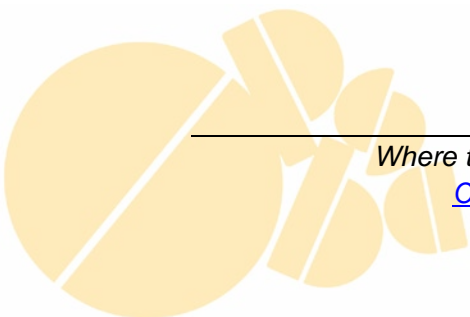


Guide to OPSBA Roles and Responsibilities

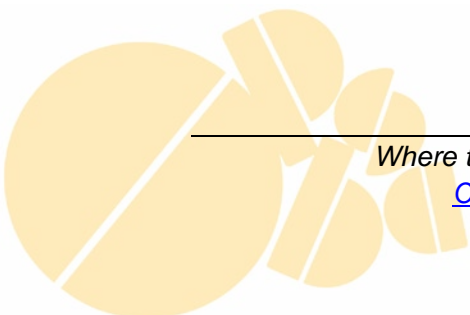
Updated: April 2025

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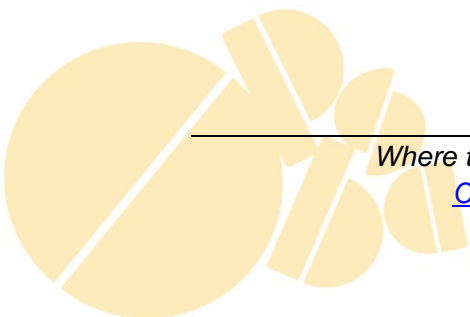
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Introduction

The Ontario Public School Boards' Association ("OPSBA") governance structure requires representation from all five of OPSBA's Regions, the Indigenous Trustees' Council (ITC), and the Black Trustees' Caucus (BTC) on the Board of Directors and other committees. A significant strength of OPSBA lies in its ability and willingness to recognize and support the diversity and various interests of the member school boards, school authorities, and treatment school authorities from across the province.

This document provides a summary of the key roles and responsibilities within OPSBA's governance structure. It also outlines roles and responsibilities of elected positions, such as Member Board-appointed Board of Directors members and (Voting) Delegates. The role of the alternate is also outlined, where applicable.



Annual or Special Meetings

The OPSBA Annual Meeting (“AM”) will be held at such time and place as determined by the Board of Directors (“BOD”). A Special Meeting may be called by BOD resolution. Member school boards, school authorities and treatment school authorities (“Member Board”) may choose to appoint trustees other than the BOD Member to serve as their (Voting) Delegate.

Membership at the Annual and Special Meeting(s):

Each Member Board shall identify a Delegate and Alternate to exercise all rights and privileges of the Member Board, which includes voting in accordance with the provisions in Section 16.05 of the [OPSBA General By-Law](#).

(Voting) Delegates:

- Represent their Member Board
- Work co-operatively with their OPSBA Director(s) to represent the interests of their Member Board including voting at Annual and/or Special meetings
- Make every effort to be knowledgeable of:
 - ❖ Matters currently under discussion at OPSBA
 - ❖ OPSBA's position on these matters
 - ❖ Their Member Board position on these matters
 - ❖ The full range of services that are available from OPSBA for trustees and school board administration
- Be aware of and understand items under consideration at the AM
- Be aware of, adhere to, and uphold the OPSBA [Code of Conduct Policy](#) and [Enforcement Procedure](#)
- Ensure the Alternate Delegate is present if they are unable to attend and vote at the AM and Regional Council (“RC”) elections
- Be prepared to respond to matters which may arise for the first time at the Annual or Special meeting that would reflect the position of their Member Board
- Acknowledge when a personal opinion is being shared and subsequently confirm it with their Member Board
- Seek opinions of other Delegates about matters of local concern in preparation for voting
- Work with the BOD Member (where applicable) to inform their Member Board of OPSBA activities
- Understand that they are to have one vote and that proxy voting is not permitted
- Consider and vote for the positions of President, First Vice-President, Second Vice-President, Regional Chair, Regional Vice-Chair and Regional Council representatives on Core Issue Work Groups (“CIWG”) on behalf of their Member Board

Alternate (Voting) Delegates:

- Be aware of the role of the (Voting) Delegate (as outlined above) and prepared to replace them when necessary, as a representative of their Member Board

Meetings and Logistics for the Annual or Special Meetings:

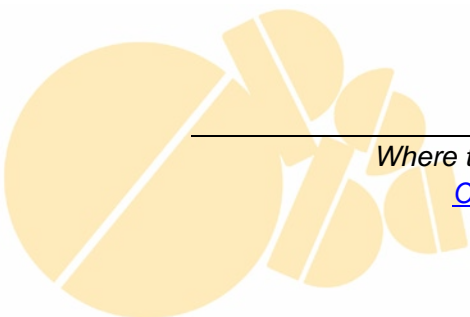
- The AM is scheduled as part of the annual OPSBA meetings and events calendar
- Quorum is a majority of the Member Boards; however, no meeting shall be held unless the Member Boards holding a majority of weighted votes are also present
- All votes shall be determined by the (weighted) majority except for those that require at least 2/3 of votes cast pursuant to the [Not-for-Profit Corporations Act](#)
- The total number of votes shall be calculated in accordance with Section 16.05 of the [OPSBA General By-Law](#)
- Notice of meetings shall be sent to each Member Board by email or meeting request at least two weeks before the date of the meeting
- Canadian parliamentary rules of procedure govern meeting proceedings and Robert's Rules of Order will be used by the Chair to address related disputes

Standard Agenda Items for the AM:

- Nominations and elections for the positions of President, First Vice-President, and Second Vice-President (every two years) ** (Executive Director Presides)
- Message from the President
- Minutes of the previous AM
- OPSBA Annual Report
- Audited Financial Statements
- Appointment of Auditors
- Establishment of CIWGs
- OPSBA By-Law Revisions
- Strategic Priorities for upcoming year
- Policy Resolutions from Member Boards

* *Elections for the positions of Regional Council Chair, Regional Council Vice-Chair, Regional representative(s) and alternates on CIWGs are held at Regional Elections at the AM. Elections for positions on the Indigenous Trustees' Council and Black Trustees' Caucus will be held in advance of the AM. See below for additional information about these positions.*

Relevant sections of the [OPSBA General By-Law](#): Sections 10.02, 1.04 and 16.1 to 16.7



Officers

Officers (other than the Secretary) must be a trustee. Officers are selected at an Annual Meeting or are appointed from member school boards whose pupil enrolment is more than 150,000.

Officers:

President, First Vice-President, Second Vice-President, Immediate Past President, Indigenous Trustees' Council Chair, Black Trustees' Caucus Chair, Five Regional Chairs, Enrolment Representatives, and the Executive Director (Secretary).

Officers are responsible for being aware of, adhering to, and upholding the applicable OPSBA [Code of Conduct Policy](#) and [Enforcement Procedure](#).

President:

- Serves for a two-year term (no term limit)
- Is a member of the Board of Directors (“BOD”) and Executive Council (“EC”)
- Is an ex-officio member of all OPSBA committees and Core Issue Work Groups (“CIWGs”)
- Presides over Annual, Special, and BOD meetings
- Is responsible for calling BOD meetings when required
- Is responsible for the general supervision of OPSBA affairs
- Acts as the official spokesperson for OPSBA
- Has the sole discretion to delegate certain duties to the First Vice-President, Second Vice-President or other designate(s)
- Is a member of the OPSBA Labour Relations Council
- Appoints a designate to serve on the Labour Relations Council
- Collaborates with the Executive Director to plan for Annual, Special, and BOD meetings

First Vice-President:

- Serves for a two-year term (no term limit)
- Is a member of the BOD and EC
- Presides at Annual, Special, and BOD meetings in the absence of the President
- Performs the duties of the President and/or represents OPSBA, as delegated by the President
- Presides over EC meetings and reports on its behalf to the BOD (this responsibility is shared with the Second Vice-President)
- Collaborates with the Executive Director, President, and Second Vice-President to plan for EC meetings
- Acts as the Executive Council Liaison on assigned Core Issue Work Group(s)

Second Vice-President:

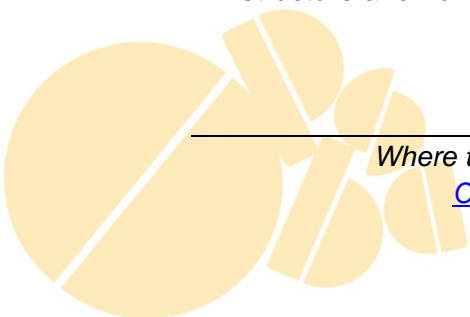
- Serves for a two-year term (no term limit)
- Is a member of the BOD and EC
- Performs the duties of the President and/or represents OPSBA, as delegated by the President
- Presides over EC meetings and report on its behalf to the BOD (this responsibility is shared with the First Vice-President)
- Collaborate with the Executive Director, President, and First Vice-President to plan for EC meetings
- Acts as the Executive Council Liaison on assigned Core Issue Work Group(s)

Past President (when applicable):

- Serves until there is a new immediate Past President or a two-year term whichever shall first occur
- Is a member of the BOD and EC
- Recommend items, to the President and Vice-Presidents, for inclusion on EC, Annual, Special, and/or BOD meeting agendas

Regional Chairs:

- Serve a one-year term (no term limit)
- Are members of the BOD and EC
- Advise EC and the BOD of issues and matters affecting Member Boards in their Region
- Recommend items, to the President and Vice-Presidents, for inclusion on EC, Annual, Special, and/or BOD meeting agendas
- Preside over Regional Council (“RC”) meetings
- Collaborate with OPSBA staff and the Regional Vice-Chair to plan for RC meetings, which should include an opportunity to network and discuss regional matters
- Should endeavour to be aware of the general perspective of the Member Boards in their Region, on provincial and policy issues and OPSBA directions, to effectively represent their needs at EC meetings
- Assess professional development and information requirements for the Region and provide leadership in helping OPSBA meet those needs
- Regularly report on OPSBA activities at RC Meetings (E.g., Updates from EC, BOD, conferences, etc.)
- Ensure there is an opportunity for trustees to learn and ask questions about what is happening at OPSBA’s Board of Directors, Councils, Caucuses, and Committees
- Encourage all trustees from Member Boards to be actively engaged in OPSBA
- Engage the Regional Vice-Chair in meeting planning and identify opportunities to build capacity, enhance engagement in OPSBA, and support succession planning
- Act as a resource to trustees from their Member Boards about OPSBA’s governance structure and how to find information



- Identify, support, and promote reciprocal communication between OPSBA and Member Boards
- Encourage networking among trustees from Member Boards in their Region

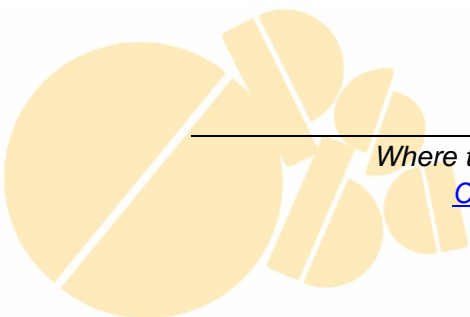
Regional Vice-Chairs:

- Serve a one-year term (no term limit)
- Must be an OPSBA Director appointed by their Member Board
- Perform the duties of the Regional Chair (see above) in their absence, including presiding over RC meetings and attending EC meetings
- Collaborate with the Regional Chair to support the RC
- Work with the Regional Chair to build capacity, enhance engagement in OPSBA, and plan for RC succession

Enrolment Representatives:

- Appointed by their Member Board
- Serve a one-year term subject to renewal
- Attend EC, BOD, and local RC meetings
- Provide perspective from their board(s) on provincial issues at EC, BOD, and RC meetings
- Perform any other duties as determined by the President

Relevant sections of the [OPSBA General By-Law](#): Sections 7.03, 8.01, 8.05, 9.01, 9.02, 10.01 to 10.07, 11.01 to 11.03, 13.01, 13.04



Board of Directors

The Board of Directors (“BOD”) is the decision-making body of OPSBA. The BOD is governed by the [Ontario Not-for-Profit Corporations Act](#). As a collective, and in accordance with the principles of good governance, the BOD oversees the organization and provides policy and strategic direction to Executive Council (“EC”) and the Executive Director.

Membership on the BOD:

- Officers (See above)
- At least one trustee appointed to the BOD by each district school board
- One trustee representative from the group of school authorities
- One trustee representative from the group of treatment school authorities
- One representative identified by the ITC
- One representative identified by the BTC
- In 2024-2025 the [BOD](#) consisted of 51 members

Term of Office on the BOD:

- Directors are appointed for a one-year term, starting immediately after the Annual Meeting (“AM”)
- The President, First Vice-President, Second Vice-President and Past President serve for a two-year term, or until their successor(s) are elected
- All Directors are eligible for re-appointment or re-election

Responsibilities of the BOD (As a collective):

- On the advice of EC and/or other OPSBA councils, caucuses, or committees the BOD makes decisions on:
 - ❖ Financial matters including the appointment of an external auditor (if a vacancy occurs between AMs), approval of the OPSBA budget and financial statements and establishment of membership fees
 - ❖ The revocation of membership of any Member Board or Associate Member which hasnot paid annual fees
 - ❖ Adopting, amending, or repealing By-Laws
 - ❖ Appointing additional Directors or filling vacancies on the Board of Directors
 - ❖ Granting OPSBA Honorary Life Membership
 - ❖ Matters related to the President, First-Vice-President, Second Vice-President, and the Executive Director including appointment, removal, and remuneration
 - ❖ Recommendations regarding the Executive Director Performance Appraisal
 - ❖ Policy resolutions submitted by Member Boards at the AM

- ❖ The establishment of Core Issue Work Groups (“CIWGs”) and Ad Hoc Work Groups
- ❖ Appointing EC liaisons to CIWGs
- ❖ Other responsibilities as adopted by the BOD from time-to-time or as outlined in OPSBA policy or by-law
- Make recommendations to the Annual Meeting on amendments to the OPSBA By-Laws
- Determine the OPSBA Regional Structure
- Set remuneration for the President, First Vice-President, Second Vice-President, and Executive Director
- With regard to Labour Relations, the BOD will:
 - ❖ Receive regular updates in-camera (private) including the critical path to bargaining
 - ❖ Be consulted on and approve the bargaining mandate
 - ❖ Ratify/vote on tentative central agreements/settlements

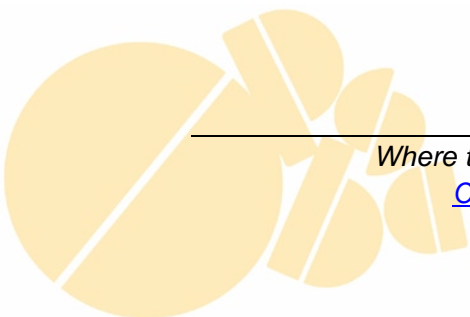
Meetings and Logistics for the BOD:

- The President will preside over BOD meetings with the First Vice-President chairing in their absence
- Canadian parliamentary rules of procedure govern meeting proceedings and Robert's Rules of Order will be used by the Chair to address related disputes
- BOD meetings for the upcoming year are scheduled as part of the annual OPSBA meeting and events development process each spring. The BOD must meet a minimum of three times each year. Meetings are customarily scheduled five times each year in September, November, February, April, and June (Aligned with the AM)
- An Organizational meeting, of the new BOD, will be convened following the AM
- Additional meetings may be called by the President or on the written* request of 10 Directors
- Quorum shall not be less than 50%+1 of confirmed BOD members
- Directors will be reimbursed for expenses incurred for attendance at BOD meetings in their official capacity in accordance with [OPSBA's Trustee Expenses policy](#)

* *Written requests may be submitted in the form of an email or a hard copy and include names and where possible signatures (original or electronic) of all Directors making the request.*

The Role and Responsibilities of Individual Directors:

Directors are trustees, empowered by their local school board, ITC, BTC, group of school authorities or treatment school authorities, to make decisions on their behalf at BOD meetings. In this capacity, individuals should exercise discretion in expressing personal opinions/positions. The [Ontario Not-for-Profit Corporations Act](#) is the legislative authority governing the OPSBA Board of Directors.



Individual Directors:

- Be aware of, adhere to, and uphold the OPSBA [Code of Conduct Policy](#) and [Enforcement Procedure](#)
- Attend BOD meetings
- Make proactive efforts to understand OPSBA's Governance Structure and their role and responsibilities as a member of the BOD as a representative of their Member Board (The President, Vice-President(s), Past President, Regional Chair of the Executive Director may be contacted for information and clarity about roles and responsibilities of Board of Directors members)
- Review and apply resource materials and/or training provided to BOD members
- Bring concerns identified by their Member Board to the Regional Chair or President to discuss next steps
- Vote on OPSBA business as their Member Board representative, based on the needs of the Association and general view and priorities of their board (This includes labour matters such as tentative agreements and/or terms and conditions)
- Report on OPSBA BOD business and other activities at their Member Board, group of School Authorities or Treatment School Authorities, the ITC or BTC, to ensure they are informed of OPSBA activities (See below for some leading practices)
- Ensure that OPSBA business discussed in-camera (private) is only shared in-camera (private)

Leading Practices for Directors:

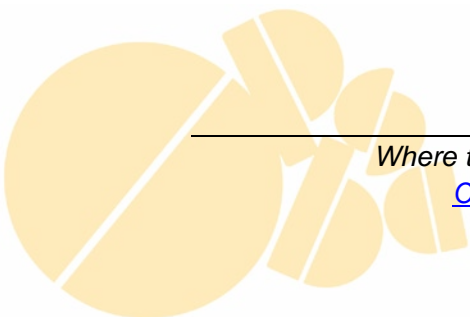
Directors are a critical communication channel between OPSBA and Member Boards, the ITC and the BTC. Directors have a unique opportunity to raise awareness about OPSBA, ensure their Member Board, Council or Caucus views are part of the consideration of OPSBA business, influence public policy at the Provincial level and foster trustee engagement and training.

Some leading practices to help support Directors:

- OPSBA business, discussed at BOD meetings, should be shared with trustees from their Member Board, Council or Caucus, at regular Board or committee meetings. (E.g. BOD decisions/discussions, advocacy, conferences, events and professional learning, etc.). A summary of BOD business is distributed (by email) to all Directors following each meeting.
- Support their Member Board, Council, or Caucus in responding to OPSBA requests for information including, but not limited to, participation in the development of policy positions and discussion papers and OPSBA's response to issues in public education
- Advise OPSBA of any changes in positions and contact information at the Member Board (E.g. Chair, BOD Member, (Voting) Delegate, Director of Education, etc.).
- Help build trustee capacity and Member Board, Council or Caucus commitment to OPSBA through liaison activities and information sharing
- Keep senior administration at their Member Board informed of OPSBA issues, which may include sharing reports and position papers
- Make OPSBA aware of Member Board, Council or Caucus needs, issues, and events

- Attend Regional Council meetings and encourage local trustees to also attend
- Support their Member Board, Council or Caucus in selecting their representative(s) to sit on the BOD which may include:
 - ❖ Raising awareness of the role and responsibilities (E.g., sharing this guide and other resource materials, etc.)
 - ❖ Considering trustee engagement, leadership, capacity building, succession planning and equity, diversity, and inclusion
- Being a member of the OPSBA BOD is similar to (but not the same as) being a member of a Board of Trustees. Attributes of an effective board can be found in [OESC Module 2, Effective Governance for Student Achievement and Well-Being: Boards Matter](#)
- Work with the (Voting) Delegate to consider matters on which they are voting

Relevant sections of the [OPSBA General By-Law](#): Sections 3.02, 3.03 3.04, 5.01, 5.02, 7.02, 8.01, 8.03 to 8.06, 9.01, 9.03 to 9.06, 10.02, 10.06, 10.07, 11.01, 14.01, 14.04, 15.01, 15.02, 16.03 and 18.01



Executive Council

Executive Council (“EC”) possesses and exercises the powers of the Board of Directors (“BOD”) in respect to the management of OPSBA’s financial and operational business and the assignment of priority issues between BOD meetings (subject to any restrictions). EC advises and reports on the work of the Core Issue Work Groups (“CIWGs”) and Ad Hoc Work Groups (“AHWGs”).

Membership on EC:

President, First Vice-President, Second Vice-President, Indigenous Trustees’ Council Chair, Black Trustees’ Caucus Chair, Immediate Past President (when applicable in accordance with [Section 10.07](#)), Five Regional Chairs, and Enrolment Representative(s)

All Executive Council members are responsible for being aware of, adhering to, and upholding the OPSBA [Code of Conduct Policy](#) and [Enforcement Procedure](#).

Term of Office on EC:

- The President, First Vice-President, and Second Vice-President are elected every two years at the Annual Meeting (“AM”) and remain in the role until their successor(s) are elected
- The Chair of the Indigenous Trustees’ Council (ITC) is identified by the ITC as per their election cycle
- The Chair of the Black Trustees’ Caucus (BTC) is identified by the BTC as per their election cycle
- Regional Council Chairs are elected every year at Regional Elections, held in conjunction with the AM, and remain in the role until their successors are elected
- Enrolment Representatives are appointed for a one-year term by their Member Board
- All members are eligible for re-appointment or re-election

Responsibilities of EC:

- Coordinate OPSBA’s affairs and transacting business between BOD meetings
- Assign priority to issues to guide the work of OPSBA (subject to any regulations or restrictions which the BOD may from time-to-time impose)
- Establish Ad Hoc Work Groups, as needed
- Oversee the Executive Director performance appraisal process
- Provide policy advice and strategic direction which may include measures to support communication with and engagement of trustees, professional development, capacity building and succession planning
- Meet informally as the Labour Relations Steering Committee to consider labour relations strategies
- Other responsibilities as approved by the BOD from time-to-time or as outlined in OPSBA policies

Limitations of EC:

EC may recommend actions to the BOD; however, it cannot act on any of the following, which are the sole responsibility of the BOD:

- Financial matters including the appointment of an external auditor, approval of the OPSBA budget and financial statements and establishment of membership fees
- The revocation of membership of any Member Board or Associate Member which has not paid annual fees
- Adopting, amending, or repealing By-Laws
- Appointing additional Directors or filling vacancies on the Board of Directors
- Granting OPSBA Honorary Life Membership
- Matters related to the President, First-Vice-President, Second Vice-President, and the Executive Director including appointment, removal, and remuneration
- Recommendations regarding the Executive Director Performance Appraisal
- Policy resolutions submitted by Member Boards at the AM
- The establishment of Core Issue Work Groups (“CIWGs”) and Ad Hoc Work Groups
- Appointing EC liaisons to CIWGs
- Other responsibilities as adopted by the BOD from time-to-time or as outlined in OPSBA policy or by-law

Meetings and Logistics for EC Meetings:

- The First Vice-President and Second Vice-President shall alternately preside over EC meetings
- Quorum is a simple majority of all members
- EC meetings for the upcoming year are scheduled as part of the annual OPSBA Meeting and Events calendar development process each spring. They are generally scheduled once per month, or at any time on the direction of the President or Chair of EC or on written request of any four of its members
- Public minutes will be recorded and shared with the BOD for information
- In-camera (private) minutes will be recorded and provided to EC members
- Given the time commitment of approximately 10 full days per year, EC members will receive an honorarium for each regular meeting attended
- Executive Council members will not be provided an honorarium to attend special EC meetings or Labour Relations Steering Committee meetings that are less than two hours in length
- EC members will be reimbursed for expenses incurred for attendance at EC meetings in their official capacity in accordance with the [OPSBA Trustee Expenses policy](#) (alternates will only be reimbursed for expenses when replacing an absent member)

Relevant sections of the [OPSBA General By-Law](#): Sections 10.02, 10.06, and 13.01 to 13.06

Regional Councils

Regional Councils (“RC”), through the Regional Chair, advise Executive Council (“EC”) and the Board of Directors (“BOD”) of issues and matters affecting their Member Boards.

Membership on RCs:

All trustees, elected or appointed in accordance with the *Education Act* and *Municipal Elections Act*, and Indigenous trustees from member school boards, school authorities and treatment school authorities (“Member Boards”) are members of their respective [RC](#) as defined in Section 7.02 of the [OPSBA General By-Law](#). The Northern RC is divided into two sub-regions. Student trustees are welcome to attend RC meetings.

Term of Office on RCs:

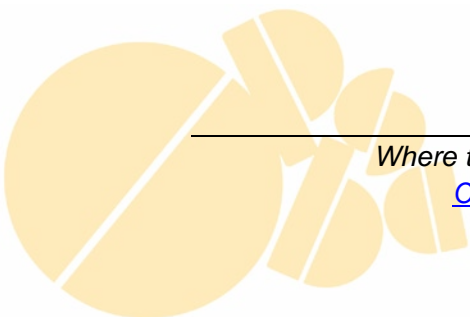
- At the Annual Meeting (“AM”), each RC is constituted for the upcoming year
- Regional Council Chairs and Vice-Chairs are elected for a one-year term (no term limit), starting immediately after the AM

Responsibilities of RCs (As a Collective):

- Discuss issues and matters affecting their Member Boards and share leading practices
- Appoint representatives and alternates to Core Issue Work Groups (“CIWGs”) and/or Ad Hoc Work Groups (“AHWGs”) as per the Terms of Reference or other OPSBA committees including the OPSBA-OSTA (Ontario Student Trustees’ Association) Liaison Committee
- Discuss OPSBA matters (E.g., GSN input, strategic priorities, etc.) and provide input as a group
- Understand OPSBA Governance structure and the role of RCs therein
- Promote inclusion and networking among trustees
- Identify professional learning needs for the group
- Reduce and/or eliminate barriers for engagement and elevate the voices of trustees from traditionally marginalized groups, those with lived experiences and student trustees in discussions
- Support succession planning, capacity building, and champion engagement in OPSBA

Limitations of RCs:

RCs are intended to be an opportunity for trustees from each [Region](#) to network, collaborate and engage in discussion about local, provincial and OPSBA matters. The Regional Council Chair is the conduit of information between RCs, EC, and the BOD. Regional representatives on CIWGs or AHWGs share information between the RC and OPSBA committees.



Meetings and Logistics for RC meetings:

- No fewer than two meetings will be held each year except in a Municipal Election year
- RC meetings are scheduled as part of the annual OPSBA Meeting and Events calendar development process each spring. They are generally scheduled three times per year in the fall, winter (at PES) and spring
- In addition, at the AM, each RC will convene elections for the position of Regional Chair, Regional Vice-Chair, and Regional representatives on OPSBA CIWGs. The Northern RC shall convene two sub-regional meetings to elect representatives to CIWGs from each area
- Meetings are organized by OPSBA staff; however, it is a leading practice to engage the Regional Council Chair and/or Vice-Chair in this process
- RCs provide an opportunity for trustees to learn, network, share information, provide input on OPSBA matters, and share information/make requests through the Chair to EC
- Quorum is not required as no formal motions are made by RCs
- RC meetings are meant to be informal; therefore, moving in-camera (private) is typically not required

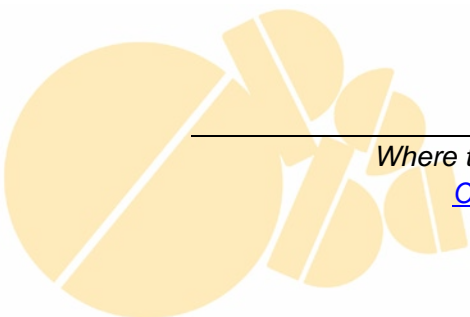
The Role and Responsibilities of RC Attendees:

Additional roles and responsibilities of Regional Council Chairs, Vice-Chairs, Voting Delegates, and Alternate Voting Delegates are outlined in relevant sections of this document.

The following leading practices and communication strategies apply to all trustees:

- Review the agenda and supporting materials and attend RC meetings, whenever possible
- Have a general understanding of the OPSBA Governance Structure
- Understand the role and purpose of RCs
- Contact the Regional Council Chair, Regional Council Vice-Chair, or staff resource(s) for information, clarity about the role of RCs and/or to raise concerns
- Consider opportunities to be engaged in OPSBA committees, events, and learning
- Educate themselves on OPSBA business (e.g., BOD decisions/discussions, advocacy, conferences, events, and professional learning, etc.)
- Work with the Regional Council Chair and/or Vice-Chair to identify professional learning needs for trustees in the region
- Consider mentoring trustees who are newly elected to assist with their transition into the role and raise awareness of OPSBA

Relevant sections of the [OPSBA General By-Law](#): Sections 7.01 to 7.03, 14.04, 14.05 and 15.01



Indigenous Trustees' Council and Black Trustees' Caucus

The Indigenous Trustees' Council ("ITC") and Black Trustees' Caucus ("BTC") advise the Board of Directors ("BOD") and Executive Council ("EC"), on matters affecting the interest of Indigenous or Black students, including recommending items for the agenda of Executive Council and/or annual and Special meetings of the members of the Association. Where applicable, Terms of Reference ("TOR") shall guide the work of these committees.

Membership and Eligibility for the ITC and BTC:

- The ITC shall be composed of any Trustee who identifies as Indigenous
- The BTC shall be composed of any Trustee who identifies as Black. Engagement of Black student trustees and community partners in BTC discussions is defined in the BTC TOR (See Appendix B)

Meetings and Logistics for the ITC and BTC:

- The Chair of the ITC and BTC may advise the BOD, through EC, on matters falling within their mandates
- A meeting schedule will be developed annually by the ITC and BTC
- The ITC and BTC shall select a chair and vice-chair at a meeting at or about the time of the Annual Meeting
- Minutes will be recorded and shared with the EC and the BOD for information
- Additional meetings may be scheduled to support OPSBA priorities that fall within the mandate of the ITC or BTC
- ITC and BTC members will be reimbursed for expenses incurred for attendance at meetings in their official capacity in accordance with the [OPSBA Trustee Expenses policy](#)
- Time commitment varies but on average representatives will be serve approximately 20 hours per year over four to six meetings

Responsibilities of Individual ITC and BTC Members:

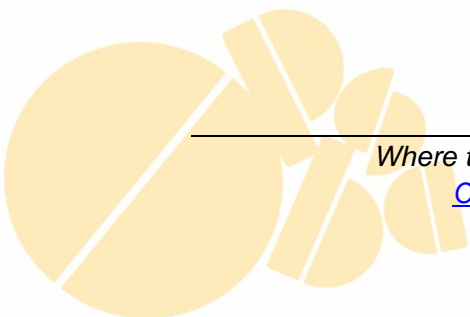
- Participate in meetings, professional development, and other actions
- Work with their ITC or BTC Chair to:
 - ❖ Understand the needs and opinions of the ITC or BTC to effectively contribute to discussions on agenda items
 - ❖ Provide updates on the activities of the ITC or BTC at Regional Council meetings

- ❖ Share potential agenda items with the ITC or BTC Chair
- ❖ Raise awareness of the ITC and/or BTC and encourage trustee participation and engagement and succession planning
- Wherever practicable, ensure the development of OPSBA positions includes the broadest input from members by encouraging and facilitating response to OPSBA requests for information and discussion papers
- Be aware of, adhere to, and uphold the OPSBA [Code of Conduct Policy](#) and [Enforcement Procedure](#)
- Clearly state when they are sharing personal views and/or opinions that are different from general views held by their Member Board

Additional Responsibilities of ITC and BTC Chairs:

- Work with assigned staff to plan and prepare for meetings
- Consider developing a list of items, aligned with OPSBA's Multi-Year Strategic Priorities, to be considered by the ITC or BTC over the year in support of OPSBA priorities and committee mandate while at the same time remaining flexible to address urgent and/or emergent matters
- Review the terms of reference and roles and responsibilities with members at the first meeting, where applicable
- Be members of, and participate in, meetings of the OPSBA Board of Directors and Executive Council (See above for additional details)
- Ensure Representatives and Alternate Representatives are appointed to OPSBA Core Issue Work Groups (CIWG) annually
- Ensure Representatives and Alternate Representatives are appointed to OPSBA Ad Hoc Work Groups (AHWG), when applicable
- Provide representatives of OPSBA CIWGs and AHGWs with an opportunity to provide updates to the ITC or BTC at each meeting

Relevant sections of the [OPSBA General By-Law](#): Sections 7.04, 7.05



Core Issue Work Groups

Core Issue Work Groups (“CIWG”) advise the Board of Directors (“BOD”), through Executive Council (“EC”), on matters falling within the identified area of responsibility. Terms of Reference (“TOR”) for Policy Development and Education Program Work Groups are included as Appendix A.

Establishment and Termination of Core Issue Work Groups:

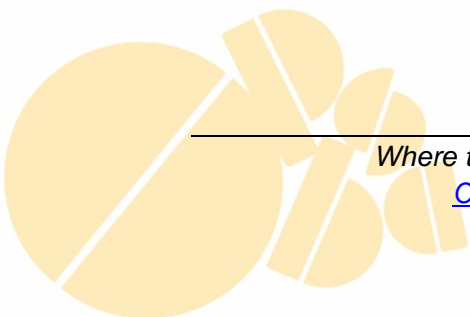
- The BOD, with input from EC, will recommend terms of reference for each CIWG for consideration at the Annual Meeting (AM)
- CIWGs terminate upon completion of its mandate, by resolution of the BOD or EC (as the case may be) or at the next AM
- CIWGs may be created to support OPSBA’s Mission, Vision, Values and Annual Priorities (E.g., finance, legislation, education program and curriculum, labour relations, communications, and public relations, etc.), and/or projects, etc.

Membership and Eligibility on CIWGs:

- Membership is defined by the terms of reference approved at each AM each year
- Any trustee from a Member Board in their local Region is eligible to serve as the Regional Council (RC) representative on a CIWG
- The Indigenous Trustees’ Council (ITC) and Black Trustees’ Caucus (BTC) are responsible for appointing representatives as defined in the TOR
- The BOD will appoint a member of EC to liaise with each CIWG
- Development of the terms of reference should (at a minimum) take into consideration:
 - ❖ Involvement from the ITC and BTC
 - ❖ Involvement from other marginalized equity-deserving groups, where applicable
 - ❖ The number of representatives and alternates to be appointed from each RC
- Membership on a CIWG terminates automatically if an appointed member fails to attend three consecutive meetings, unless otherwise decided by resolution of EC

Meetings and Logistics for CIWGs:

- CIWGs advise the BOD, through EC, on matters falling within their mandate
- Quorum is a simple majority of all members
- Each CIWG shall select a chair and vice-chair at their first meeting
- Minutes will be recorded and shared with the EC and the BOD for information
- At least two Joint CIWG meetings will be scheduled each year as part of the OPSBA Meetings and Events planning



- At the first meeting of each CIWG, a meeting schedule will be reviewed with members
- Additional meetings may be scheduled to support OPSBA priorities that fall within the mandate of the CIWG
- CIWG members will be reimbursed for expenses incurred for attendance at meetings in their official capacity in accordance with [OPSBA's Trustee Expenses policy](#) (alternates will only be reimbursed for expenses when replacing an absent member)
- Time commitment varies but on average representatives will serve approximately 20 hours per year over four to six meetings
- CIWG members may be asked to provide comment and feedback between meetings
- Only in exceptional circumstances will CIWGs go in-camera (private) to discuss matters that would typically be considered by the BOD in-camera (private) and are directly related to the items under consideration by the CIWG. Minutes will only reference the item discussed with no details.

Responsibilities of Individual CIWG Members:

- Participate in CIWG meetings, professional development, and other actions
- Work with their Regional Council Chair/ITC/BTC to:
 - ❖ Understand the needs and opinions of the RC/ITC/BTC to effectively represent their general views on agenda items
 - ❖ Provide updates on the activities of the CIWG at RC/ITC/BTC meetings
 - ❖ Share potential agenda items with the CIWG Chair
 - ❖ Raise awareness of the CIWG and encourage trustee participation and engagement and succession planning
- Wherever practicable, ensure the development of OPSBA positions includes the broadest input from members by encouraging and facilitating response to OPSBA requests for information and discussion papers
- Be aware of, adhere to, and uphold the OPSBA [Code of Conduct Policy](#) and [Enforcement Procedure](#)
- Arrange for the alternate to attend a CIWG meeting in their absence, ensure they are briefed on ongoing activities and provide agenda materials
- Clearly state when they are sharing personal views and/or opinions that are different from general views held by Member Boards in their Region, Council, or Caucus

Additional Responsibilities of CIWG Chairs:

- Work with assigned staff to plan and prepare for meetings
- Consider developing a list of items, aligned with OPSBA's Multi-Year Strategic Priorities, to be considered by the CIWG over the year in support of OPSBA priorities and committee mandate while at the same time remaining flexible to address urgent and/or emergent matters
- Review the terms of reference and roles and responsibilities with members at the first meeting

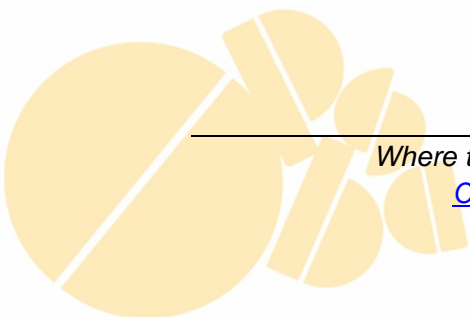
Responsibilities of Alternate CIWG Members:

- Regularly connect with their Regional representative(s) to build capacity and ensure they are aware of issues under discussion at upcoming meetings so they may be prepared to attend and participate in the absence of CIWG member(s)
- Be aware of the responsibilities of individual CIWG members and perform all duties in their absence
- Attend and observe CIWG meetings (via digital participation) for succession planning, awareness and engagement purposes, but participate ONLY when replacing their Regional representative

Responsibilities of the EC Liaison on CIWG:

- Report to the EC on activities of the CIWG including recommendations for action
- Comment on proposed terms of reference when being considered at EC meetings
- Act as a resource to the CIWG Chair, as required
- Address questions related to the activities of the CIWG at BOD meetings (if the CIWG Chair and Vice-Chair are not members or in attendance)

Relevant sections of the [OPSBA General By-Law](#): Sections 14.01 to 14.09



Ad Hoc Work Groups

The Board of Directors (“BOD”) or the Executive Council (“EC”) may from time-to-time appoint Ad Hoc Work Groups (“AHWGs”) as they deem expedient for the purpose of advising the BOD or the EC on specific matters.

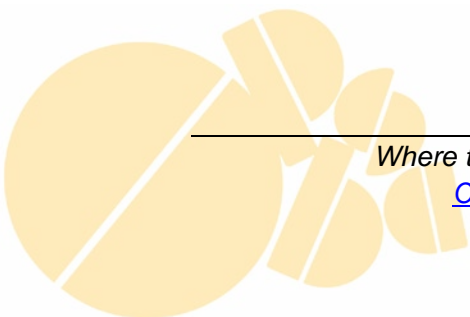
The BOD or the EC (as the case may be) shall determine the jurisdiction, responsibilities, and rules of procedure of each AHWG.

Each AHWG shall report to the BOD or the EC (as the case may be)

All members of any Ad Hoc Work Group are responsible for being aware of, adhering to, and upholding the OPSBA [Code of Conduct Policy](#) and [Enforcement Procedure](#).

Meetings will be conducted in accordance with the approved TOR.

Relevant sections of the [OPSBA General By-Law](#): Sections 15.01 and 15.05



Policy Development Work Group Terms of Reference

(Approved: 2024 Annual Meeting)

Mandate:

To provide recommendations to the Board of Directors, through Executive Council, on issues and matters related to the analysis of legislation and the development of OPSBA policy positions in areas affecting education finance and governance, including, but not restricted to:

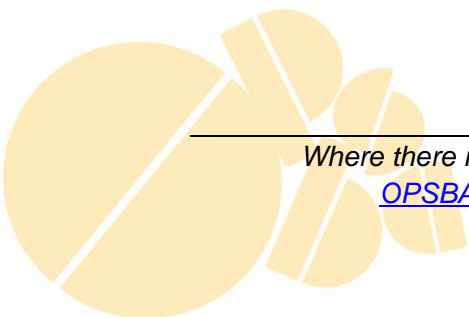
- Education finance and education finance reform
- Child care and early years
- School capital and facilities
- Financial accounting and reporting
- The role and responsibilities of the Ministry and school boards
- School board governance
- National School Food Policy
- Relevant Provincial and Federal legislation and regulations
- Municipal, provincial, and federal election issues
- Education restructuring, deregulation, privatization
- Any additional needs and services in this area, including:
 - seeking input/collecting data from Member Boards (includes member school boards, school authorities, and treatment school authorities) on needs and services
 - providing timely information materials related to school board responsibilities
 - developing orientation materials, in-service programs, etc. for Member Boards
 - consulting and legal services

Membership:

Identification of members shall consider diversity of membership.

Membership shall include, at a minimum:

- Two trustees from each region and up to one alternate trustee (to attend in the absence of the regional members) appointed by resolution of each Regional Council
- In the Northern Region, one member will represent sub-region east and one member will represent sub-region west
- Members cannot be appointed from the same district school board
- One representative and alternate appointed by the Indigenous Trustees' Council
- One representative and alternate appointed by the Black Trustees' Caucus
- One of the two Executive Vice-Presidents will act as liaison member appointed by resolution of the Board of Directors



- Optional (non-voting) senior school board officials appointed by resolution of the Work Group
- OPSBA staff support (non-voting), as assigned
- Student representative(s) from the Ontario Student Trustees' Association

The committee may recommend to Executive Council additional members to support the mandate and ensure involvement from individuals from marginalized equity-deserving groups.

Committee members shall review and understand information contained in the OPSBA Roles and Responsibilities Guide and understand information related to Core Issue Work Groups (See pages 20-22).

Quorum:

- Simple majority of the membership

Reporting Relationship:

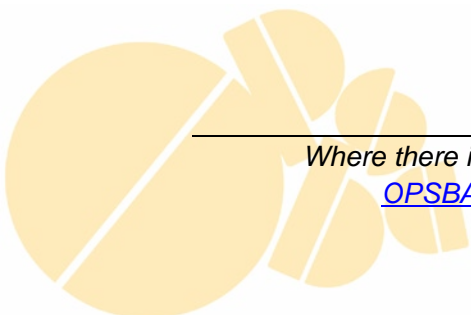
- The Policy Development Work Group reports to the Board of Directors through Executive Council

Meetings:

- May be held in person or electronically (E.g., teleconference or videoconference), as required

Term:

- Members shall be appointed for a one-year term, which ends at the subsequent Annual Meeting when new membership is identified



Education Program Work Group Terms of Reference

(Approved: 2024 Annual Meeting)

Mandate:

To provide recommendations to the Board of Directors, through Executive Council, on issues related to education program reform, children's services, and social policy, including, but not restricted to:

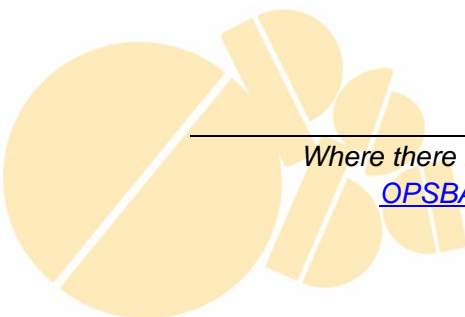
- Program restructuring, secondary school reform
- Curriculum/curriculum implementation
- Information technology
- Special education
- Children and Youth Mental Health
- National School Food Program
- College of Teachers, teacher training
- Education Quality and Accountability Office
- Quality, accountability, testing and assessment
- Immigration, poverty, and settlement
- Any additional needs and services in this area, including:
 - seeking input/collecting data from Member Boards (includes member school boards, school authorities, and treatment school authorities) on needs and services
 - providing timely information materials related to school board responsibilities
 - developing orientation materials, in-service programs, etc. for Member Boards
 - consulting and legal services

Membership:

Identification of members shall consider diversity of membership.

Membership shall include, at a minimum:

- Two trustees from each region and up to one alternate trustee (to attend in the absence of the regional members) appointed by resolution of each Regional Council
- In the Northern Region, one member will represent sub-region east and one member will represent sub-region west
- Members cannot be appointed from the same district school board
- One representative and alternate appointed by the Indigenous Trustees' Council
- One representative and alternate appointed by the Black Trustees' Caucus
- One of the two Executive Vice-Presidents will act as liaison member appointed by resolution of the Board of Directors



- Optional (non-voting) senior school board officials appointed by resolution of the Work Group
- OPSBA staff support (non-voting) as assigned
- Student representative(s) from the Ontario Student Trustees' Association

The committee may recommend to Executive Council additional members to support the mandate and ensure involvement from individuals from marginalized equity-deserving groups.

Committee members shall review and understand information contained in the OPSBA Roles and Responsibilities Guide and understand information related to Core Issue Work Groups (See pages 20-22).

Quorum:

- Simple majority of the membership

Reporting Relationship:

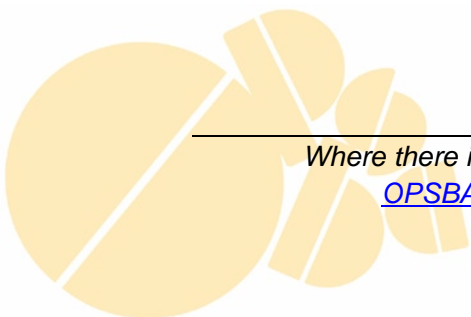
- To the Board of Directors through Executive Council

Meetings:

- May be held in person or electronically (E.g., teleconference or videoconference), as required

Term:

- Members shall be appointed for a one-year term, which ends at the subsequent Annual General Meeting when new membership is identified



Black Trustees' Caucus Terms of Reference

(As of February 2025)

I. Purpose

The purpose of the Black Trustees' Caucus (BTC) is to bring together publicly elected or appointed trustees who are Black, as well as those who identify as Black, in a safe and supportive environment, so that they may collaborate to influence change. While centering their discussions and recommendations on students who are Black, the BTC aims to support the needs of all children within the public education system.

The BTC is strengthened through the sharing of lived experiences and provides opportunities for trustees and student trustees who are Black to form a collective voice and create opportunities to share and mobilize knowledge at public school boards in Ontario.

The Black Trustees' Caucus made a conscious decision to use the term Caucus, as opposed to Council, at their inaugural meeting. This shift in terminology signifies a shift in thinking, setting the Caucus apart not only in areas of advocacy, but also in student-centered goals that are focused on anti-Black racism resulting in an emphasis on universal goals that can be achieved using targeted approaches. Addressing systemic barriers and disparities faced by Black and Black identifying students and communities leads to better learning and working environments for everyone.

****NOTE:** The single term "Black" will be used throughout the remainder of the document to include those who are Black as well as those who identify as Black.

II. Authority and Mandate

The establishment of a Black Trustee Caucus was authorized by the OPSBA membership at the 2022 Annual General Meeting. The BTC will benefit from being a part of OPSBA and its existing relationships and partnership in public education and as a respected and trusted voice for public education in Ontario.

In alignment with the OPSBA Multi-Year Strategic Plan the BTC shall:

- Make recommendations on the BTC's relationship with the Board of Directors and Executive Council
- Have a voice independent of OPSBA and connected to the BTC mandate
- Ensure that appropriate connections are being made to systemic racism and anti-Black racism
- Identify opportunities to use or collect data to measure progress, particularly as it relates to outcomes and equity for Black youth
- Develop and share policy papers and other tools and resources to support school boards to better address Afrocentric education and support Black students and families
- Advocate for the establishment of Black Student Trustee positions in school boards, where warranted

- Provide input into the professional learning opportunities that OPSBA provides (e.g., workshops at the OPSBA Annual Meeting and Public Education Symposium [PES], etc.)
- Lead panels and discussions on anti-Black racism and other issues that affect Black students (where the opportunity presents itself)
- Provide advice to OPSBA on matters of anti-Black racism and other issues that affect Black students
- Seek to arrange opportunities for student trustees who are Black to connect to BTC so that they may benefit from the support and guidance of BTC members
- Use data to make informed recommendations to the OPSBA Board of Directors on matters related to anti-Black racism and other areas that fall within their stated purview

III. Membership

Membership on the Black Trustees' Caucus is voluntary and open to any trustee who is Black, from OPSBA member school boards, school authorities, and treatment school authorities (Member Boards). Black student trustees from across the province will have opportunities to engage with the BTC. Community partners and other resources will be engaged, as required, to support the work of the BTC. While any number of Black trustees from the same board may join the BTC, voting will be limited to one vote per board, therefore, member school boards must determine a voting delegate and alternate where that member school board is represented by two or more trustees at BTC.

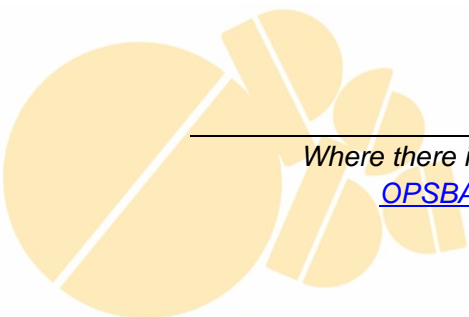
OPSBA staff may act as a resource to the BTC. The Director of Education Equity:

- Provides direct support to the Caucus
- Exhibits leadership within the OPSBA staff team
- Promotes cross-cultural understanding and awareness
- Embeds addressing anti-Black racism into the work of the Association
- Facilitates communication and connection between the BTC and OPSBA

IV. Leadership

Election of a Chair and Vice-Chair

Annually, at the Annual Meeting (AM), the BTC will select a Chair and Vice Chair who will provide leadership to the group. Any trustee who is Black from member school boards or school authorities, is eligible to run for the position of Black Trustees' Caucus Chair or Vice Chair. Each term of office is one year or until the next BTC election.



The BTC may follow the OPSBA election of regional chair process (See [Guide to OPSBA Elections and Campaigning](#) or any other process, as determined and outlined by the Caucus, to select leaders. If a process, other than the OPSBA election process is developed, it must be approved by at least two-thirds of BTC members and presented to the OPSBA Board of Directors no later than April 30 for consideration. This will allow for sufficient time to communicate the timelines and nomination and election processes to trustees well in advance of the AGM. Member school boards must determine a voting delegate and alternate where that member school board is represented by two or more trustees at BTC as voting will be limited to one vote per board.

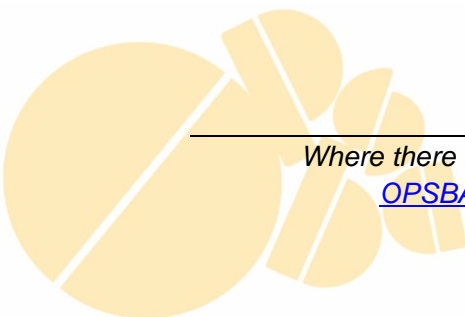
The following election process is suggested to be used by BTC:

Voting:

- Each Member Board represented within BTC is entitled to one vote
- Voting will be by secret ballot*
 - * *In circumstances where the meeting is conducted electronically, votes may be cast using electronic means (e.g., Email, text, etc.) to the OPSBA staff. In this case, the OPSBA staff will also act as scrutineer. Individual votes cast by trustees will be kept strictly confidential.*

Nominations and Election Process

- Two scrutineers will be appointed by motion of the meeting
- Nomination and election processes are chaired by OPSBA staff
- Nominations received in advance will be placed on the floor by the nominator (self-nomination is permitted), if present
- Nominations will be accepted from the floor at the meeting
- Nominees will be asked to confirm that they wish to stand for election
- Nominations will be closed by motion of the meeting
- Each candidate may speak for up to three (3) minutes prior to voting
- OPSBA staff will review the names of the candidates prior to voting. If there is only one candidate for the position, they shall be declared acclaimed at this time and no voting will be required
- Voting takes place
- In the event of a tie vote, the OPSBA Method of Breaking a Tie Vote (See Appendix B of the [Guide to OPSBA Elections and Campaigning](#)) will be used
- The name of the elected member is announced
- The same process is repeated for Vice-Chair



a. Role of the Chair and Vice-Chair

These leaders are responsible for ensuring that the BTC fulfills its mandate within OPSBA's broader governance structure.

The Chair shall:

- Be a member of the Executive Council and Board of Directors.
- Advise the Executive Council and the Board of Directors of matters affecting the interest of Black students, including recommending items for the agenda of Executive Council and/or annual and special meetings of the members of the Association.
- Work closely with and provide guidance to BTC Staff Liaison in preparing the agenda and supporting the needs of the committee (e.g., professional learning, resources, etc.)
- Gather information from the BTC members regarding agenda items
- Ensure that all members have meeting information
- Chair all meetings and facilitate discussion in a way that ensures all members have a voice and opportunities to speak during meetings
- When necessary, attend Executive Council and Board of Directors meetings to provide context on recommendations being made by the BTC
- Act as the spokesperson for the BTC, where necessary
- Ensure a focus on good governance

The Vice-Chair shall:

- Be an alternate for the Chair as member of Executive Council
- Perform duties delegated to them by the Chair
- Chair BTC meetings in the absence of the Chair

b. Core Issue Work Group/Ad Hoc Work Group Members

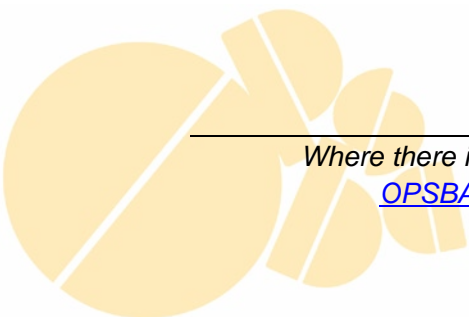
The Black Trustees' Caucus will appoint representatives, and alternates, from among its members to serve on OPSBA's Core Issue and Ad Hoc Work groups.

In the case of a vacancy of a BTC member on a Core Issue and/or Ad Hoc Work Group, a replacement shall be selected by the BTC as soon as reasonably possible.

V. Meetings

All members of the BTC will be provided with the list of regular meetings prior to September each year. Regular meeting agendas will be sent at least one week prior to the meeting. Special meetings require at least 72 hours notice (e.g., by email, electronic invite, etc.). The agenda must be sent at least 48 hours prior to the meeting.

The BTC Chair (or Vice Chair) and OPSBA Director of Education Equity shall attend all BTC meetings.



a. Regular meetings

- Meeting dates will be scheduled and publicized annually, in collaboration with the OPSBA Director of Education Equity and Chair/Vice Chair, as part of the OPSBA Meetings and Events Calendar development. All meetings will include an option to participate electronically.
- Meetings will be scheduled quarterly, at a minimum, and held in the OPSBA Board Room to facilitate hybrid attendance.
- Wherever practicable, BTC meetings will be scheduled in conjunction with OPSBA Board of Directors meetings, the Annual Meeting and Public Education Symposium to facilitate in person participation.

b. Special meetings

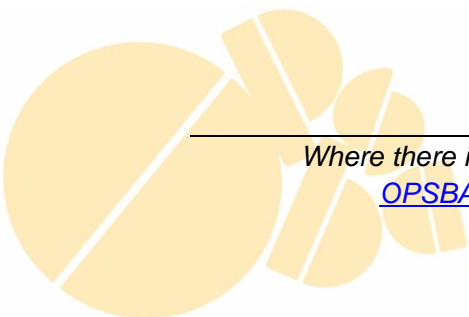
- In consultation with the OPSBA Director of Education Equity, the Chair shall call special meetings, as required, to conduct any emergent or time sensitive business between regular meetings.
- Special meetings will be held electronically.
- The Chair/Vice Chair and OPSBA staff shall be in attendance.

c. Attendance and Quorum

- All members of the BTC are encouraged to attend every meeting to ensure everyone's voices are considered in the discussion of agenda items. BTC membership shall be confirmed annually. If members are unable to attend a meeting, regrets should be sent to the Chair and OPSBA Staff resource.
- Quorum of a simple majority (50% +1) is needed for any voting matters indicated on the agenda. In the absence of quorum, the meeting may proceed, however voting matters will be deferred to a future meeting where quorum is present.

d. Voting

- All members in attendance shall have an opportunity to speak to all resolutions discussed. BTC shall operate using a consensus-building approach, meaning wherever possible, decisions shall be made by group consensus.
- The Chair will ensure all voices are heard to build consensus. As a final resort, only if consensus cannot be achieved, at the call of the Chair, a matter may be put to a vote.
- A simple majority (50%+1) of Member Boards in attendance is required for approval.
- Each Member Board represented in BTC is entitled to one vote through its appointed voting delegate or alternate.
- Member Boards who have more than one trustee as part of the BTC shall have all its members weighted as one, for the purposes of voting.
- The BTC Chair shall carry forward any decision made by consensus or vote as the voice of BTC when reporting.



e. Meeting Record

- OPSBA staff will record minutes of each regular or special meeting. The minutes will include (at a minimum):
 - Date
 - Time
 - Location
 - Attendees
 - Regrets
 - Staff resources
 - Guests
 - Motions (including movers and disposition)
 - Action Items
 - A high-level overview of items discussed
 - * *No comments will be attributed to an individual trustee*
 - Adjournment time
- Minutes of regular and special BTC meetings will be shared with Executive Council and the Board of Directors for information.

VI. History

Approved: June 2023

Updated: February 2025

