support they provide to our newer members.

Likewise, we were sad to see Wanda Mitchell leave the position of Professional Development Chair this past summer and wish to express our collective appreciation for her leadership along with the Professional Development Committee for providing a first-class learning experience regardless of COVID challenges. Thank you to Mike Hooker who has stepped into the role.

Now that we have completed the first year of our 2020-2024 BCSSA Strategic Plan, I was pleased to provide the Board with a progress report and operational accounting of the goals of Leadership, Voice, Equity and Support that have happened over the past year. While there is still much to do, the work is already well underway and continues to guide our focus for the coming years. We continue to explore ways to amplify our voice with our communities and with government. As such, I would especially like to thank our members throughout the province

who have contributed to our InspirEd magazine. It is hard to believe that the November 2021 issue will be the 6th edition of highlighting the work of our districts, and I encourage you to continue to share your stories in this positive way.

Turning in a different direction, I would like to express my thanks to our small but devoted staff who keep our BCSSA afloat behind the scenes. Thank you to Cecilia Lavoie – our Membership Assistant, Susan Hooper, our events planner, Sally Leung – our bookkeeper, and Tracy Liesch, our newest administrative assistant. These fantastic people continue to find a way to keep our office and events up and running – albeit virtually – and we are fortunate to have their service and support.

Finally, I would like to thank Kevin Kaardal, Teresa Downs, and the entire BCSSA Board of Directors, for their commitment and support and to YOU, our BC School Superintendent Association leaders. It is an honour to serve as your Executive Director.

Sincerely,

Claire

# CHAPTERS REPORTS

## Fraser Valley

**Rohan Arul-Pragasam, CHAPTER DIRECTOR**

The Fraser Valley Chapter represents six school districts that vary in size and student demographics. The districts include Chilliwack (SD33), Abbotsford (SD34), Langley (SD35), Maple Ridge-Pitt Meadows (SD42), Mission (SD75), and Fraser-Cascades (SD78).

Like last year, the Fraser Valley team has had much of their focus consumed by COVID-19, especially in the eastern part of the valley as we start the new school year. The strength of the Fraser Valley team is its strong desire to collaborate on an ongoing basis to support and learn from each other and strengthen individual district practices. This past year, the team met multiple times over Microsoft TEAMS and face-to-face to collaborate, and problem solve on a myriad of issues, including COVID-19. As always, the team always ensures that every discussion includes humor to help lighten the conversation.

The Fraser Valley Chapter convened in Vancouver at the end of October for its fall retreat. The theme was "how to effectively infuse Indigenous Principles in schools and districts," as chapter members continue to focus on equity and supporting students' success across their districts.

It is bittersweet as we wish Gord Stewart the very best as he sets off on his retirement journey, December 2021. We will miss his gentle humor and collegiality, and we wish him all the very best in his new adventures!

We welcome the following members who are new in their positions for the 2021-22 school year:

<b>Harry Dhillon</b>	Superintendent	SD42 (Maple Ridge-Pitt Meadows)
<b>Mal Gill</b>	Superintendent	SD35 (Langley - Effective Jan 2022)
<b>Nathan Ngieng</b>	Assistant Superintendent	SD34 (Abbotsford)
<b>Kat Hannah</b>	Director of Learning Services	SD34 (Abbotsford)

This year will be another year of great learning as we continue to focus on important topics such as: The Framework for Enhancing Student Learning; Equity; Truth and Reconciliation; K-12 Reporting Policy; Childcare; and Anti-Racism.

## Kootenay-Boundary

**Silke Yardley, CHAPTER DIRECTOR**

The Kootenay-Boundary Chapter is made up of six districts in the southeastern region of the province. We include SD 5 (Southeast Kootenay), SD 6 (Rocky Mountain), SD 8 (Kootenay Lake), SD 10 (Arrow Lakes), SD20 (Kootenay- Columbia) and SD 51 (Boundary)

We have a very active chapter, where we typically would meet in person twice a year to learn from each other and bring speakers in to support our learning. Due to the inability to meet in person, our spring meeting was held virtually, where there was professional learning as well as group sharing. Superintendents also connected periodically to discuss current topics.

This year in October, we were fortunate to have our first in person meeting in almost two years. This meeting was held in Kimberly and we have booked another in person meeting for May of 2022 in Rossland. A special thank you to Superintendent Katherine Shearer and her team for hosting in SD20 in the spring of 2022.

The connections we made, the variety of speakers we had, and the learning set the tone for a positive year for our chapter. We were pleased to connect with Jordan Tinney, Lisa McCullough, Dr Louise Stoll and a presenter from BCPSEA to support our learning and the team. Part of our learning was watching two videos created by Jordan Tinney and Dr Stoll and sharing back to Claire at BCSSA. Thank you to Karen Shipka (Superintendent of SD6) for organizing and facilitating this for us.

We are looking forward to continuing this path to support each other though out the year, by checking in regularly and look forward to learning together in May.

### *Our Executive for BCSSA Boundary is:*

Membership Committee:	<b>Peter Dubinsky (SD10)</b>
Professional Development Committee:	<b>Teresa Berdusco (SD20)</b>
Secretary / Treasurer:	<b>Brent Reimer / Jason Tischauer (SD05)</b>
Director:	<b>Silke Yardley (SD05)</b>



## Metro

### Jordan Tinney, CHAPTER DIRECTOR

The Metro Chapter of the BCSSA represents school districts which span from Gibsons and Whistler to Coquitlam, and we also are home base to our Francophone colleagues from around the province. We have districts as small as 3000 students and as large as 74,000 students and our respective group represents over 250,000 students.

We are:

- Surrey (SD36)
- Delta (SD37)
- Richmond (SD38)
- Vancouver (SD39)
- New Westminster (SD40)
- Burnaby (SD41)
- Coquitlam (SD43)
- North Vancouver (SD44)
- West Vancouver (SD45)
- Sunshine Coast (SD46)
- Sea to Sky (SD48)
- Conseil Scolaire Francophone (SD93)

Last spring, as a Chapter, we took advantage of virtual and hybrid meetings, and we hosted our annual Metro/Fraser Valley Retreat with a focus on leadership competencies to support the BCSSA's ongoing work to refresh the Dimensions of Practice. With our guests Tony Mackay, Louise Stoll, Judy Halbert and Linda Kaser, we had a very productive session. It was a welcome break from the spring pandemic.

In the fall, I believe that all of our districts welcomed a return to schooling in absence of cohorts and with lifted restrictions on clubs, teams, and extracurricular activities. While there is no question we are still in different times, schools now are operating much as normal. We retained our virtual meetings and have returned to focusing on the larger learning agenda for us all and the topic of racial equity.

We welcomed Bernardo Ruiz from Racing to Equity as our host for the fall session and the time was spent examining how our systems are structured to address key issues related to racial equality. This work is alive and well in many districts.

Last spring, we also contracted with UBC to do a research study on what hybrid/transition structures were set up in response to the pandemic and how did those structures serve our most vulnerable learners. That study is now complete, and the preliminary findings will be presented to metro Superintendents on November 26th.

The Chapter continues to collaborate closely on issues related to consistency across our region on topics such as overnight trips, extracurricular activities and travel. It's always important for us to share as much as possible as we share so many staff and students across our region.

We are grateful to those who volunteer their time to support our BCSSA Metro Executive.

### *Our Executive for BCSSA Metro is:*

#### **Members at Large**

- Sean Nosek (SD45)
- Mark Pearmain (SD44)
- Neil Stephenson (SD37)

#### **Membership Committee**

- Richard Zerbe (SD39)

#### **Professional Development Committee**

- Lynn Archer (SD38)

#### **Secretary**

- Andrew Holland (SD36)

#### **Treasurer**

- Patricia Gartland (SD43)

#### **Vice-Director**

- Gina Niccoli-Moen (SD41)

#### **Director**

- Jordan Tinney (SD36)

## Northern

### Manu Madhok, CHAPTER DIRECTOR

The Northern Chapter encompasses fourteen school districts in northern British Columbia and includes our colleagues in the Yukon. This significant portion of British Columbia includes the following school districts:

SD 27 – Caribou Chilcotin

SD 50 – Haida Gwaii

SD 52 – Prince Rupert

SD 81 – Fort Nelson

SD 91 – Nechako Lakes

SD 28 – Quesnel

SD 57 – Prince George

SD 54 – Bulkley Valley

SD 82 – Coast Mountains

SD 92 – Nisga'a

SD 49 – Central Coast

SD 59 – Peace River South

SD 60 – Peace River North

SD 87 – Stikine

Western Arctic Directors & Superintendents

Between navigating the ongoing COVID-19 context across our region our opportunities to gather as a Chapter in person have been missed. Most recently, a small portion of our chapter gathered in Prince George and it was especially good to have Superintendents from some of our most remote districts. We were fortunate to have Lisa McCullough join us virtually, as well as share some of the quality work happening in districts.

This coming December, our colleague, friend and respected educator Sue-Ellen Miller, SD 28 Superintendent, will be retiring with Dan Lowndes, replacing her. Sue-Ellen has been both the chapter professional development representative for many years as well as being a valuable member of the provincial BCSSA pro-d committee. Congratulations Sue-Ellen.

Rural Northern Districts, although incredibly beautiful, can be isolating and with the COVID context added, we value our virtual monthly check ins with colleagues to stay connected and collaborate. I know that most of us look forward to getting back to 'precedented times' where we might be able to gather together to learn and socialize.

A very big thank you to Sue-Ellen Miller, Professional Development, and Cindy Heitman, Membership Services for their service to our chapter members. We would also like to acknowledge and thank Claire Guy, Executive Director of BCSSA, who joins us for our monthly calls and has been an excellent support to all of us.

Although there continue to be unique challenges for norther, rural districts, we continue to see many, many examples of excellence across our chapter and are reminded of the opportunities that present themselves in smaller districts that positively impact student learning.

## Thompson-Okanagan

**Bev Young, CHAPTER DIRECTOR**

The Thompson-Okanagan Chapter represents nine school districts from the southern interior of the province, which vary in size, geographic complexities, and student demographics. The districts include:

SD19 – Revelstoke	SD67 – Okanagan-Skaha
SD22 – Vernon	SD73 – Kamloops Thompson
SD23 – Central Okanagan	SD74 – Gold Trail
SD53 – Okanagan-Similkameen	SD83 – North Okanagan Shuswap
SD58 – Nicola-Similkameen	

### **Current Chapter Executive:**

Director	<b>Bev Young</b> , Superintendent SD53
Professional Development	<b>Jon Rever</b> , Assistant Superintendent SD23
Membership	<b>Marcus Toneatto</b> , Assistant Superintendent SD53
Treasurer	<b>Shayne Olsen</b> , Associate Superintendent SD73
Member at Large	<b>Ryan Brennan</b> , Assistant Superintendent SD83

Over the past year, the Chapter has worked collaboratively to support each other and the work occurring in each of the nine districts. The chapter met virtually throughout the 2020-21 school year to connect, discuss common questions, and collaborate on our approach to COVID-19 and related issues. To keep the chapter connected and focused on leading well-being together in difficult times, interested members of the Thompson-Okanagan chapter participated in a professional learning series on Resilience in Leadership with Kim Barthel and the team from *Relationship Matters* to discuss the leadership skills needed to care for ourselves and others.

The Thompson-Okanagan Chapter takes great pride in creating an inclusive, collaborative, and supportive community that focuses on learning and leadership. We are very much looking forward to connecting and resuming in-person meetings in the 2021-22 school year.

## Vancouver Island

**Scott Stinson, CHAPTER DIRECTOR**

The Island Chapter has met virtually for the past 18 months as a response to the COVID-19 pandemic. The districts include:

SD47 – Powell River	SD69 - Qualicum
SD61 - Victoria	SD70 - Pacific Rim
SD62 - Sooke	SD71 - Comox Valley
SD63 - Saanich	SD72 - Campbell River
SD64 - Gulf Islands	SD79 - Cowichan Valley
SD68 - Nanaimo-Ladysmith	SD84 - Vancouver Island West
	SD85 - Vancouver Island North

The first meeting of the 2021-2022 school year was held virtually during the BCSSA Summer Leadership Conference. At that time Scott Stinson was elected as Chapter Director. The entire Island Chapter would like to acknowledge and recognize the tremendous leadership of Sheryl Koers over the past several years in role as Chapter Director. Sheryl's passion and willingness to support members throughout the Island is greatly appreciated.

During the meeting, the chapter discussed the work being done on Management Standards across the Province as well as possible directions for the upcoming year. The Island has hosted a successful Island Leadership Coalition (ILC) for many years. This coalition brings districts and their aspiring leaders together in discussion and capacity building. There was a desire to re-start the ILC that was in hiatus during the pandemic.

This year, the chapter will be meeting three additional times, with plans for these meetings to be in person. The first meeting will be held in Victoria on October 28 and 29, with a focus on K-12 reporting, BCSSA Strategic Planning, Leadership Competencies and FESL. Subsequent meetings will be held in Tofino in February and either Parksville or Comox in May.

## APPENDICES

### Appendices Included:

1. Schedule A: Strategic Plan
2. Schedule B: Financial Statements
3. Schedule C: Bylaws



# *SCHEDULE A*

*STRATEGIC PLAN*





2020 TO 2024

# STRATEGIC PLAN

*Inspire | Develop | Support*

## 2020 – 2024 BCSSA Strategic Plan

The British Columbia School Superintendents Association (BCSSA) has identified four main themes and accompanying goals, key actions, and indicators for progress for the 2020-2024 years that will guide our collective work as visionary leaders of public education: (1) *Leadership*, (2) *Voice*, (3) *Equity*, and (4) *Support*.

This plan has been crafted by the BCSSA Strategic Plan Working Group. This working group includes representation from all regions, accounting for the diverse voices of the membership. This strategic plan incorporates input from regional chapters, the Board of Directors, BCSSA committees and a Thought Exchange event that was open to all members. Our thanks to:

<i>Patrick Bocking (SD46)</i>	<i>Cindy Heitman (SD57)</i>	<i>Pius Ryan (SD44)</i>
<i>Ryan Brennan (SD83)</i>	<i>Susan Hooper</i>	<i>Kathy Sawchuk</i>
<i>Paul Carriere (SD6)</i>	<i>Todd Manuel (SD67)</i>	<i>Perry Smith (SD34)</i>
<i>Mal Gill (SD35)</i>	<i>Janet Meyer (SD82)</i>	<i>Scott Stinson (SD62)</i>
<i>Robyn Gray (SD79)</i>	<i>Jon Rever (SD23)</i>	<i>Jane Thomson</i>

The Strategic Plan Working group acknowledges that the plan should be a living document that is regularly reviewed and updated based on progress toward our objectives and evolving priorities. Some of the goals and key actions may already exist and should continue or expand. The plan aims to positively impact education, foster collaboration, be research informed and evidence-based, celebrate diversity and be driven by moral purpose.

BCSSA members are the senior educational system leaders in British Columbia. We take a student-centered approach to guide our work as we [inspire, develop, and support](#). The following five priorities are foundational to guiding our work:

- Students – at the center of everything
- Learning – for all of our lives
- Ethics – guiding our decisions and actions
- Caring – building effective relationships
- Collaboration – working with our partners and the community

## Moving Forward

The 2020-2024 Strategic Plan is a dynamic, guiding document that will be reviewed to ensure and assess relevance progress. The Strategic Plan Working Group will develop a communication plan for sharing and discussion with the membership and determine a timeline to address the priorities.

## Provincial Acknowledgement of Territory:

In the spirit of respect and truth, we honour and acknowledge that the lands on which we work and live are the traditional territories of the First Nations Peoples of British Columbia. We have a shared responsibility as the British Columbia School Superintendents Association to uphold Truth and Reconciliation by connecting and building relationships with First Nations, Metis and Inuit peoples. The British Columbia School Superintendents Association is committed to earning the respect of the Indigenous peoples of British Columbia through our individual and collective work.

## President's Message:

Dear Colleagues:

Your work, and that of the BCSSA, is critical to the ongoing evolution of education in British Columbia. The landscape can often be complex, with divergent groups and interests looking for influence or footholds from which to insert specific agendas. However, through your leadership and voice, we continue to enhance student learning and leadership development across BC. Indeed, your work helps to keep clarity and ensure that public education remains the key pillar in moving forward in and towards a more just and equitable society.

Thank you for supporting students, leadership, and each other as we continue to move public education forward in British Columbia.

Chris van der Mark

President, British Columbia School Superintendents Association

# STRATEGIC



# PLAN |

2020  
TO  
2024

## LEADERSHIP



- Provide and act upon a **compelling** and **collective** vision for public education in British Columbia
- **Lead** the province in enhancing **student learning**
- Enhance **system leadership** through **professional learning**
- Embed **culturally aware and responsive, local Indigenous practices** in leadership

- Be the **collective** and **unified public voice** of educational leadership in British Columbia
- **Strengthen the voice of BCSSA** with the **Ministry of Education** and other governing bodies.
- **Honour and hold space** for **Indigenous voice** within BCSSA
- Identify and value the **diversity** and **unique voices** of **regional representation** within BCSSA



## VOICE

## EQUITY



- Focus on the **Calls to Action** for **Truth and Reconciliation**
- Apply and embrace an **inclusive lens** to all aspects of **BCSSA practice**
- Apply a **student-centered** approach to policy development and decision making
- Ensure an equitable approach to **policy development** and **resource allocation** within the BCSSA

- Create and facilitate high quality **professional learning** opportunities that support and enhance new and existing members
- Create **brave** spaces to **explore** and **embrace** Indigenous practice to become more **culturally aware** and **responsive**
- Develop a **professional community** of **support** among our **diverse membership**
- Provide **human resources** support to members



## SUPPORT

INSPIRE | DEVELOP | SUPPORT

# LEADERSHIP

<i>Goals</i>	<i>Key Actions</i>	<i>Indicators of Progress</i>
<p>Provide and act upon a compelling and collective vision for public education in British Columbia</p>	<ul style="list-style-type: none"> <li>• Develop and articulate a clear vision for senior leadership in public education in BC</li> <li>• Create systems and structures that enhance the conditions to support a culture of innovation and change</li> <li>• Update the BCSSA “<i>Dimensions of Practice</i>” to align with the articulated vision and current direction in public education in BC</li> <li>• Align all BCSSA communication with the vision, mission and core values</li> <li>• Develop a compassionate systems leadership approach to educational change</li> </ul>	<ul style="list-style-type: none"> <li>• A co-created vision is crafted and shared by the end of year one</li> <li>• The vision is included as part of BCSSA work at every formal BCSSA meeting</li> <li>• The vision is reflected in written and electronic communications (letterhead, branding, etc.)</li> <li>• The vision is central to onboarding and new member orientation</li> <li>• Systems and structures within BCSSA have been reviewed to align with and model a culture of innovation and change</li> </ul>
<p>Lead the province in enhancing student learning</p>	<ul style="list-style-type: none"> <li>• Build systems and structures that encourage risk-taking and innovative practice to enhance student learning</li> <li>• Capitalize on the collective and diverse expertise of the BCSSA membership to enhance student learning</li> <li>• Collaborate with educational partners to lead and enhance student success</li> </ul>	<ul style="list-style-type: none"> <li>• There is evidence of BCSSA members sharing practice through online and other professional learning opportunities</li> <li>• BCSSA has collaborated with educational partners in joint professional learning endeavors</li> <li>• Members have demonstrated and shared innovative projects/initiatives at BCSSA events</li> </ul>

<p>Enhance system leadership through professional learning</p>	<ul style="list-style-type: none"> <li>• <b>Implement “check-in’s”</b> during BCSSA activities</li> <li>• Provide robust leadership development opportunities in all 60 districts</li> <li>• Strengthen the capacity to lead for inclusion, equity and high-quality instruction</li> <li>• Build leadership capacity through regional networking</li> <li>• Promote evidence-based/research-informed practice</li> </ul>	<ul style="list-style-type: none"> <li>• Compassionate leadership practice is modelled and incorporated through implementation of <b>check-in’s in all BCSSA activities</b></li> <li>• More members have accessed BCSSA leadership development opportunities</li> <li>• Professional learning activities have explicitly targeted inclusive practice and equity</li> <li>• Regional meetings have included leadership development</li> <li>• All BCSSA regional chapters have been represented through the sharing of innovative projects and initiatives</li> </ul>
<p>Embed culturally aware and responsive, local Indigenous practice in leadership</p>	<ul style="list-style-type: none"> <li>• Develop capacity to incorporate and embrace Indigenous practice and worldviews</li> <li>• Partner with Indigenous leaders to incorporate local practices in every district</li> <li>• Promote and encourage Indigenous leaders to enter formal leadership positions</li> <li>• Support district strategies to recruit and retain strong Indigenous leaders</li> </ul>	<ul style="list-style-type: none"> <li>• Local Indigenous protocols have been incorporated into BCSSA leadership events</li> <li>• BCSSA members have availed themselves of local Indigenous knowledge</li> <li>• Increased interest and participation in the BCSSA <b>Indigenous Leader’s Program</b></li> <li>• Culturally appropriate protocols have been established and employed with the respect of local Indigenous leaders, Elders and Knowledge Keepers</li> </ul>

# VOICE

<i>Goals</i>	<i>Key Actions</i>	<i>Indicators of Progress</i>
<p>Be the collective and unified public voice of educational leadership in British Columbia</p>	<ul style="list-style-type: none"> <li>• Continue and expand collaborative relationships with educational partners (<i>BCSTA, BCASBO, BCPVPA, FNESEC, BCPSEA, BCTF, CUPE, FISA, etc.</i>)</li> <li>• Expand the BCSSA sphere of influence by creating new educational partnerships</li> <li>• Capitalize on opportunities to advocate for public education</li> <li>• Increase advertising for education advocacy</li> </ul>	<ul style="list-style-type: none"> <li>• Members have informed BCSSA perspectives on current issues facing BC educators</li> <li>• Members have increased awareness and understanding of the collective BCSSA stance on current issues</li> <li>• Increased communication from the BCSSA Board of <b>Directors (Presidents'</b> messages, weekly bulletins, etc.)</li> <li>• The BCSSA website highlights advocacy for public education</li> </ul>
<p>Strengthen the voice of BCSSA with the Ministry of Education and other governing bodies</p>	<ul style="list-style-type: none"> <li>• Engage with the Ministry of Education to determine more opportunities for BCSSA influence in provincial policy and decision making</li> <li>• Create structures and processes that include senior Ministry representatives</li> <li>• Invite Ministry representatives to participate in all major BCSSA events and committees where appropriate</li> </ul>	<ul style="list-style-type: none"> <li>• Ministry representation where appropriate, has been included in BCSSA meetings and events (Board of Directors, Pro-D, conferences, etc.)</li> <li>• BCSSA/Ministry partner relation meetings have occurred on a regular basis</li> <li>• The Executive Director has liaised regularly with Ministry staff and Executive</li> </ul>

<p>Honour and hold space for Indigenous voice within the BCSSA</p>	<ul style="list-style-type: none"> <li>• Expand the BCSSA Indigenous Leadership program</li> <li>• Include Indigenous representation on the BCSSA Board of Directors</li> <li>• Include Indigenous learning through speakers and workshops at BCSSA events</li> </ul>	<ul style="list-style-type: none"> <li>• Indigenous people(s) have confidence to share their understandings and perspectives at BCSSA events, and feel comfortable to do so</li> <li>• BCSSA seeks input and collaborates with Indigenous people(s) on current educational issues and initiatives</li> </ul>
<p>Identify and value the diversity and unique voices of regional representation within BCSSA</p>	<ul style="list-style-type: none"> <li>• Include regional voice, variation and needs in BCSSA planning, decision making, committee structures, and activities</li> <li>• Prioritize the reporting out of regional activities at BCSSA Board of Director meetings</li> </ul>	<ul style="list-style-type: none"> <li>• Regional input has informed planning and decision making</li> <li>• Diverse opinions are valued to strengthen the Association</li> <li>• Members see their local region reflected in</li> <li>• BCSSA communications and voice</li> </ul>



# EQUITY

<i>Goals</i>	<i>Key Actions</i>	<i>Indicators of Progress</i>
Focus on the Calls to Action for Truth and Reconciliation	<ul style="list-style-type: none"> <li>• Seek advice from Elders, Knowledge Keepers and Indigenous leaders to deepen our collective understanding of equity and enact the Calls to Action</li> <li>• Consult with the BCSSA Indigenous Leaders to address bias and barriers inhibiting equity</li> <li>• Include an explicit focus at every BCSSA function on at least one of the Calls to Action</li> </ul>	<ul style="list-style-type: none"> <li>• Indigenous protocols are observed, respected and valued</li> <li>• Collaboration and input from the Indigenous Leaders among us has been incorporated into equity initiatives</li> <li>• Each BCSSA activity has included a focus on one specific Call to Action</li> </ul>
Apply and embrace an inclusive lens to all aspects of BCSSA practice	<ul style="list-style-type: none"> <li>• Create a safe, welcoming and inclusive space for all BCSSA members</li> <li>• Be explicit regarding inclusive practice in all communications and actions</li> <li>• Promote the principles of social justice, diversity and inclusive practices through purposeful representation</li> </ul>	<ul style="list-style-type: none"> <li>• BCSSA communications promote equity and use inclusive language</li> <li>• Members have accessed BCSSA materials and visuals in multiple ways to accommodate for diverse needs and disabilities</li> <li>• BCSSA incorporates the constructs of universal design throughout BCSSA initiatives</li> <li>• BCSSA activities and events has included student voice</li> </ul>

<p>Apply a student-centered approach to policy development and decision making</p>	<ul style="list-style-type: none"> <li>• Include opportunities for student voice and input within BCSSA policies, communications, activities and events</li> <li>• Continue to implement 'student-<b>first</b>' approaches in all decision making, <b>advocating for students'</b> interests and needs</li> </ul>	<ul style="list-style-type: none"> <li>• BCSSA has established a formal mechanism for student voice to be heard</li> <li>• BCSSA scholarship funding reflects the principles of equity</li> <li>• BCSSA grants have been equitably distributed through a transparent process</li> </ul>
<p>Ensure an equitable approach to policy development and resource allocation within the BCSSA</p>	<ul style="list-style-type: none"> <li>• Consciously review Association policies and practices through a defined set of equity principles</li> <li>• Allocate resources to provide for equity</li> <li>• Adapt actions and increase flexibility to address the diverse needs of districts</li> <li>• Provide compensation for the financial challenges of northern, remote and/or rural districts, accounting for regional disparities and challenges of connection</li> </ul>	<ul style="list-style-type: none"> <li>• The BCSSA annual budget has considered unique regional needs</li> <li>• BCSSA funds have been allocated to reflect equity</li> <li>• Principles of social justice guide BCSSA planning and decision making</li> </ul>

# SUPPORT

<i>Goals</i>	<i>Key Actions</i>	<i>Indicators of Progress</i>
<p>Create and facilitate high quality professional learning opportunities that support and enhance new and existing members</p>	<ul style="list-style-type: none"> <li>• Provide one-on-one mentorship for new members, and those new to role and/or district</li> <li>• Provide cohort sessions for new BCSSA members</li> <li>• Explore and expand online professional learning and networking opportunities</li> <li>• Capitalize on shared professional learning opportunities and resources from educational partners</li> <li>• Identify and address the unique regional needs of districts</li> </ul>	<ul style="list-style-type: none"> <li>• BCSSA Mentors have provided confidential assistance for problem solving</li> <li>• Members have participated in ongoing online cohort professional learning opportunities</li> <li>• Professional learning opportunities have been targeted to specific job alike or topic areas of interest</li> <li>• Increased participation in new member programs</li> <li>• Members have actively participated in and provided regular feedback regarding professional learning opportunities</li> </ul>
<p>Create brave spaces to explore and embrace Indigenous practice to become more culturally aware and responsive</p>	<ul style="list-style-type: none"> <li>• Embed opportunities for learning and risk-taking to acquire and act upon Indigenous knowledge and practice</li> <li>• Actively seek counsel from Indigenous Knowledge Keepers to support Truth and Reconciliation</li> </ul>	<ul style="list-style-type: none"> <li>• Members actively engage with Indigenous teachings and learnings at every BCSSA activity</li> <li>• Increased participation in ongoing professional learning networks, specific to Indigenous education</li> </ul>

<p>Develop a professional community of support among our diverse membership</p>	<ul style="list-style-type: none"> <li>• Create an orientation package as part of new member support services</li> <li>• Strengthen our inter-district relationships through collaborative professional learning and networking</li> <li>• Create opportunities for <b>“District Buddy Pairing”</b> to foster collaboration between smaller and larger districts</li> <li>• Pursue opportunities for retired BCSSA members to continue to network and contribute to the Association</li> </ul>	<ul style="list-style-type: none"> <li>• BCSSA members have participated in multi-district presentations/ breakout sessions, regional meetings and professional learning opportunities</li> <li>• Online communities exist for specialty areas, such as HR Directors and International Education</li> <li>• Increased numbers of BCSSA Associate members</li> </ul>
<p>Provide human resources support to members</p>	<ul style="list-style-type: none"> <li>• Educate BCSSA members about the array of human resources support available</li> <li>• Provide BCSSA members with contract assistance, confidential advising and other human resources support</li> <li>• Provide, if and when necessary, confidential legal support and assistance</li> </ul>	<ul style="list-style-type: none"> <li>• Human resources support available to BCSSA members has been reviewed at new member orientation and regional chapter meetings</li> <li>• Membership Committee representatives and chapter directors have liaised with members needing support</li> <li>• Membership Committee representatives have checked-in on a regular basis with new members</li> <li>• Members have accessed BCSSA contract support through the Association</li> <li>• BCSSA members have accessed confidential legal support, when necessary, through the Executive Director</li> </ul>

# *SCHEDULE B*

*FINANCIAL STATEMENTS*

[www.twmca.com](http://www.twmca.com)

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**FINANCIAL STATEMENTS**

**THE BRITISH COLUMBIA SCHOOL  
SUPERINTENDENTS ASSOCIATION**

**June 30, 2021**

Limited Liability Partnership \_\_\_\_\_



**Tompkins Wozny**  
Chartered Professional Accountants

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## INDEPENDENT AUDITOR'S REPORT

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To the Members of  
**The British Columbia School Superintendents Association**

### ***Opinion***

We have audited the financial statements of The British Columbia School Superintendents Association (the "Association") which comprise the statement of financial position as at June 30, 2021, and the statements of operations and changes in net assets and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Association as at June 30, 2021, and the results of operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

### ***Basis for Opinion***

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statement section of our report. We are independent of the Association in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### ***Responsibilities of Management and Those Charged with Governance for the Financial Statements***

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Association's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Association or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Association's financial reporting process.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Association's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Association's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Association to cease to continue as a going concern.

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## INDEPENDENT AUDITOR'S REPORT

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- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

### **Report on Other Legal and Regulatory Requirements**

As required by the British Columbia Societies Act, we report that the accounting principles used in these financial statements have been applied on a basis consistent with that of the preceding year.

The comparative figures for the year ended June 30, 2020 were reported on by another firm of chartered professional accountants who expressed an unqualified opinion thereon in their report dated October 1, 2020.

*Tompkins Wozny LLP*

Vancouver, Canada  
November 2, 2021

Chartered Professional Accountants





## The British Columbia School Superintendents Association

### STATEMENT OF FINANCIAL POSITION

As at June 30


	2021	2020
	\$	\$
<b>ASSETS</b>		
<b>Current</b>		
Cash and cash equivalents	748,000	706,224
Short-term investments [note 3]	1,413,867	889,275
Accounts receivable [note 4]	19,435	79,686
Deposits	104,441	104,441
Prepaid expenses	29,151	37,422
<b>Total current assets</b>	<b>2,314,894</b>	<b>1,817,048</b>
Tangible capital assets [note 5]	226,399	233,156
	<b>2,541,293</b>	<b>2,050,204</b>
<b>LIABILITIES</b>		
<b>Current</b>		
Accounts payable and accruals [note 6]	600,899	326,859
Deferred revenue [note 8]	379,200	387,050
<b>Total liabilities</b>	<b>980,099</b>	<b>713,909</b>
<b>NET ASSETS</b>	<b>1,561,194</b>	<b>1,336,295</b>
	<b>2,541,293</b>	<b>2,050,204</b>


Commitment [note 11]

Other - COVID-19 [note 13]

See accompanying notes to the financial statements

Approved by the Board:

Kevin Kaardal   
DocuSigned by:  
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 Director

Gino Bondi   
DocuSigned by:  
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 Director



## The British Columbia School Superintendents Association

### STATEMENT OF CHANGES IN NET ASSETS

Year ended June 30

	Operating Fund \$	Internally Restricted Funds		Total \$
		Reserves Fund \$	Tangible Capital Assets Fund \$	
<b>2021</b>				
		<i>[note 9]</i>		
<b>Balance, beginning of year</b>	<b>935,566</b>	<b>167,573</b>	<b>233,156</b>	<b>1,336,295</b>
Excess of revenue (expenses) for the year	<b>230,960</b>	<b>2,739</b>	<b>(8,800)</b>	<b>224,899</b>
Purchase of tangible capital assets	<b>(2,043)</b>	—	<b>2,043</b>	—
<b>Balance, end of year</b>	<b>1,164,483</b>	<b>170,312</b>	<b>226,399</b>	<b>1,561,194</b>
<b>2020</b>				
<b>Balance, beginning of year</b>	725,484	162,729	235,006	1,123,219
Excess of revenue (expenses) for the year	214,986	4,844	(6,754)	213,076
Purchase of tangible capital assets	(4,904)	—	4,904	—
<b>Balance, end of year</b>	<b>935,566</b>	<b>167,573</b>	<b>233,156</b>	<b>1,336,295</b>

See accompanying notes to the financial statements

## The British Columbia School Superintendents Association

### STATEMENT OF OPERATIONS

Year ended June 30

	2021	2020
	\$	\$
<b>REVENUE</b>		
Member's dues	477,300	476,183
Conferences and sponsorships	176,400	390,814
Canada Emergency Wage Subsidy [note 13]	68,263	11,975
Mentoring program	49,500	35,250
Other income	47,522	255,430
Advertising revenue	15,500	12,825
Investment income - Operating Fund	11,182	20,900
- Reserves Fund [note 9]	2,739	4,844
	<b>848,406</b>	<b>1,208,221</b>
<b>EXPENSES</b>		
Contractors - administration	135,134	198,442
Salaries and wages	133,041	89,645
Conferences	103,382	361,097
Contractors - mentors	49,088	68,026
Legal fees - operations	46,547	58,189
Office and other	45,007	56,778
Audit and bookkeeping	25,682	31,193
Grants and scholarships	22,200	47,200
Membership dues	19,970	19,760
Building expenses	19,231	22,444
Travel and meetings	11,358	31,308
Amortization	8,800	6,754
Insurance	4,067	4,309
	<b>623,507</b>	<b>995,145</b>
<b>Excess of revenue for the year</b>	<b>224,899</b>	<b>213,076</b>

See accompanying notes to the financial statements



## The British Columbia School Superintendents Association

### STATEMENT OF CASH FLOWS

Year ended June 30

	2021	2020
	\$	\$
<b>OPERATING ACTIVITIES</b>		
Excess of revenue for the year	224,899	213,076
Item not affecting cash:		
Amortization of capital assets	8,800	6,754
	<b>233,699</b>	219,830
Changes in other non-cash working capital items:		
Accounts receivable	60,251	(30,131)
Deposits	—	(6,500)
Prepaid expenses	8,271	(8,251)
Accounts payable and accrued liabilities	274,040	(396,323)
Deferred revenue	(7,850)	(1,870)
<b>Cash provided by (used in) operating activities</b>	<b>568,411</b>	<b>(223,245)</b>
<b>INVESTING AND FINANCING ACTIVITIES</b>		
Purchase of capital assets	(2,043)	(4,904)
Purchase of short-term investments	(524,592)	(308,465)
Proceeds of long-term investments	—	683,673
<b>Cash provided by (used in) investing and financing activities</b>	<b>(526,635)</b>	370,304
<b>Increase in cash during the year</b>	<b>41,776</b>	147,059
Cash and cash equivalents, beginning of year	706,224	559,165
<b>Cash and cash equivalents, end of year</b>	<b>748,000</b>	706,224

*See accompanying notes to the financial statements*



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**The British Columbia School Superintendents Association****NOTES TO FINANCIAL STATEMENTS**

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June 30, 2021

**1. PURPOSE OF THE ASSOCIATION**

The British Columbia School Superintendents Association (the "Association") is a provincial association operating programs and activities aimed at improving public education in British Columbia and enhancing professional development of its members.

In addition, the Association offers its members a range of professional and personal services. The Association is incorporated under the Societies Act of British Columbia as a not-for-profit organization and is exempt from federal and provincial income taxes. In order to maintain its status as a not-for-profit organization, the Association must meet certain requirements within the Act.

**2. SIGNIFICANT ACCOUNTING POLICIES**

The financial statements were prepared in accordance with Canadian accounting standards for not-for-profit organizations ("ASNPO") and include the following significant accounting policies:

**Use of Estimates**

The preparation of financial statements in conformity with Canadian ASNPO requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the amounts of revenues and expenses reported during the year. Significant areas requiring the use of management estimates relate to the determination of net recoverable value of assets, in particular as it relates to useful lives of tangible capital assets. Actual results could differ from these estimates.

**Fund Accounting**

The Association has adopted the fund method of accounting. It reports the revenue and fund balances using the deferral method of accounting. Funds have been established based on the programs and activities of the Association. They include the following funds:

*Operating Fund*

The operating fund reports the revenues received and expenses incurred relating to the day-to-day operations of the Association.

*Tangible Capital Asset Fund*

The tangible capital asset fund reports the purchases, disposals, and amortization relating to the Association's tangible capital assets.

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**The British Columbia School Superintendents Association****NOTES TO FINANCIAL STATEMENTS**

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June 30, 2021

**2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)***Internally Restricted Reserves Fund*

The reserves fund is to provide funds for future uses. They consist of the following:

- *Legal Fund*

Funds set aside to assist with future unforeseen legal costs required by the Association's members.

- *Employee Contractual Obligations Fund*

Funds set aside to fund the Association's contractual obligations to employees for possible severance costs, service recognition, sick leave and vacation pay.

- *Accumulated Interest Fund*

Funds for future uses and reports investment income earned and expenses.

**Revenue Recognition**

The Association follows the deferral method of accounting for contributions.

Restricted contributions are recognized as revenue of the appropriate fund in the year in which the related expenses are incurred. Unrestricted contributions are recognized as revenue of the appropriate fund when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Restricted investment income is recognized as revenue of the appropriate fund in the year in which the related expenses are incurred. Unrestricted investment income is recognized as revenue when earned. Membership and seminar fees are recognized as revenue when the membership fees are due and the seminars are held.

**Measurement of Financial Instruments**

The Association initially measures its financial assets and financial liabilities at fair value. The Association subsequently measures all its financial assets and financial liabilities at amortized cost.

Financial assets measured at amortized cost include cash, accounts receivable and short-term investments.

Financial liabilities measured at amortized cost include accounts payable and the accruals.

Financial assets measured at cost are tested for impairment when there are indicators of impairment. The amount of the write-down is recognized in net income. The previously recognized impairment loss may be reversed to the extent of the improvement, directly or by adjusting the allowance account, provided it is no greater than the amount that would have been reported at the date of the reversal had the impairment not been recognized previously. The amount of the reversal is recognized in net income.

## The British Columbia School Superintendents Association

### NOTES TO FINANCIAL STATEMENTS

June 30, 2021

#### 2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

##### Cash and Cash Equivalents

Cash and cash equivalents consist of cash on deposit with banks and short-term interest bearing deposits with maturities within 90 days of purchase.

##### Short-term Investments

Short-term investments consist of Guaranteed Investment Certificates which mature between three to 12 months from the date of purchase.

##### Deposits

Deposits consist hotel deposits for future events to be held.

##### Tangible Capital Assets

Tangible capital assets are initially valued at cost and are amortized over their estimated useful lives at the following annual rates:

Buildings	5% declining balance
Computer equipment	3 years straight-line
Furniture and fixtures	10 years straight-line

#### 3. SHORT-TERM INVESTMENTS

	2021	2020
	\$	\$
Operating Fund	1,248,455	727,227
Reserves Fund	165,412	162,048
	<b>1,413,867</b>	<b>889,275</b>

The short-term investments consist of Guaranteed Investment Certificates ("GIC's"). The GIC's have an interest rate of between 0.35% to 0.75% [2020 - 1.30% to 2.00%]. All GIC's mature between 3 to 12 months from the date of purchase.

## The British Columbia School Superintendents Association

### NOTES TO FINANCIAL STATEMENTS

June 30, 2021

#### 4. ACCOUNTS RECEIVABLE

	2021	2020
	\$	\$
Operations and other	10,868	23,557
Government - Canada Emergency Wage Subsidy	6,037	—
- GST	—	49,373
Accrued interest - operating fund	2,067	1,232
- reserve fund	463	5,524
Allowance for doubtful accounts	—	—
	<b>19,435</b>	<b>79,686</b>

#### 5. TANGIBLE CAPITAL ASSETS

Tangible capital assets are comprised of the following:

	Cost	Accumulated Amortization	Net Book Value
	\$	\$	\$
<b>2021</b>			
Land	145,000	—	145,000
Buildings	221,927	145,821	76,106
Computer equipment	30,813	28,845	1,968
Furniture and fixtures	32,862	29,537	3,325
	<b>430,602</b>	<b>204,203</b>	<b>226,399</b>
<b>2020</b>			
Land	145,000	—	145,000
Buildings	221,927	141,816	80,111
Computer equipment	28,771	24,544	4,227
Furniture and fixtures	32,862	29,044	3,818
	<b>428,560</b>	<b>195,404</b>	<b>233,156</b>

#### 6. ACCOUNTS PAYABLE AND ACCRUALS

	2021	2020
	\$	\$
Operations and other	43,757	71,859
Government - GST	4,968	—
Vacation payable	4,174	—
Administered funds - Province of BC [note 7]	548,000	255,000
	<b>600,899</b>	<b>326,859</b>





## The British Columbia School Superintendents Association

### NOTES TO FINANCIAL STATEMENTS

June 30, 2021

#### 7. ADMINISTERED FUNDS - PROVINCE OF BC

The Association administers grants on behalf of the Province of BC for other organizations.

	\$
<b>BC Ministry of Public Safety: Support for High Risk, Vulnerable Youth</b>	
Administered funds, beginning of year	255,000
Received	—
Paid	(245,000)
Administration fee revenue	(10,000)
<b>Administered funds, end of year</b>	<b>—</b>
<b>BC Ministry of Education: Compassionate Systems Leadership</b>	
Administered funds, beginning of year	—
Received	84,000
Paid	(78,615)
Administration fee revenue	(5,385)
<b>Administered funds, end of year</b>	<b>—</b>
<b>BC Ministry of Education: K-12 Gang and Gun Violence Prevention</b>	
Administered funds, beginning of year	—
Received	350,000
Paid	(292,000)
Administration fee revenue	(10,000)
<b>Administered funds, end of year</b>	<b>48,000</b>
<b>BC Ministry of Education: Provincial Management Foundational Standards and Implementation Plan</b>	
Administered funds, beginning of year	—
Received	500,000
Paid	—
Administration fee revenue	—
<b>Administered funds, end of year</b>	<b>500,000</b>
Administered funds - Province of BC, beginning of year	255,000
<b>Administered funds - Province of BC, end of year</b>	<b>548,000</b>

#### 8. DEFERRED REVENUE

	2021	2020
	\$	\$
Member's dues	335,850	351,550
Conferences and sponsorships	35,100	25,000
Mentoring program	8,250	10,500
	<b>379,200</b>	<b>387,050</b>



## The British Columbia School Superintendents Association

### NOTES TO FINANCIAL STATEMENTS

June 30, 2021

#### 9. RESERVES FUND

The Reserves Fund consists of the following:

	2021	2020
	\$	\$
Beginning accumulated interest to date	45,913	41,069
Interest income - Reserves Fund	2,739	4,844
Ending accumulated interest to date	48,652	45,913
Employee Contractual Obligations Fund	100,613	100,613
Legal Fund	21,047	21,047
	<b>170,312</b>	<b>167,573</b>

#### 10. FINANCIAL INSTRUMENTS

The Association is exposed to various risks through its financial instruments. The following analysis presents the Association's exposures to significant risk as at June 30, 2021.

##### Credit Risk

Credit risk is the risk that one party to the financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Association's main credit risk relates to short-term investments and accounts receivable.

##### Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Association is exposed to this risk mainly in respect of its accounts payable and accrued liabilities. The Association meets its liquidity requirements by preparing and monitoring detailed forecasts for cash flows from operations, anticipating investing and financing activities and holding assets that can be readily converted into cash.

##### Interest Rate Risk

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. In seeking to minimize the risks from interest rate fluctuations, the Association manages exposure through its normal operating and financing activities. The Association is exposed to interest rate risk primarily through its floating interest rate bank indebtedness and credit facilities.

## The British Columbia School Superintendents Association

### NOTES TO FINANCIAL STATEMENTS

June 30, 2021

#### 11. COMMITMENT

On April 1, 2018, the Association entered into a 5-year contract to lease a photocopier. Under the terms of the operating lease, the association is required to pay \$4,272 per annum. Future minimum lease payments are as follows:

	\$
2022	4,272
2023	3,204
	<u>7,476</u>

#### 12. DISCLOSURE OF REMUNERATION

Pursuant to the British Columbia Societies Act, the Association is required to disclose wages and contracts to individuals paid \$75,000 or more during the fiscal year. Contractors - administration expense includes \$120,200 [2020 - \$120,200] paid to one [2020 - one] contractor during the year. No remuneration was paid to any members of the Board.

#### 13. OTHER - COVID-19

In March 2020, the outbreak of coronavirus, also known as COVID-19, has spread across the globe and is impacting worldwide economic activity.

The Association cancelled some conferences due to social distancing requirements. All conferences and events are now held digitally. The Association's operations have moved to be entirely remotely.

The Association has claimed \$68,263 [2020 - \$11,975] of assistance under the Canada Revenue Agency's 75% Canada Emergency Wage Subsidy for the year ended June 30, 2021.

#### 14. COMPARATIVE FIGURES

The comparative figures for the year ended June 30, 2020 were reported on by another firm of chartered professional accountants who expressed an unqualified opinion thereon in their report dated October 1, 2020.

Certain prior year's comparative figures have been reclassified where necessary to conform to the current year's presentation.

# THE BRITISH COLUMBIA SCHOOL SUPERINTENDENTS ASSOCIATION

#208 – 1118 Homer Street, Vancouver, BC V6B 6L5

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November 2, 2021

Tompkins Wozny LLP  
Chartered Professional Accountants  
#206 - 698 Seymour Street  
Vancouver, BC  
V6B 3K6

Dear Sir/Madam:

This representation letter is provided in connection with your audit of the financial statements of The British Columbia School Superintendents Association for the year ended June 30, 2021 for the purpose of expressing an opinion as to whether the financial statements are presented fairly, in all material respects, in accordance with Canadian Accounting Standards for Not-for-Profit Organizations (ASNPO).

In making the representations outlined below, we took the time necessary to appropriately inform ourselves on the subject matter through inquiries of Association personnel with relevant knowledge and experience, and, where appropriate, by inspecting supporting documentation.

We confirm that to the best of our knowledge and belief:

## Financial Statements

We have fulfilled our responsibilities as set out in the terms of the audit engagement for:

- Preparing and fairly presenting the financial statement (including note disclosures) in accordance with ASNPO.
- Providing you with:
  - Access to all information of which we are aware that is relevant to the preparation of the financial statements, such as:
    - ❖ Accounting records, supporting data and other relevant documentation;
    - ❖ Minutes of meetings (such as board of directors and audit committees) or summaries of actions taken for which minutes have not yet been prepared, and
    - ❖ Information on any other matters, of which we are aware, that is relevant to the preparation of the financial statements;
  - Additional information that you have requested from us for the purpose of the audit; and
  - Unrestricted access to persons within the Association from whom you determine it necessary to obtain audit evidence.
- Ensuring that all transactions have been recorded in the accounting records and are reflected in the financial statements; and

- Designing and implementing such internal controls as we determined is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. We have also communicated to you any deficiencies in the design and implementation or the maintenance of internal control over financial reporting of which management is aware.

## **Fraud and Non-Compliance**

We have disclosed to you:

- All of our knowledge in relation to actual, alleged or suspected fraud affecting the Association's financial statements involving:
  - Management;
  - Employees who have significant roles in internal control; or
  - Others where the fraud could have a material effect on the financial statements;
- All of our knowledge in relation to allegations of fraud or suspected fraud communicated by employees, former employees, analysts, regulators or others;
- All known instances on non-compliance or suspected non-compliance with laws and regulations, including all aspects of contractual agreements that should be considered when preparing the financial statements;
- All known, actual, or possible litigation and claims that should be considered when preparing the financial statements; and
- The results of our risk assessments regarding possible fraud or error in the financial statements.

## **Related Parties**

We have disclosed to you the identity of all of the Association's related party relationships and transactions of which we are aware. All related-party relationships and transactions have been appropriately accounted for and disclosed in accordance with the requirements of ASNPO.

## **Estimates**

We acknowledge our responsibility for determining the accounting estimates required for the preparation of the financial statements in accordance with ASNPO. Those estimates reflect our judgement based on our knowledge and experience of past and current events, and on our assumptions about conditions we expect to exist and courses of action we expect to take. We confirm that the significant assumptions and measurement methods used by us in making accounting estimates including those measured at fair value, are reasonable.

## **Subsequent Events**

All events subsequent to the date of the financial statements and for which ASNPO requires adjustment or disclosure have been adjusted or disclosed.

## Commitments and Contingencies

There are no commitments, contingent liabilities/assets or guarantees (written or oral) that should be disclosed in the financial statements. This includes liabilities arising from contract terms, illegal acts or possible illegal acts, and environmental matters that would have an impact on the financial statements.

## Adjustments

We have reviewed, approved and recorded all of your proposed adjustments to our accounting records. This includes journal entries, changes to account coding, classification of certain transactions and preparation of, or changes to, certain accounting records. Attached is a copy of the audit adjustments.

## Misstatements

The effects of uncorrected misstatements are immaterial, individually and in aggregate, to the financial statements as a whole. A list of the uncorrected misstatements (if any), including the reasons why they were not corrected, is attached to this letter.

## Accounting Policies

All significant accounting policies are disclosed in the financial statements and are consistent with those used in the previous period.

## Going Concern and Future Plans

We confirm that the use of the going-concern basis of accounting in preparing the financial statements remains appropriate and we have no plans or intentions that may materially affect the carrying value or classification of assets and liabilities reflected in the financial statements.

## Non-Profit Compliance

We have disclosed to you all known instances of non-compliance or suspected non-compliance with our funding and grant agreements.

To the best of our knowledge, we are not and have not been involved in any conduct or activity that would jeopardize our tax-exempt status.

Yours truly,

DocuSigned by:  
 Claire Guy  
9FFAB483892A497  
Name and signature of Executive Director

DocuSigned by:  
 Gino Bondi  
9B406277F971402  
Name and signature of Treasurer

**The British Columbia School Superintendents Association**

Year End: June 30, 2021

Adjusting journal entries

Date: 7/1/2020 To 6/30/2021

Number	Date	Name	Account No	Reference	Debit	Credit	Recurrence	Misstatement	
0	6/30/2021	Computer H/W - Accum Amort	1421	U10		2,706.52			
0	6/30/2021	Furn & Fixtures - Accum Amort	1431	U10		41.42			
0	6/30/2021	Depreciation	6005	U10	2,747.94				
		To adjust amortization to actual							
1	6/30/2021	Building - Accum Amort	1411	U10		4,005.52			
1	6/30/2021	Computer H/W - Accum Amort	1421	U10		1,594.79			
1	6/30/2021	Furn & Fixtures - Accum Amort	1431	U10		451.54			
1	6/30/2021	Depreciation	6005	U10	6,051.85				
		To record amortization for the year							Projected
2	6/30/2021	Accrued Interest-Operating	1114	C40	834.62				
2	6/30/2021	Accrued Interest-Reserve Fund	1134	C40		5,061.28			
2	6/30/2021	Interest Income - Operating	4506	C40	4,226.66				
		To adjust GIC interest accrual to actual							
3	6/30/2021	Accts Receivable - CEWS	1102	10-500	6,036.90				
3	6/30/2021	CEWS	4600	10-500		6,036.90			
		Record CEWS receivable.							
4	6/30/2021	Staff Salaries	6610	CC20	4,173.84				
4	6/30/2021	Payroll Liabilities	24000	CC20		4,173.84			
		To accrue vacation payable							
5	7/1/2020	Opening Balance Equity - OF	3000	UU		1,908.81			
5	7/1/2020	Capital Asset Fund	3305	UU	6,753.23				
5	7/1/2020	Accumulated Interest to Date	3323	UU		4,844.42			
		Reclassify opening equity balances to match prior year F/S.							
6	6/30/2021	Opening Balance Equity - OF	3000	UU		4,017.63			
6	6/30/2021	Capital Asset Fund	3305	UU	6,756.81				
6	6/30/2021	Accumulated Interest to Date	3323	UU		2,736.65			
6	6/30/2021	EE Contractual Obligations Fund	3326	UU		2.53			
		Reclassify equity balances to match F/S.							
R2	6/30/2021	Miscellaneous Revenue	4105	10-600	15,500.00				
R2	6/30/2021	Advertising revenue	4550	10-600		15,500.00			
		Reclassify advertising revenue, for financial statement purposes.							
					<b>53,081.85</b>	<b>53,081.85</b>			
		<b>Net Income (Loss)</b>	<b>224,898.49</b>						

11/2/2021  
10:26 AMDS  
Prepared by  
KU 10/21/2021  
Partner Review  
EA 10/25/2021Prepared by  
AdministratorPrepared by  
Manager Review

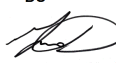
**The British Columbia School Superintendents Association**

Year End: June 30, 2021

Reclassifying journal entries

Date: 7/1/2020 To 6/30/2021

Number	Date	Name	Account No	Reference	Debit	Credit	Recurrence	Misstatement
R1	6/30/2021	Miscellaneous Revenue	4105	10	62,225.99			
R1	6/30/2021	CEWS	4600	10		62,225.99		
Reclassify CEWS income.								
					<b>62,225.99</b>	<b>62,225.99</b>		
<b>Net Income (Loss)</b>			<b>224,898.49</b>					

DS  


Prepared by KU 10/21/2021	Prepared by Administrator	Prepared by Manager Review
Partner Review EA 10/25/2021		



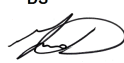
**The British Columbia School Superintendents Association**

Year End: June 30, 2021

Reclassifying journal entries

Date: 7/1/2019 To 6/30/2020

Number	Date	Name	Account No	Reference	Debit	Credit	Recurrence	Misstatement
PY#1	6/30/2020	Miscellaneous Revenue	4105	10	11,975.08			
PY#1	6/30/2020	CEWS	4600	10		11,975.08		
Reclassify prior year CEWS income.								
PY#2	6/30/2020	Miscellaneous Revenue	4105	10-600	12,824.50			
PY#2	6/30/2020	Advertising revenue	4550	10-600		12,824.50		
Reclassify prior year advertising revenue, for financial statement purposes.								
					<b>24,799.58</b>	<b>24,799.58</b>		
<b>Net Income (Loss)</b>			<b>224,898.49</b>					

DS  


Prepared by KU 10/21/2021 Partner Review	Prepared by Administrator	Prepared by Manager Review
--	------------------------------	-------------------------------

# *SCHEDULE C*

**BYLAWS**

SOCIETIES ACT

  
CAROL PREST

**BYLAWS  
OF THE  
BRITISH COLUMBIA SCHOOL SUPERINTENDENTS' ASSOCIATION**

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**BYLAWS  
OF THE  
BRITISH COLUMBIA SCHOOL SUPERINTENDENTS' ASSOCIATION**

**1. INTERPRETATION**

**1.1 Definitions**

In these Bylaws and the Constitution of the Association, unless the context otherwise requires:

- (a) **“Act”** means the *Societies Act*, S.B.C. 2015, c. 18, the regulations prescribed thereunder, all as amended from time to time, and includes any successor legislation thereto;
- (b) **“Address of the Association”** means the registered office address of the Association on record from time to time with the Registrar;
- (c) **“Association”** means the British Columbia School Superintendents' Association, a society under the Act with incorporation number S-30690, and includes this society by any name it may adopt in the future;
- (d) **“Board”** means the Directors acting as authorized by the Act, the Constitution and these Bylaws in managing or supervising the management of the affairs of the Association and exercising the powers of the Association;
- (e) **“Board Resolution”** means:
  - (1) a resolution passed by a simple majority of the votes cast in respect of the resolution by the Directors entitled to vote on such matter:
    - (A) in person at a duly constituted meeting of the Board,
    - (B) by Electronic Means in accordance with these Bylaws, or
    - (C) by combined total of the votes cast in person and by Electronic Means; or
  - (2) a resolution that has been circulated in writing to all Directors and consented to in writing by two-thirds (2/3) of the Directors who would have been entitled to vote on the resolution at a meeting of the Board, and a Board Resolution approved by any of these methods is effective as though passed at a meeting of the Board;
- (f) **“Bylaws”** means the bylaws of the Association as filed with the Registrar;
- (g) **“Chapter”** means a geographic division of the Association and its Members, having such rights and obligations as are set out in Part 15 of these Bylaws;
- (h) **“Chapter Director”** means a Person appointed as Director by the Active Members of a specific Chapter, in accordance with Bylaw 7.5;
- (i) **“Constitution”** means the constitution of the Association as filed with the Registrar;



- (j) **“Directors”** means those Persons who are, or who subsequently become, directors of the Association in accordance with these Bylaws and have not ceased to be directors;
- (k) **“Electronic Means”** means any system or combination of systems, including but not limited to mail, telephonic, electronic, radio, computer or web-based technology or communication facility, that:
  - (1) in relation to a meeting or proceeding, permits all participants to communicate with each other or otherwise participate contemporaneously, in a manner comparable, but not necessarily identical, to a meeting where all were present in the same location, and
  - (2) in relation to a vote, permits all eligible voters to cast a vote on the matter for determination in a manner that adequately discloses the intentions of the voters;
- (l) **“Executive Director”** means the Senior Manager appointed pursuant to Bylaw 13.1 with the duties described in Bylaw 13.2;
- (m) **“General Meeting”** means a meeting of the Members, and includes an annual general meeting and any special or extraordinary general meetings of the Association;
- (n) **“Income Tax Act”** means the *Income Tax Act*, R.S.C. 1985 (5<sup>th</sup> Supp.), c.1 as amended from time to time;
- (o) **“Members”** means those Persons who are, or who subsequently become, members of the Association in accordance with these Bylaws and, in either case, have not ceased to be members;
- (p) **“Membership Year”** means the period of approximately one (1) year that relates to the term of Members, which period may be set by the Board from time to time, and until otherwise set shall be from July 1 of each year until June 30 of the following year;
- (q) **“Ordinary Resolution”** means:
  - (1) a resolution passed by a simple majority of the votes cast in respect of the resolution by those Members entitled to vote:
    - (A) in person at a duly constituted General Meeting, or
    - (B) by Electronic Means in accordance with these Bylaws, or
    - (C) by combined total of the votes cast in person at a General Meeting and the votes cast by Electronic Means; or
  - (2) a resolution that has been circulated in writing to the Members and consented to in writing by at least two-thirds (2/3) of the voting Members, and an Ordinary Resolution approved by any one or more of these methods is effective as though passed at a General Meeting;
- (r) **“Organization”** means an association, corporation, partnership or society;

- (s) **“Past-President”** means the Person, if any, who is currently serving past-president of the Association in accordance with Bylaw 7.7;
- (t) **“Person”** means a natural person;
- (u) **“President”** means the Person elected to the office of president of the Association in accordance with these Bylaws;
- (v) **“Registered Address”** of a Member or Director means the work address of that Person as recorded in the register of Members or the register of Directors, as the case may be;
- (w) **“Registrar”** means the Registrar of Companies of the Province of British Columbia;
- (x) **“Secretary”** means a Person elected to the office of secretary of the Association in accordance with these Bylaws;
- (y) **“Senior Manager”** means a Person appointed by the Board under Bylaw 13.1, if any, to exercise the Board’s delegated authority to manage the activities or internal affairs of the Association as a whole or in respect of a principal unit of the Association;
- (z) **“Special Resolution”** means:
  - (1) a resolution, of which the notice required by the Act and these Bylaws has been provided, passed by at least two-thirds (2/3) of the votes cast in respect of the resolution by those Members entitled to vote:
    - (A) in person at a duly constituted General Meeting,
    - (B) by Electronic Means in accordance with these Bylaws, or
    - (C) by combined total of the votes cast in person at a General Meeting and the votes cast by Electronic Means; or
  - (2) a resolution that has been circulated in writing to the Members and consented to in writing by every Member who would have been entitled to vote on the resolution in person at a General Meeting,
 and a Special Resolution approved by any one or more of these methods is effective as though passed at a General Meeting;
- (aa) **“Treasurer”** means a Person elected to the office of treasurer of the Association in accordance with these Bylaws; and
- (bb) **“Vice-President”** means a Person elected to the office of vice-president of the Association in accordance with these Bylaws.

## 1.2 **Societies Act Definitions**

Except as otherwise provided, the definitions in the Act on the date these Bylaws become effective apply to these Bylaws and the Constitution.

### 1.3 Language Conventions

In these Bylaws:

- (a) a word defined in the plural form includes the singular and vice-versa; and
- (b) the gender neutral pronouns “they”, “them” or “their” are used throughout these Bylaws and are to read as being inclusive of all genders and gender-identities.

## 2. MEMBERSHIP

### 2.1 Composition of Membership

Membership in the Association is restricted to:

- (a) those Persons who transition as Members in accordance with Bylaw 2.5(a); and
- (b) those Persons who are subsequently admitted as Members in accordance with these Bylaws.

### 2.2 Classes of Membership

The Association will have one (1) class of voting membership, called Active Members, and one (1) class of non-voting membership, called Associate Members.

### 2.3 Eligibility for Active Membership

A Person is eligible to be accepted as an Active Member if they are:

- (a) nineteen (19) years of age or older;
- (b) employed in public education in the Province of British Columbia in one of the following capacities, or an equivalent position as determined by the Board in its discretion:
  - (i) Superintendent of Schools,
  - (ii) Deputy Superintendent of Schools,
  - (iii) Assistant Superintendent of Schools,
  - (iv) Associate Superintendent of Schools,
  - (v) Director of Instruction,
  - (vi) District Principal or Vice-Principal; and
- (c) interested in supporting the purposes and the activities of the Association.

### 2.4 Eligibility for Associate Membership

A Person is eligible to be accepted as an Associate Member if they:

- (a) are nineteen (19) years of age or older;

- (b) were previously an Active Member of the Association;
- (c) are no longer eligible as an Active Member; and
- (d) continue to be interested in supporting the purposes and the activities of the Association.

## 2.5 Transition of Membership

On the date these Bylaws come into force:

- (a) each Person who is a member of the Association in good standing and who is eligible for membership under these Bylaws will continue as a Member in the appropriate class as determined by the Board until the conclusion of the current Membership Year, unless they otherwise cease to be a Member in accordance with these Bylaws; and
- (b) each Person who is a member of the Association not in good standing or who is ineligible for membership under these Bylaws will be deemed to have resigned from membership effective that date.

## 2.6 Application for Membership

An eligible Person may apply to the Association to become a Member by:

- (a) submitting a completed application, in such form and manner as may be established by the Association, at the Address of the Association;
- (b) paying all applicable membership fees and dues; and
- (c) submitting such information or documentation as the membership coordinator may require to confirm eligibility for membership.

## 2.7 Membership Coordinator

The Board may delegate the review and acceptance of new applications and re-applications for membership to a Person or committee, which Person or committee will be referred to for the purposes of these Bylaws as the membership coordinator.

If no membership coordinator is designated by the Board, then the duties for that position set out in these Bylaws remain with the Board.

## 2.8 Reviewing and Acceptance of Application

The membership coordinator, if any, will review all applications for membership in the Association and may, if necessary to determine eligibility for membership, request the Person to provide further information or documentation in support of the application.

The membership coordinator may, by entering the Person's information into the register of members, accept that Person as a Member in the appropriate class as determined in accordance with these Bylaws.

The membership coordinator, will regularly report to the Board regarding applications for membership received and approved.

## **2.9 Referral of Application to Board**

The membership coordinator, may at any time refer an application for membership to the Board for further consideration and, if so referred, the Board may, by Board Resolution, accept, postpone or refuse such application for membership.

The Board may refuse or postpone an application for membership for any reason which, in the Board's view, is necessary or prudent to protect the reputation and integrity of the Association.

## **2.10 Membership not Transferable**

Membership is not transferable by a Member.

## **2.11 Re-designation of Membership**

The membership coordinator, if any, may, on application by a Member, or on its own accord, re-designate a Person from one class of membership to another class to reflect any change in circumstances or eligibility.

## **2.12 Chapter Membership**

Each Member shall be assigned to one (1) Chapter, determined as follows:

- (a) the Chapter within which the Member's Registered Address is located; or
- (b) in the event that a Member's Registered Address is not located within the geographical boundaries of any Chapter, the Chapter closest to the Member's Registered Address, as determined by the membership coordinator.

## **2.13 Term of Membership**

Once accepted as a Member, a Person continues as a Member until close of business on the 90<sup>th</sup> day following the conclusion of the current Membership Year, unless they cease prior to the conclusion of the current Membership Year to be a Member in accordance with these Bylaws.

## **2.14 Renewal and Re-application of Membership**

A Member who continues to be eligible may renew their membership prior to its expiry in such manner as may be determined by the Board from time to time.

A Person whose membership has expired or otherwise ceased other than by expulsion and who remains eligible may re-apply for membership after its expiry in accordance with Bylaw 2.6.

A Person expelled from membership may, unless prohibited by the terms of the expulsion resolution, re-apply for membership in accordance with the terms of the expulsion resolution, provided that if the expulsion resolution does not restrict re-application, the Person may re-apply for membership after one (1) year from the date of expulsion.

## 2.15 Cessation of Membership

A Person will immediately cease to be a Member:

- (a) upon the date which is the later of:
  - (1) the date of delivering their resignation in writing to the member coordinator or to the Address of the Association; and
  - (2) the effective date of the resignation stated thereon;
- (b) on close of business on the date which is 90 days following the final day of the current Membership Year, unless renewed in accordance with Bylaw 2.14;
- (c) upon their expulsion; or
- (d) upon their death.

## 3. MEMBERSHIP RIGHTS AND OBLIGATIONS

### 3.1 Rights of Membership

In addition to any rights conferred by the Act, a Member [in good standing] has the following rights and privileges of membership, by class:

#### **Active Member**

- (a) to receive notice of, and to attend, all General Meetings;
- (b) to make or second motions at a General Meeting and to speak in debate on motions under consideration in accordance with such rules of order as may be adopted;
- (c) to exercise a vote on matters for determination at General Meetings or otherwise by the Members;
- (d) may nominate qualified Persons to stand for election as Directors, in accordance with these Bylaws;
- (e) may be nominated, if qualified, to stand for election as a Director, in accordance with these Bylaws;
- (f) may serve on committees of the Association, as invited; and;
- (g) may participate in the programs and initiatives of the Association, in accordance with such criteria as may be determined by the Board from time to time.

#### **Associate Member**

- (h) to receive notice of, and to attend, all General Meetings;
- (i) to speak in debate on motions under consideration in accordance with such rules of order as may be adopted;
- (j) may serve on committees of the Association, as invited; and;

- (k) may participate in the programs and initiatives of the Association, in accordance with such criteria as may be determined by the Board from time to time.

### **3.2 Member not in Good Standing**

A Member who is not in good standing has the right to receive notice of, and to attend, all General Meetings, and may, in the Board's sole discretion, participate in programs or initiatives of the Association (subject to eligibility) but is suspended from all of the other rights and privileges described in Bylaw 3.1 for so long as they remain not in good standing.

### **3.3 Dues**

The Board will, by Board Resolution, determine the dues or fees payable by Members from time to time and in the absence of such determination by the Board, dues are deemed to be nil.

The Board may determine that:

- (a) different dues or fees will apply to different classes of membership; and
- (b) dues may be pro-rated, reduced or waived in cases of hardship or other appropriate circumstances.

Once determined, dues and fees are deemed to continue each year until altered by Board Resolution.

Members are responsible for payment of dues and fees as set by the Board, when due and owing.

### **3.4 Standing of Members**

All Members are deemed to be in good standing except a Member who has failed to pay such annual membership dues as are determined by the Board, if any, when due and owing and such Member is not in good standing so long as such amount remains unpaid.

### **3.5 Compliance with Constitution, Bylaws and Policies**

Every Member will, at all times:

- (a) uphold the Constitution and comply with these Bylaws, the regulations and the policies of the Association in effect from time to time;
- (b) abide by such codes of conduct and ethics adopted by the Association; and
- (c) further and not hinder the purposes, aims and objectives of the Association.

### **3.6 Expulsion of Member**

Following an appropriate investigation or review of a Member's conduct or actions, the Board may, by Board Resolution, expel a Member for conduct which, in the reasonable opinion of the Board:

- (a) is improper or unbecoming for a Member;

- (b) is contrary to Bylaw 3.5; or
- (c) is likely to endanger the reputation or hinder the interests of the Association.

The Board must provide notice of a proposed expulsion to the Member in question, accompanied by a brief statement of the reasons for the disciplinary action.

A Member who is the subject of the proposed expulsion will be provided a reasonable opportunity to respond to the proposed discipline at or before the Board Resolution for expulsion is considered by the Board.

### **3.7 No Distribution of Income to Members**

No part of the income of the Association will be payable to, or otherwise available for the personal benefit of, any Member unless otherwise in accordance with the *Income Tax Act*.

The activities and purposes of the Association shall be carried on without purpose of gain for its members and any income, profits or other accretions to the Association shall be used in promoting the purposes of the association, provided that the Association may compensate a member for full and valuable consideration in the form of services given or property transferred by the member to the Association and may reimburse a member for reasonable expenses incurred by the member in the performance of their duties on behalf of the Association.

## **4. MEETINGS OF MEMBERS**

### **4.1 Time and Place of General Meetings**

The General Meetings of the Association will be held at such times and places, in accordance with the Act, as the Board decides.

### **4.2 Annual General Meetings**

An annual general meeting will be held at least once in every calendar year and in accordance with the Act.

### **4.3 Extraordinary General Meeting**

Every General Meeting other than an annual general meeting is an extraordinary general meeting.

### **4.4 Calling of Extraordinary General Meeting**

The Association will convene an extraordinary general meeting by providing notice in accordance with the Act and these Bylaws in any of the following circumstances:

- (a) at the call of the President;
- (b) when resolved by Board Resolution; or
- (c) when such a meeting is requisitioned by the Members in accordance with the Act.



#### 4.5 Notice of General Meeting

During any period when the Association has at least the number of Members required by the Act, the Association will provide notice of every General Meeting to each Member by:

- (a) e-mail, sent to each Member who has provided the Association with an e-mail address, not less than fourteen (14) days and not more than sixty (60) days prior to the date of the General Meeting; and
- (b) posting notice of the General Meeting on the Association's website for Members, for at least twenty-one (21) days immediately prior to the date of the General Meeting.

If at any point the Association has less Members than the number required by the Act, the Association will, in accordance with Bylaw 19.1, send notice of every General Meeting to:

- (c) each Member shown on the register of Members on the date the notice is sent; and
- (d) the auditor of the Association, if any is appointed,

not less than fourteen (14) days and not more than sixty (60) days prior to the date of the General Meeting.

No other Person is entitled to be given notice of a General Meeting, but the Association may send notice to other Persons, in the Board's discretion.

#### 4.6 Contents of Notice

Notice of a General Meeting will specify the place, the day and the time of the meeting and will include the text of every Special Resolution to be proposed or considered at that meeting.

If the Board has decided to hold a General Meeting with participation by Electronic Means, the notice of that meeting must inform Members how they may participate by Electronic Means.

#### 4.7 Omission of Notice

The accidental omission to give notice of a General Meeting to a Member, or the non-receipt of notice by a Member, does not invalidate proceedings at that meeting.

### 5. PROCEEDINGS AT GENERAL MEETINGS

#### 5.1 Business Required at Annual General Meeting

The following business is required to be conducted at each annual general meeting of the Association:

- (a) the adoption of an agenda;
- (b) the approval of the minutes of the previous annual general meeting and any extraordinary general meetings held since the previous annual general meeting;

- (c) consideration of the financial statements and the report of the auditor thereon, if any;
- (d) the election or appointment of Directors, as necessary;
- (e) consideration of any Members' proposals submitted in accordance with the Act; and
- (f) such other business, if any, required by the Act or at law to be considered at an annual general meeting.

The annual general meeting may include other business as determined by the Board in its discretion.

## 5.2 Attendance at General Meetings

Each Member, Director and the Association's auditor, if any, is entitled to attend every General Meeting. In addition, the Board may also invite any other Person or Persons to attend a General Meeting as observers and guests. All observers and guests may only address the General Meeting assembly at the invitation of the Person presiding as chairperson, or by Ordinary Resolution.

## 5.3 Electronic Participation in General Meetings

The Board may decide, in its discretion, to hold any General Meeting in whole or in part by Electronic Means.

When a General Meeting is to be conducted using Electronic Means, the Board must take reasonable steps to ensure that all participants are able to communicate and participate in the meeting adequately and, in particular, that remote participants are able to participate in a manner comparable to participants present in person, if any.

Persons participating by Electronic Means are deemed to be present at the General Meeting.

## 5.4 Quorum

A quorum for the conduct of business at a General Meeting is a number of Active Members in good standing equal to the greater of:

- (a) ten percent (10%) of the total number of Active Members in good standing on the date of the meeting; or
- (b) three (3) Members in good standing on the date of the meeting.

No business, other than the election of a Person to chair the meeting and the adjournment or termination of the meeting, will be conducted at a General Meeting at a time when a quorum is not present. If at any time during a General Meeting there ceases to be a quorum present, business then in progress will be suspended until there is a quorum present or until the meeting is adjourned or terminated.

### **5.5 Lack of Quorum**

If within thirty (30) minutes from the time appointed for a General Meeting a quorum is not present, the meeting, if convened on the requisition of Members, will be terminated, but in any other case it will stand adjourned to the next day, at the same time and place, and if at the adjourned meeting a quorum is not present within thirty (30) minutes from the time appointed for the meeting, the Members present will constitute a quorum and the meeting may proceed.

### **5.6 Chairperson at General Meetings**

The President (or, in the absence or inability of the President, the Vice-President) will, subject to a Board Resolution appointing another Person, preside as chairperson at all General Meetings.

If at any General Meeting the President, Vice-President or such alternate Person appointed by a Board Resolution, if any, is not present within fifteen (15) minutes after the time appointed for the meeting, the Directors present may select one of their number to preside as chairperson at that meeting.

### **5.7 Alternate Chairperson**

If a Person presiding as chairperson of a General Meeting wishes to step down as chairperson for all or part of that meeting, they 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, they may preside as chairperson.

### **5.8 Chairperson to Determine Procedure**

In the event of any doubt, dispute or ambiguity in relation to procedural matters or parliamentary process at a General Meeting, the Person presiding as chairperson will have the authority to interpret and apply such rules of order as the meeting has adopted, if any, and determine matters in accordance with those rules, as well as the Act and these Bylaws.

### **5.9 Adjournment**

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

### **5.10 Notice of Adjournment**

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 fourteen (14) days, in which case notice of the adjourned meeting will be given as in the case of the original meeting.

### **5.11 Minutes of General Meetings**

The Secretary or such other Person designated by the Board will ensure that minutes are taken for all General Meetings.

## **6. VOTING BY MEMBERS**

### **6.1 Ordinary Resolution Sufficient**

Unless the Act, these Bylaws or adopted rules of order provide otherwise, every issue for determination by a vote of the Members will be decided by an Ordinary Resolution.

### **6.2 Entitlement to Vote**

Each Active Member in good standing is entitled to one (1) vote on matters for determination by the Members. No other Person, including an Associate Member, is entitled to vote on a matter for determination by the Members, whether at a General Meeting or otherwise.

### **6.3 Voting Other than at General Meeting**

The Board may, in its sole discretion, conduct a vote of the Active Members other than at a General Meeting, whether by mail-in ballot or Electronic Means, provided in each case that the Association provides each Active Member in good standing with notice of:

- (a) the text of the resolutions to be voted on;
- (b) the open and closing dates for casting a vote; and
- (c) instructions on how an Active Member may cast a vote.

### **6.4 Voting Methods**

Voting by Active Members may occur by any one or more of the following methods, in the discretion of the Board:

- (a) by show of hands or voting cards;
- (b) by written ballot; or
- (c) by vote conducted by Electronic Means.

Where a vote is to be conducted by show of hands or voting cards, and prior to the question being put to a vote, a number of Active Members equal to not less than ten percent (10%) of the votes present may request a secret ballot, and where so requested the vote in question will then be conducted by written ballot or other means whereby the tallied votes can be presented anonymously in such a way that it is impossible for the assembly to discern how a given Member voted.

### **6.5 Voting by Chair**

If the Person presiding as chairperson of a General Meeting is a Member, then they may, in their sole discretion, cast a vote on any motion or resolution under consideration at the same time as voting occurs by all Members. A Person presiding as chairperson who is not a Member has no vote.

The Person presiding as chairperson of a General Meeting does not have a second or a casting vote in the event of a tie and a motion or resolution that is tied is defeated.

## 6.6 Voting by Proxy

Voting by proxy is not permitted.

## 7. DIRECTORS

### 7.1 Management of Property and Affairs

The Board will have the authority and responsibility to manage, or supervise the management of, the property and the affairs of the Association.

### 7.2 Qualifications of Directors

Pursuant to the Act, a Person may not be nominated, elected or appointed to serve (or continue to serve) as a Director if they:

- (a) are less than nineteen (19) years of age;
- (b) have been found by any court, in Canada or elsewhere, to be incapable of managing their own affairs;
- (c) are an undischarged bankrupt; or
- (d) have been convicted of a prescribed offence within the prescribed period, for which no pardon has been granted, in accordance with the Act; or

In addition to the foregoing, a Person may not be nominated, elected or appointed to serve (or continue to serve) as a Director if they are not an Active Member in good standing.

### 7.3 Composition of Board

The Board will be composed of a minimum of nine (9) and a maximum of fifteen (15) Directors, as follows:

- (a) the President and Vice-President, as elected by the Active Members generally in accordance with Bylaw 8.2 and Part 9;
- (b) the Past-President, if any, in accordance with Bylaw 7.7;
- (c) at least six (6) Chapter Directors, comprised of one (1) Chapter Director appointed by and from each specific Chapter in accordance with Bylaw 7.5;
- (d) at least one (1) and not more than two (2) Directors elected by the Active Members generally in accordance with Part 9; and
- (e) up to four (4) Directors appointed by the Board in accordance with Bylaw 7.6;

### 7.4 Invalidation of Acts

No act or proceeding of the Board is invalid by reason only of there being fewer than the required number of Directors in office.

### 7.5 Appointment of Chapter Directors

Subject to these Bylaws and in accordance with its own established processes, each Chapter may select an Active Member from within the Chapter who is qualified in accordance with Bylaw 7.2 to appoint as a Chapter Director. Selection will normally occur prior to the Association's annual general meeting in any year in which an appointment from that Chapter is required. Following the selection, the Chapter will provide notice of the selection to the Board and the appointment will be effective on the date the notice is received by the Board or such later date as may be specified in the notice.

### 7.6 Appointment of Directors by Board

The Board may, from time to time by Board Resolution, appoint as a Director a Person who :

- (a) is qualified in accordance with Bylaw 7.2; and
- (b) has, in the Board's determination, expertise, skills or knowledge that is beneficial to the Board or to the Association,

provided that there cannot be more than four (4) Directors appointed pursuant to this Bylaw serving on the Board at any one time.

### 7.7 Past-President

A Person who:

- (a) completed a full term as President immediately prior to the current Person serving as President; and
- (b) remains an Active Member in good standing,

may, if they consent, continue as Past-President, and the term of such Person as a Director is automatically extended for one (1) year following the expiry of their most recently completed term of office.

### 7.8 Term of Directors

The term of office of Directors will normally be two (2) years. However, the Board may by Board Resolution determine that some or all vacant Directors' positions will have a term of less than two (2) years, the length of such term to be determined by the Directors in their discretion.

For purposes of calculating the duration of a Director's term of office, the term will be deemed to commence at the close of the annual general meeting at which such Director was elected. If, however, the Director was elected at an extraordinary general meeting their term of office will be deemed to have commenced at the close of the annual general meeting next following such extraordinary general meeting.

### **7.9 Consecutive Terms and Term Limits**

A Person may serve, if they remain qualified, as a Director in any position or combination of positions (excepting Past-President) for up to eight (8) consecutive years, by any combination of terms.

A Person who has served as a Director for eight (8) consecutive years may not be re-elected or re-appointed for at least one (1) year following the expiry of their latest term, provided that the Past-President may serve an additional year, in accordance with Bylaw 7.7.

### **7.10 Transition of Directors' Terms**

Each Person who is a Director on the date these Bylaws come into force will continue as a Director for the remaining term to which they were elected, unless they otherwise cease to be a Director in accordance with these Bylaws.

Any previous terms served by Directors prior to these Bylaws coming into force will be counted towards the term limits set out below.

### **7.11 Extension of Term to Maintain Minimum Number of Directors**

Every Director serving a term of office will retire from office at the close of the annual general meeting in the year in which their term expires, provided that if insufficient successors are elected and the result is that the number of Directors would fall below eight (8), the Person or Persons previously elected as Directors may, if they consent, continue to hold office, and the term of such Director or Directors is deemed to be extended, until such time as successor Directors are elected.

### **7.12 Appointment to fill Vacancy**

If a Director who was elected by the Active Members (other than a Chapter Director) ceases to hold office before the expiry of their term, the Board, by Board Resolution, may, in its discretion, appoint another Active Member qualified in accordance with Bylaw 7.2 to fill the resulting vacancy. The position occupied by a replacement Director appointed will become available for election at the next annual general meeting and each such appointed replacement Director will continue in office until the conclusion of the next annual general meeting unless they otherwise cease to be a Director in accordance with these Bylaws. The appointed replacement Director may run for the vacant position.

If a Chapter Director ceases to hold office before the expiry of their term, the relevant Chapter may appoint another Active Member qualified in accordance with Bylaw 7.2 as a replacement Chapter Director to fill the resulting vacancy for the remainder of the unexpired term.

The period during which a Person serves as an appointed replacement Director (including a Chapter Director) does not count toward the term limits set out above.

### 7.13 Removal of Director

Any Director may be removed before the expiration of their term of office by either of the following methods:

- (a) by Special Resolution; or
- (b) by Board Resolution.

If by Special Resolution, the Members may elect a replacement Director by Ordinary Resolution to serve for the balance of the removed Director's term of office.

If by Board Resolution, the Director proposed for removal has a conflict of interest and may not vote on the Board Resolution, but is entitled to not less than seven (7) days' advance notice in writing of the proposed Board Resolution and to address the Board prior to the vote on the resolution.

### 7.14 Ceasing to be a Director

A Person will immediately cease to be a Director:

- (a) upon the date which is the later of:
  - (1) the date of delivering their resignation in writing to the President or to the Address of the Association; and
  - (2) the effective date of the resignation stated therein;
- (b) upon the expiry of their term;
- (c) upon the date such Person is no longer qualified pursuant to Bylaw 7.2;
- (d) upon their removal; or
- (e) upon their death.

## 8. OFFICERS

### 8.1 Officers

The officers of the Association are the President, Vice-President, Secretary and Treasurer, together with such other officers, if any, as the Board, in its discretion, may create. All officers must be Directors.

The Board may, by Board Resolution, create and remove such other officers of the Association as it deems necessary and determine the duties and responsibilities of all officers.

### 8.2 Election and Term of President and Vice-President

The President and Vice-President will be elected by the membership in accordance with Part 9 of these Bylaws. A Person must have served at least one (1) full year as a Director in order to be eligible to be nominated, elected or appointed to serve as President.



The term of office for the President and for the Vice-President will each be one (1) year, commencing on the date the Director is elected in accordance with Part 9 and continuing until the conclusion of the next following annual general meeting, unless subsequently re-elected. A Person may be elected to consecutive terms as President or as Vice-President, provided that a Person cannot serve more than three (3) consecutive years as President, and not more than three (3) consecutive years as Vice-President, respectively.

### **8.3 Appointment and Term of Secretary and Treasurer**

At the first meeting of the Board following an annual general meeting, the Board will elect or appoint the Secretary and the Treasurer.

The term of office for the Secretary and for the Treasurer will each be one (1) year, commencing on the date the Director is elected or appointed as an officer and continuing until the conclusion of the first meeting of the Board held after the next following annual general meeting. A Director may be appointed as Secretary or Treasurer for consecutive terms, without limits.

### **8.4 Removal of Officers**

A Person may be removed as an officer by Board Resolution.

### **8.5 Replacement**

Should any other officer for any reason be unable to complete their term, the Board will remove such officer from their office and will appoint a replacement from among the current Directors without delay.

### **8.6 Duties of President**

The President will supervise the other officers in the execution of their duties and will preside at all meetings of the Association and of the Board.

### **8.7 Duties of Vice-President**

The Vice-President will assist the President in the performance of their duties and will, in the absence of the President, perform those duties. The Vice-President will also perform such additional duties as may be assigned by the Board.

### **8.8 Duties of Secretary**

The Secretary will be responsible for making the necessary arrangements for:

- (a) the issuance of notices of meetings of the Association and the Board;
- (b) the keeping of minutes of all meetings of the Association and the Board;
- (c) the custody of all records and documents of the Association, except those required to be kept by the Treasurer;
- (d) the maintenance of the register of Members; and

- (e) the conduct of the correspondence of the Association.

#### **8.9 Duties of Treasurer**

The Treasurer will be responsible for making the necessary arrangements for:

- (a) the keeping of such financial records, reports and returns, including books of account, as are necessary to comply with the Act and the *Income Tax Act*; and
- (b) the rendering of financial statements to the Directors, Members and others, when required.

#### **8.10 Absence of Secretary at Meeting**

If the Secretary is absent from any General Meeting or meeting of the Board, the Directors present will appoint another Person to act as secretary at that meeting.

#### **8.11 Combination of Offices of Secretary and Treasurer**

The offices of Secretary and Treasurer may be held by one Person who will be known as the Secretary-Treasurer.

### **9. NOMINATION AND ELECTION OF DIRECTORS**

#### **9.1 Nomination of Directors**

Nominations for election as President, Vice-President or as a Director generally must be made in accordance with these Bylaws, and such policies and procedures as are established by the Board from time to time.

All nominations for President, Vice-President and Director elected by the Active Members generally are subject to the following rules:

- (a) Nominations may be made by Active Members in good standing, or by such nominations committee as may be established. Associate Members are not entitled to make nominations;
- (b) a qualified Active Member in good standing may nominate themselves;
- (c) a nominee must be an Active Member in good standing to be nominated and must remain an Active Member in good standing in order throughout the period to stand for election;
- (d) a nomination must be made in writing, in a form established by the Association, and signed by:
  - (i) the nominating Active Member,
  - (ii) the nominee, and
  - (iii) in the case of a self-nomination, by one (1) other Active Member in good standing;

- (e) an Active Member may not nominate more than one (1) eligible nominee for each of the positions of President and Vice-President, and may not nominate more nominees than the total number of Director positions available for election; and
- (f) nominations must be submitted in advance of an election, in accordance with such deadlines as may be established by the Board. Nominations will not be permitted from the floor at a General Meeting.

## 9.2 Elections Generally

The President, the Vice-President, and up to two additional Directors will be elected by acclamation or by vote of the Active Members and such election will normally take place at, or prior to, the annual general meeting and Directors so elected will take office commencing at the close of such meeting. A Chapter Director will be elected or appointed in accordance with Bylaw 7.5.

All Directors must be elected or appointed in accordance with the applicable provisions of these Bylaws and such policies and procedures as are established by the Board from time to time.

## 9.3 Election by Acclamation

In elections where the number of eligible nominees for a given position at the close of the nomination period is equal to or less than the number of positions of that kind that will become vacant at the close of the next annual general meeting, then the eligible nominee(s) are deemed to be elected by acclamation and no vote will be required.

## 9.4 Election by Secret Ballot

In elections where there are more eligible nominees for a given position at the close of the nomination period than vacant positions coming available, election for that position will be by secret ballot and the following rules apply:

- (a) the secret ballot may be conducted by written ballot or Electronic Means, either at or prior to the annual general meeting, all at the discretion of the Board;
- (b) ballots will be sent or otherwise made accessible to all Active Members in good standing participating in the election, and only to those Persons;
- (c) each ballot will include the name of each eligible nominee and the number of vacancies to be filled;
- (d) no Member will vote for more Directors than the number of vacant positions. Any ballot will be deemed to be void if it records votes for more nominees than there are vacant positions;
- (e) ballots will be counted following the close of the election period by scrutineers appointed by the Board;
- (f) nominees will be deemed to be elected in order of those nominees receiving the most votes;

- (g) in the event of a tie between two (2) or more eligible nominees for the final vacant position, the scrutineers will place one (1) ballot marked for each tied nominee into a suitable container and the President will draw one (1) ballot from the container at random, and the selected nominee will be elected to the final vacant position; and
- (h) the results of an election by secret ballot will be announced to all Members following the counting of the ballots.

## 9.5 **Nomination and Election Policies**

The Board may establish, by Board Resolution from time to time, such additional policies and procedures related to the nomination and election of Directors as it determines necessary or prudent for the Association, provided that no such policy and procedure is valid to the extent that it is contrary to the Act or these Bylaws.

## 10. **POWERS AND RESPONSIBILITIES OF THE BOARD**

### 10.1 **Powers of Directors**

The Board may exercise all such powers and do all such acts and things as the Association 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 nevertheless subject to the provisions of:

- (a) all laws affecting the Association; and
- (b) these Bylaws and the Constitution.

Without limiting the generality of the foregoing, the Board will have the power to make expenditures, including grants, gifts and loans, whether or not secured or interest-bearing, in furtherance of the purposes of the Association. The Board will also have the power to enter into trust arrangements or contracts on behalf of the Association in furtherance of the purposes of the Association.

### 10.2 **Duties of Directors**

Pursuant to the Act, every Director will:

- (a) act honestly and in good faith with a view to the best interests of the Association;
- (b) exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances;
- (c) act in accordance with the Act and the regulations thereunder; and
- (d) subject to Bylaws 10.2(a) to 10.2(c), act in accordance with these Bylaws.

Without limiting Bylaws 10.2(a) to 10.2(d), a Director, when exercising the powers and performing the functions of a Director, must act with a view to the purposes of the Association.

### **10.3 Policies and Procedures**

The Board may establish such rules, regulations, policies or procedures relating to the affairs of the Association as it deems expedient, provided that no rule, regulation, policy or procedure is valid to the extent that it is inconsistent with the Act, the Constitution or these Bylaws.

### **10.4 External Appointments**

The Board may nominate or appoint a Person or Persons to serve as liaisons, advisors, committee members or similar positions to another organization, and may delegate the nomination or appointment of such Persons to the Executive Director or another designate, all as the Board determines in its discretion.

### **10.5 Remuneration of Directors and Officers and Reimbursement of Expenses**

A Director shall not receive any remuneration for acting as a Director. However, a Director may be reimbursed for all expenses necessarily and reasonably incurred by them while engaged in the affairs of the Association, provided that all claims for reimbursement are in accordance with established policies.

### **10.6 Investment of Property and Standard of Care**

If the Board is required to invest funds on behalf of the Association, the Board may invest the property of the Association in any form of property or security in which a prudent investor might invest. The standard of care required of the Directors is that they will exercise the care, skill, diligence and judgment that a prudent investor would exercise in making investments in light of the purposes and distribution requirements of the Association. The Board may establish further policies related to the investment of the Association's funds and property, provided that such policies are not contrary to the Act or these Bylaws.

### **10.7 Investment Advice**

The Directors may obtain advice with respect to the investment of the property of the Association and may rely on such advice if a prudent investor would rely upon the advice in comparable circumstances.

### **10.8 Delegation of Investment Authority to Agent**

The Directors may delegate to a stockbroker, investment dealer, or investment counsel the degree of authority with respect to the investment of the Association's property that a prudent investor might delegate in accordance with ordinary business practice.

## **11. PROCEEDINGS OF THE BOARD**

### **11.1 Board Meetings**

Meetings of the Board may be held at any time and place determined by the Board.

### 11.2 Regular Meetings

The Board may decide to hold regularly scheduled meetings to take place at dates and times set in advance by the Board. Once the schedule for regular meetings is determined and notice given to all Directors, no further notice of those meetings is required to be provided to a Director unless:

- (a) that Director was not in office at the time notice of regular meetings was provided; or
- (b) the date, time or place of a regular meeting has been altered.

### 11.3 Ad Hoc Meetings

The Board may hold an ad hoc meeting in any of the following circumstances:

- (a) at the call of the President; or
- (b) by request of any two (2) or more Directors.

### 11.4 Notice of Board Meetings

At least two (2) days' notice will be sent to each Director of a board meeting.

However, no formal notice will be necessary if all Directors were present at the preceding meeting when the time and place of the meeting was decided or are present at the meeting or waive notice thereof in writing or give a prior verbal waiver to the Secretary.

For the purposes of the first meeting of the Board held immediately following the election of a Director or Directors conducted 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.

If a meeting of the Board will permit participation by Electronic Means, the notice of that meeting must inform Directors and other participants (if any) that they may participate by Electronic Means.

### 11.5 Attendance at Board Meetings

Every Director is entitled to attend each meeting of the Board.

No other Person is entitled to attend meetings of the Board, but the Board by Board Resolution may invite any Person or Persons to attend one or more meetings of the Board as advisors, observers or guests.

### 11.6 Participation by Electronic Means

The Board may determine, in its discretion, to hold any meeting or meetings of the Board in whole or in part by Electronic Means.

When a meeting of the Board is conducted by Electronic Means, the Association must take reasonable steps to ensure that all participants are able to communicate and participate in the meeting.

### 11.7 **Quorum**

Quorum for meetings of the Board will be a majority of the Directors currently in office.

### 11.8 **Director Conflict of Interest**

A Director who has a direct or indirect material interest in a contract or transaction (whether existing or proposed) with the Association, or a matter for consideration by the Directors:

- (a) will be counted in the quorum at a meeting of the Board at which the contract, transaction or matter is considered;
- (b) will disclose fully and promptly the nature and extent of their interest in the contract, transaction or matter;
- (c) is not entitled to vote on the contract, transaction or matter;
- (d) will absent themselves from the meeting or portion thereof:
  - (1) at which the contract, transaction or matter is discussed, unless requested by the Board to remain to provide relevant information; and
  - (2) in any case, during the vote on the contract, transaction or matter; and
- (e) refrain from any action intended to influence the discussion or vote.

The Board may establish further policies governing conflicts of interest of Directors and others, provided that such policies must not contradict the Act or these Bylaws.

### 11.9 **Chairperson at Board Meetings**

The President (or, in the absence or inability of the President, the Vice-President) will, subject to a Board Resolution appointing another Person, preside as chairperson at all meetings of the Board.

If at any meeting of the Board the President, Vice-President or such alternate Person appointed by a Board Resolution, if any, is not present within fifteen (15) minutes after the time appointed for the meeting or requests that they not chair that meeting, the Directors present may choose one of their number to preside as chairperson at that meeting.

### 11.10 **Alternate Chairperson**

If the Person presiding as chairperson of a meeting of the Board wishes to step down as chairperson for all or part of that meeting, they 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, they may preside as chairperson.

### **11.11 Chairperson to Determine Procedure**

In the event of any doubt, dispute or ambiguity in relation to procedural matters or parliamentary process at a meeting of the Board, the person presiding as chairperson will have the authority to interpret and apply such rules of order as the meeting has adopted, if any, and determine matters in accordance with those rules, as well as the Act and these Bylaws.

### **11.12 Minutes of Board Meetings**

The Secretary or such other Person designated by the Board will ensure that minutes are taken for all meetings of the Board.

## **12. DECISION MAKING AT BOARD MEETINGS**

### **12.1 Passing Resolutions and Motions**

Any issue at a meeting of the Board which is not required by the Act, these Bylaws or such rules of order as may apply to be decided by a resolution requiring more than a simple majority will be decided by Board Resolution.

### **12.2 Resolution in Writing**

A Board Resolution may be in two or more counterparts which together will be deemed to constitute one resolution in writing. Such resolution will be filed with minutes of the proceedings of the Board and will 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.

### **12.3 Entitlement to Vote**

Subject to Bylaw 11.8, each Director is entitled to one (1) vote on all matters at a meeting of Board. No other Person is entitled to a vote at a meeting of the Board.

### **12.4 Procedure for Voting**

Except where expressly provided for in these Bylaws, voting on matters at a meeting of the Board may occur by any one or more of the following mechanisms, in the discretion of the President:

- (a) by show of hands;
- (b) by written ballot;
- (c) by roll-call vote or poll; or
- (d) by Electronic Means.

On the request of any one (1) or more Directors, a vote will be conducted by written ballot or other means whereby the tallied votes can be presented anonymously, in such a way that it is impossible for the assembly to discern how a given Director voted.



### **13. EXECUTIVE DIRECTOR**

#### **13.1 Appointment of Executive Director**

The Board is responsible:

- (a) to appoint the Executive Director, by Board Resolution from time to time as necessary
- (b) to supervise the Executive Director in the performance of their duties.

#### **13.2 Duties of Executive Director**

The Executive Director is the chief of staff for the Association and shall, under the supervision and direction of the Board, be responsible to manage the administration and operations of the Association. The Executive Director shall direct and manage the Association's staff and administrative offices and shall regularly report to and advise the Board on all matters relevant to the affairs of the Association.

The Executive Director will perform such duties as may be assigned by these Bylaws and such policies as the Board may establish.

#### **13.3 Removal of Senior Manager**

The Executive Director may be removed by Board Resolution.

### **14. INDEMNIFICATION**

#### **14.1 Indemnification of Directors and Eligible Parties**

To the extent permitted by the Act, each Director and eligible party (as defined by the Act) will be indemnified by the Association against all costs, charges and expenses, including legal and other fees, actually and reasonably incurred in connection with any legal proceeding or investigative action, whether current, threatened, pending or completed, to which that Person by reason of their holding or having held authority within the Association:

- (a) is or may be joined as a party to such legal proceeding or investigative action; or
- (b) is or may be liable for or in respect of a judgment, penalty or fine awarded or imposed in, or an amount paid in settlement of, such legal proceeding or investigative action.

#### **14.2 Purchase of Insurance**

The Association may purchase and maintain insurance for the benefit of any or all Directors, officers, employees or agents against personal liability incurred by any such Person as a Director, officer, employee or agent.

## **15. CHAPTERS**

### **15.1 Current Chapters Continued**

The following six (6) Chapters are continued:

- (a) Fraser Valley Chapter
- (b) Kootenay-Boundary Chapter
- (c) Metro Chapter
- (d) Northern Chapter
- (e) Thompson-Okanagan Chapter; and
- (f) Vancouver Island Chapter.

### **15.2 Additional Chapters**

Additional Chapters may be established or re-organized out of the existing Chapters, as determined by Board Resolution from time to time, and any additional or re-organized Chapter has the same rights and obligations of all other Chapters.

### **15.3 Chapter Policies**

The Board may establish policies to administer Chapters, subject to these Bylaws.

### **15.4 Chapter Organization**

Subject to these Bylaws and the policies established by the Board, if any, the Members of a Chapter may determine the internal organization of that Chapter, subject to the following:

- (a) the Chapter's organization may not exceed the purposes set out in the Constitution, and must not be inconsistent with the Bylaws, and to the extent of any such inconsistency, such organization or policy is void;
- (b) the Chapter must establish a system of appointment which will enable the Active Members in that Chapter to select, as and when required under these Bylaws, a qualified Person from among their number to be appointed as a Director; and
- (c) the Chapter's organization must provide that any Active Member appointed as a Director by the Members of that Chapter in accordance with these Bylaws shall automatically become and remain part of the executive of that Chapter for so long as the Person serves as a Director.

## **16. COMMITTEES**

### **16.1 Creation and Delegation to Committees**

The Board may create such standing and special committees, working groups or task forces as may from time to time be required. Any such committee will limit its activities to the purpose or

purposes for which it is appointed and will have no powers except those specifically conferred by Board Resolution.

The Board may delegate any, but not all, of its powers to committees which may be in whole or in part composed of Directors as it thinks fit.

## 16.2 Standing and Special Committees

Unless specifically designated as a standing committee, a committee is deemed to be a special committee and any special committee so created must be created for a specified time period.

A special committee will automatically be dissolved upon the earlier of the following:

- (a) the completion of the specified time period; or
- (b) the completion of the task for which it was created.

## 16.3 Terms of Reference

In the event the Board decides to create a committee, it must establish terms of reference for such committee. A committee, in the exercise of the powers delegated to it, will conform to any rules that may from time to time be imposed by the Board in the terms of reference or otherwise, and will 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 may determine.

## 16.4 Meetings

The members of a committee may meet and adjourn as they think proper and meetings of the committees will be governed *mutatis mutandis* by the rules set out in these Bylaws governing proceedings of the Board.

# 17. EXECUTION OF INSTRUMENTS

## 17.1 Seal

The Association may have a corporate seal but will not use the seal for the purpose of executing documents.

## 17.2 Execution of Instruments

Contracts, documents or instruments in writing requiring execution by the Association may be signed as follows:

- (a) by the President, together with one (1) other Director, or
- (b) in the event that the President is unavailable, by any two (2) Directors,

and all contracts, documents and instruments in writing so signed will be binding upon the Association without any further authorization or formality.

The Board will have power from time to time by Board Resolution to appoint any officer or officers, or any Person or Persons, on behalf of the Association to sign contracts, documents

and instruments in writing generally or to sign specific contracts, documents or instruments in writing.

### **17.3 Signing Officers**

The Board will, from time to time by Board Resolution, appoint signing officers who are authorized to sign cheques and all banking documents on behalf of the Association.

## **18. FINANCIAL MATTERS AND REPORTING**

### **18.1 Accounting Records**

The Association will maintain such financial and accounting records and books of account as are required by the Act and applicable laws.

### **18.2 Borrowing Powers**

In order to carry out the purposes of the Association, the Board may, on behalf of and in the name of the Association, raise, borrow 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.

### **18.3 Restrictions on Borrowing Powers**

The Members may by Ordinary Resolution restrict the borrowing powers of the Board.

### **18.4 When Audit Required**

The Association is not required by the Act to be audited. However, the Association will conduct an audit of its annual financial statements if:

- (a) the Directors determine to conduct an audit by Board Resolution; or
- (b) the Members require the appointment of an auditor by Ordinary Resolution,

in which case the Association will appoint an auditor qualified in accordance with Part 9 of the Act and these Bylaws.

### **18.5 Appointment of Auditor at Annual General Meeting**

If the Association determines to conduct an audit, an auditor will be appointed at an annual general meeting to hold office until such auditor is reappointed at a subsequent annual general meeting or a successor is appointed in accordance with the procedures set out in the Act or until the Association no longer wishes to appoint an auditor.

### **18.6 Vacancy in Auditor**

Except as provided in Bylaw 18.7, the Board will fill any vacancy occurring in the office of auditor and an auditor so appointed will hold office until the next annual general meeting.

### **18.7 Removal of Auditor**

An auditor may be removed and replaced by Ordinary Resolution in accordance with the procedures set out in the Act.

### **18.8 Notice of Appointment**

An auditor will be promptly informed in writing of such appointment or removal.

### **18.9 Auditor's Report**

The auditor, if any, must prepare a report on the financial statements of the Association in accordance with the requirements of the Act and applicable law.

### **18.10 Participation in General Meetings**

The auditor, if any, is entitled in respect of a General Meeting to:

- (a) receive every notice relating to a meeting to which a Member is entitled;
- (b) attend the meeting; and
- (c) be heard at the meeting on any part of the business of the meeting that deals with the auditor's duties or function.

An auditor who is present at a General Meeting at which the financial statements are considered must answer questions concerning those financial statements, the auditor's report, if any, and any other matter relating to the auditor's duties or function.

## **19. NOTICE GENERALLY**

### **19.1 Method of Giving Notice**

Except as otherwise provided in these Bylaws, a notice may be given to a Member or a Director either personally, by delivery, courier or by mail posted to such Person's Registered Address, or, where a Member or Director has provided a fax number or e-mail address, by fax or e-mail, respectively.

### **19.2 When Notice Deemed to have been Received**

A notice sent by mail will be deemed to have been given on the 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 Canadian Government post office receptacle with adequate postage affixed, provided that if, between the time of posting and the deemed giving 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 occurs, then such notice will only be effective when actually received.

Any notice delivered personally, by delivery or courier, facsimile, or electronic mail will be deemed to have been given on the day it was so delivered or sent.

### 19.3 Days to be Counted in Notice

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 and the day on which the event for which notice is given will not be counted in the number of days required.

## 20. MISCELLANEOUS

### 20.1 Dissolution

In the event of winding-up or dissolution of the Association, all funds and property remaining after:

- (a) the payment or satisfaction of all costs, charges and expenses properly incurred in the winding-up or dissolution, including the remuneration of the liquidator,
- (b) the payment to employees of the Association of any arrears of salaries or wages, and
- (c) the payment or satisfaction of all debts and liabilities of the Association,

will be distributed to such one or more "qualified donees" (as that term is defined by the *Income Tax Act*), and in such portions, as is determined by Ordinary Resolution, provided that if determination by Ordinary Resolution is not feasible, such distribution may be determined by Board Resolution.

Any funds or property remaining received for specific purposes will, wherever possible, be distributed to "qualified donees" carrying on work of a similar nature to such specific purposes.

### 20.2 Inspection of Documents and Records

The documents and records of the Association, including the financial and accounting records and the minutes of General Meetings, committee meetings and meetings of the Board, will be open to the inspection of any Director at reasonable times and on reasonable notice.

A Member is entitled, upon providing not less than fourteen (14) days' notice in writing to the Association, to inspect any of the following documents and records of the Association at the Address of the Association during the Association's normal business hours:

- (a) the Constitution and these Bylaws, and any amendments thereto;
- (b) the statement of directors and registered office of the Association;
- (c) minutes of any General Meeting, including the text of each resolution passed at the meeting;
- (d) resolutions of the Members in writing, if any;
- (e) annual financial statements relating to a past fiscal year that have been received by the Members in a General Meeting;
- (f) the register of Directors;
- (g) the register of Members;

- (h) the Association's certificate of incorporation, and any other certificates, confirmations or records furnished to the Association by the Registrar;
- (i) copies of orders made by a court, tribunal or government body in respect of the Association;
- (j) the written consents of Directors to act as such and the written resignations of Directors; and
- (k) the disclosure of a Director or of a senior manager regarding a conflict of interest.

Except as expressly provided by statute or at law, a Member will not be entitled or have the right to inspect any other document or record of the Association. However, subject to such policies as the Board may establish, a Member in good standing may request, in writing delivered to the Address of the Association, to inspect any other document or record of the Association and the Board may allow the Member to inspect the document or a copy thereof, in whole or in part and subject to such redaction as the Board deems necessary, all in the Board's sole discretion.

Copies of documents which a Member is allowed to inspect may be provided on request by the Member for a fee to be determined by the Board, provided such fee does not exceed the limits prescribed in the Act.

### **20.3 Right to become Member of other Society**

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

## **21. BYLAWS**

### **21.1 Entitlement of Members to copy of Constitution and Bylaws**

On being admitted to membership, each Member is entitled to, and upon request the Association will provide them with, access to a copy of the Constitution and these Bylaws.

### **21.2 Special Resolution required to Alter Bylaws**

These Bylaws will not be altered except by Special Resolution.

### **21.3 Effective Date of Alteration**

Any alteration to the Bylaws or Constitution will take effect on the date the alteration application is filed with the Registrar in accordance with the Act.

**THESE BYLAWS AMENDED BY SPECIAL RESOLUTION DATED: November 5, 2020**