



CONSTITUTION OF THE THUNDER BAY CHRISTIAN SCHOOL SOCIETY

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Preamble

It is the belief of the Thunder Bay Christian School Society that it is our duty and privilege as Christians to provide Christian Education for our community and it is our belief that this can best be accomplished by concerted action.

The By-Laws (or constitution) is the document which generally relates to the structure and operations of the Thunder Bay Christian School.

By-Law - a by-law relating generally to the constitutional affairs of the Thunder Bay Christian School Society.

By-Laws

- 1. Name** This organization shall be known as the Thunder Bay Christian School Society (hereinafter referred to as the Society).
- 2. Basis** The basis of the Society is the Scriptures of the Old and New Testaments which together are the infallible Word of God, as interpreted in Reformed creedal standards. The basis of the Thunder Bay Christian School Society is the Word of God, manifest in creation, incarnate in Jesus Christ, and inscripturated in the Bible as it is confessed to be God's Word in the Reformed Creedal Standards. On this basis, we affirm the following Principles for Christian Education:



- 2.1. The Bible - That God by His Word in the Scriptures renews man's understanding of God, of man himself, of his fellow man, and of the world; directs man in all his relationships and activities, and therefore guides His people also in the education of their children.
- 2.2. Creation - That in their education, children must come to learn the world and man's calling in it can rightly be understood only in their relation to the triune God, Who by His creation, restoration, and governance directs all things to the coming of His Kingdom and the glorification of His Name.
- 2.3. Sin - That because man's sin alienates him from God, His neighbor, and the world, distorts his view of the true meaning and purpose of life, and misdirects human culture, then man's sin also disrupts the education of children.
- 2.4. Jesus - That through Jesus Christ there is renewal of our educational enterprise because He is the Redeemer of, and the Light and the Way for, our human life in all its range and variety. Only through Him and the work of His Spirit are we guided in the truth and recommitted to our original calling.
- 2.5. Schools - That the purpose of Christian schools is to educate children for a life of obedience to their calling in this world as image-bearers of God; that this calling is to know God's Work and His creation, to consecrate the whole of human life to God, to love their fellow man, and to be stewards in their God-given cultural task.
- 2.6. Parents - That the primary responsibility for education rests upon parents to whom children are entrusted by God, and that Christian parents should accept this obligation in view of the covenantal relationship which God established with believers and their children. They should seek to discharge this obligation through school associations and school boards which engage the services of Christian teachers in Christian Schools.
- 2.7. Teachers - That Christian teachers, in cooperation with parents, have a unique pedagogical responsibility in obedience to God while educating the child in school.
- 2.8. Pupils - that Christian schools must take into account the variety of abilities, needs, and responsibilities of young persons; that endowments and calling of young persons as God's image-bearers and their defects and inadequacies as sinners require that such learning goals and such curricula will be selected as will best prepare them to live as obedient Christians; and that only with constant attention to such pedagogical concerns will education be truly Christian.
- 2.9. Community - That because God's covenant embraces not only parents and their children, but also the whole Christian community to which they belong, and because Christian education contributes directly to the advancement of God's Kingdom, it is the obligation not only of the parents but also of the Christian community to establish and maintain Christian schools, to pray for, work for, and give generously to their support.
- 2.10. Educational Freedom - That Christian schools, organized and administered in accordance with legitimate standards and provisions for day schools, should be fully recognized in Society as free to function according to these principles.



3. Purpose

3.1. The purpose of the Society is to perform all such activities for the promotion and advancement of the Christian religion and Christian education as are in agreement with the objects listed in the Society's Charter and which are in accordance with By-law 2.

4. Membership

4.1. Each person, eighteen years of age or older, who subscribes to By-law 2 and 3 and who complies with the requirements set forth in this and other By-laws and any other regulations approved by the members at a duly called membership meeting shall be declared to be a member of the Society by the Board of Directors.

4.2. Membership in the T.B.C.S. Society can consist of:

- 4.2.1. Full membership or
- 4.2.2. Associate membership

4.3. Full membership in the T.B.C.S. Society includes the privilege of voting at memberships meetings (with husband and wife having together one vote), participating in the Society's activities on behalf of the school, and being eligible to serve on the Board and Committees of the Board.

4.4. Associate membership in the T.B.C.S. Society includes participation in the Society's activities with the exception of,

- 4.4.1. voting at membership meetings
- 4.4.2. Serving on the Board of Directors
- 4.4.3. Serving as a member of the Education Committee.

4.5. In case of resignation, a member shall remain liable for payment of any assessment or other sum levied or which became payable by him to the Society prior to acceptance of his resignation.

4.6. A membership fee shall be set by the Board of Directors from time to time and authorized by the members of the Society. The payment of such membership fee shall entitle the member to receive the Society's information and one vote on each question arising at any special or general meeting of the members. There are no other rights or benefit receivable by the membership for the payment of membership fees. The Secretary or Treasurer shall notify the members of the fees at any time payable by them. And if any are not paid within thirty days of the date of such notice, the members in default shall automatically cease to be members to the Society. Upon payment of all unpaid fees any such members may be reinstated by majority vote of the Board of Directors.

4.7. The head office of the Society shall be in the Municipality of Oliver/Paipouge, in the province of Ontario.

4.8. The seal, which is stamped in the margin, shall be the corporate seal of the Society.

5. Meetings



- 5.1. The Board of Directors shall call two membership meetings of each year to transact business, to present annual financial statements , to give annual reports, and to elect Directors.
- 5.2. The Board of Directors may call a membership meeting if they are asked to do so by a written request of 25 per cent of the members of the Society. No public notice or advertisement of members' meetings shall be required, but notice of the time, place and agenda of every such meeting shall be given to each member at least ten days before the meeting.
- 5.3. When there has been an error in giving notice of a meeting, this shall not invalidate the meeting or the decisions made at such a meeting.
- 5.4. A quorum for the transaction of business at any meeting of members shall consist of not less than 15 per cent of the membership.
- 5.5. At all meetings of members every question shall be decided by a majority of the votes of the members present in person, unless otherwise required by the By-Laws of the Society. Every question shall be decided by a show of hands. In case of an equality of votes at any general meeting, the Chairman shall be entitled to a second or deciding vote. Election for members of the Board of Directors shall be done by ballot.
- 5.6. For issues at Membership meetings deemed sensitive by the Board of Directors a secret ballot may be considered.
- 5.7. No proxy voting shall be allowed. Absentee voting by ballot is allowed for the election of Board of Directors only. These votes may be counted only once. The ballot must be written, signed and submitted to the secretary of the Board of Directors prior to the meeting.

6. Board of Directors

- 6.1. The affairs of the Society shall be managed by a Board of nine (9) Directors, each of whom shall be a member of the Society and at least eighteen years of age.
- 6.2. The term of office shall be for three years, with members eligible for a maximum of two consecutive terms. In order that Board members may retire in proper succession, voters at the first stated meeting shall elect three members for three years, 3 for two years and 3 for one year. Directors shall be elected at the Annual Meeting of the Society.
- 6.3. Vacancies on the Board of Directors, however caused, may remain vacant until the next annual meeting so long as a quorum of Directors remain in office. If there is not a quorum of Directors, the remaining Directors shall forthwith call a meeting of the members to fill the vacancy. The office of a director shall be automatically vacated if:
 - 6.3.1. a director shall resign his office by delivering a written resignation to the Secretary of the Society;
 - 6.3.2. at a special meeting of the Board of Directors a resolution is passed by two-thirds of the members of the Society's Board of Directors that he be removed from office; subject to membership approval at the next meeting of the Society;
 - 6.3.2.1. on death of a director;



6.3.2.2. the director ceases to be a member of the Society.

6.4. A majority of the Directors shall form a quorum for the transaction of business. Except as otherwise required by law, the Board of Directors may hold its meetings at such place or places as it may from time to time determine, but at least ten (10) times per year. Notice of a Board of Directors' meeting shall be given at least 7 days prior to the meeting.

6.5. Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes. In case of an equality of votes, the Chairman, in addition to his original vote, shall have a second or deciding vote. All votes at any such meeting shall be taken in the usual way by assent or dissent. In the absence of the Chairman his duties may be performed by the Vice-Chairman or such other director as the Board of Directors may from time to time appoint for the purpose.

6.6. When there has been an error in giving notice of a Board of Directors' meeting, this shall not invalidate the meeting or the decisions made at such a meeting.

6.7. The director shall receive no remuneration for acting as such; provided that a director may be paid reasonable expenses incurred by him/her in the performance of his/her duties.

7. Power of the Board of Directors

7.1. The Directors of the Society may administer all the affairs of the Society, may make lawful contracts in the name of the Society, and may act for the Society in all things in harmony with the objects and By-Laws. However, in the following matters the Directors must be authorized by prior resolution of a meeting of the members:

7.1.1. approval of the Annual Budget;

7.1.2. approval of expenditures in excess of 10 percent above the Budget, where such expenditures have not been approved in principle by the Budget;

7.1.3. approval of major capital expenditures;

7.1.4. approval of major changes in programs or policies;

7.1.5. approval of sale, mortgage, leasing or purchase of lands or buildings.

7.2. Matters not dealt with by the By-Laws of a procedural nature will be decided upon by the Board of Directors.

7.3. Deeds, transfers, licenses, contracts and engagements on behalf of the Society shall be signed by the Chairman or Vice-Chairman and by the Secretary, and the Secretary shall affix the seal of the Society to such instruments as require the same. Contracts in the ordinary course of the Society's operations may be entered into on behalf of the Society by any person authorized by the Board of Directors.

7.4. The Directors shall see to it that all necessary books and records of the Society required by the By-Laws of the Society or by an applicable statute or law are regularly or properly kept.

8. Duties of the Board of Directors



- 8.1. Determine Society policies in harmony with the By-Laws and in accordance with the Society's decisions.
- 8.2. Employ and appoint administrators and other personnel qualified to carry out the programs and policies of the Society.
- 8.3. Devise ways and means of obtaining the necessary funds for carrying out the programs and policies of the Society and determining how these funds shall be disbursed.
- 8.4. Appoint one or more of its own members to periodically assure itself that the programs and policies of the Society are faithfully carried out.
- 8.5. Appoint out of its membership such committees as it may deem necessary for the performance of its duties. Such appointments shall be made annually. Additional committee members may be appointed from within the Society's membership.

9. Officers of the Board and their duties

- 9.1. At the set meeting each year, subsequent to the stated annual meeting, the Board shall elect the following officers: Chairman, Vice-Chairman, Secretary and Treasurer.
- 9.2. It shall be the duty of the Chairman to preside at all meetings of the Board and of the Society and to enforce the provisions of the By-Laws. The Chairman may be a member of all committees and shall be notified of their meetings.
- 9.3. The Vice-Chairman shall assist the Chairman whenever possible in the discharge of his duties. In the absence of the Chairman the Vice-Chairman shall take his place.
- 9.4. The Secretary shall take care of the official documents of the Society; he shall conduct all correspondence and enter into the records of the organization, the minutes of all meetings of the Society and of the Board after they have been approved. The Secretary shall give notice of meetings to the members and Directors.
- 9.5. The Treasurer, or person performing the usual duties of a Treasurer, shall keep full and accurate accounts of all receipts and disbursements of the Society in proper books of account and shall deposit all monies or other valuable effects in the name and to the credit of the Society in such bank or banks as may from time to time be designated by the Board of Directors. He shall disburse the funds of the Society under the direction of the Board of Directors, taking proper vouchers and shall render to the Board of Directors at the regular meetings or whenever required of him, an account of all his transactions as Treasurer, and of the financial position of the Society. He shall also perform such other duties as may from time to time be determined by the Board of Directors.

10. Finances

10.1. Deposit of Securities for Safekeeping

- 10.1.1. The securities of the Society shall be deposited for safekeeping with one or more bankers, trust companies or other financial institutions to be selected by the Board of Directors. Any and all securities so deposited may be withdrawn only upon the written order of the Board of Directors.



10.2. Borrowing

10.2.1. The Directors may with the approval of the membership, passed by a Resolution at a meeting of the members:

- 10.2.1.1. borrow money on the credit of the Society; or
- 10.2.1.2. issue, sell or pledge securities of the Society;
- 10.2.1.3. charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Society, including book debts, rights, powers, franchises and undertakings, to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Society.
- 10.2.1.4. The Directors may authorize any director, officer or employee of the Society or any other person to make arrangements with reference to the monies borrowed or to be borrowed.

11. Amendments

- 11.1. By-Laws 1-11 are general by-laws and can only be amended as follows:
- 11.2. The amendment shall be read and discussed at two consecutive meetings and be presented for final approval at the following meeting and shall be approved by a 75 percent vote of the members present at such a meeting. Each of the three meetings shall be duly called in accordance with By-laws 1-11.
- 11.3. By-Law 12 and following By-laws called regulatory by-laws may be amended by a simple majority vote by the members present at a general meeting.
- 11.4. The following By-Laws are related to specific administrative policies of the affairs of the Society.

12. Meetings – administrative

- 12.1. The Society shall hold 2 stated meetings each year, one to be held during the fall and the other to be held in the spring of each year, the exact time and place of such meetings is to be set by the Board.
- 12.2. At the annual meeting in the fall the election of Board members shall take place. Additionally, reports on the activities and progress of the Society shall be rendered by the senior employees of each Society's areas of activity, the chairman of each committee of the Boards, the Secretary and the Treasurer of the Board.
- 12.3. The general meeting in the spring shall be the principal business session of the year. At this meeting the Board shall present a budget for the ensuing fiscal year. Questions of policy shall be discussed and decided upon at this meeting.
- 12.4. Notice of a special meeting shall include a statement of the reasons for calling such a meeting. The agenda for this special meeting is limited to the purpose for which the meeting is called.



13. Board Nominations

- 13.1. For each vacancy in the Board of Directors, nominations shall be made by the Board. Additional nominations may be made by the membership with the previous consent of the nominee and submitted to the Chairman before the meeting. This nomination needs to be seconded by a member from the floor.

14. Board Meetings shall include:

- 14.1. Devotions
- 14.2. Roll call
- 14.3. Reading and adoption of minutes of the previous meeting
- 14.4. Reading of papers and correspondence
- 14.5. Reports of administrators and standing committees
- 14.6. Reports of special committees
- 14.7. Consideration of unfinished business
- 14.8. Consideration of new business
- 14.9. Miscellaneous matters
- 14.10. Adjournment and closing prayer

15. Finances

- 15.1. The funds necessary for the Society's activities and programs shall be obtained from the payment of:
 - 15.1.1. membership fees
 - 15.1.2. tuition fees
 - 15.1.3. grants and donations
 - 15.1.4. business activities performed by the Society or its auxiliary groups
 - 15.1.5. church collections
 - 15.1.6. investments
 - 15.1.7. all other legitimately available sources.

16. Staff

- 16.1. All administrative officers and staff members shall be appointed by the Board after a careful consideration of their Christian commitment and their qualifications to fill the vacant positions. They shall be appointed upon such terms and conditions (except as herein expressly provided) as the Board may determine.
- 16.2. All administrative officers and members of the staff must declare their agreement with By-Law No. 2. They must be faithful to the Bible in their work and must show this faithfulness in Christian living.
- 16.3. All administrative officers and staff, as well as the Board, shall abide by the terms of the contract entered into by both parties.
- 16.4. The administrative officer for each program or department may be called upon to be an advisory member of the Board.
- 16.5. The substance of this by-law shall be made part of all contracts entered into with the administrative officers and members of the staff.

17. Enrollment



- 17.1. All instruction programs of the Society which are open to the general public must be governed by clearly articulated enrollment policies approved by the Board upon recommendation of the Education Committee.

18. Committees of the Board and their Duties

18.1. Appointments

- 18.1.1. Appointments to the standing and ad hoc committees, subsequent to By-Law 8.5, should be made at the Board meeting next following the Annual Meeting at which new Board members are elected.

18.2. Duties

- 18.2.1. In general the committees function to advise the Board on matters requiring specialized knowledge and detailed deliberations. Consequently the Board would normally appoint members acquainted with and sensitive to the normal matters handled by each of the committees.

18.3. Term of Office

- 18.3.1. The term of office for committee members, except for administrative officers who are permanent members, shall be annual. Each member shall be appointed by the Board of Directors, but no person shall serve more than six consecutive years on any one committee.

18.4. Education Committee: This committee shall:

- 18.4.1. consist of at least five members of which at least two shall be members of the Board. One of the members of the committee shall be the chief administrator or the principal of the Society's school or schools and another, if the functions are distinct, shall be the educational co-ordinator of the Society's educational activities in both the day school and other programs;
- 18.4.2. consider all matters relative to the educational programs and policies of the school and make recommendations concerning these to the Board;
- 18.4.3. consider the qualifications of the candidates for administrative and teaching positions in the Society's school or schools and make recommendations concerning the suitability, remuneration and area of responsibility of candidates to the Board;
- 18.4.4. keep itself informed in regard to the scholastic quality and Christian character of the instruction given, the course of study, discipline, equipment, etc. and make recommendations concerning these and allied matters to the Board each year;
- 18.4.5. consider and from time to time evaluate the quality and the progress of the staff and the school programs, or recommend that such evaluation be undertaken by others;

18.5. Finance Committee: This committee shall:



- 18.5.1. recommend to the Board a budget for the ensuing year;
- 18.5.2. make recommendations to the Board as to the manner in which the Society's activities are to be financed, indicating the various sources of income and how monies are to be collected from these sources;
- 18.5.3. assist the treasurer in collecting all dues, fees and assessments;
- 18.5.4. make recommendation to the Board regarding the need for and the method of administering the business affairs of the Society;
- 18.5.5. investigate the qualifications of candidates for financial position either part or full time and recommend their duties and remuneration to the Board.
- 18.6. Promotion/Membership Committee: This committee shall:
 - 18.6.1. recommend to the Board a regular, planned program of action by means of which the cause of Christian Education may be advanced and strengthened;
 - 18.6.2. make the necessary arrangements for carrying out such programs when they have been approved by the Board;
 - 18.6.3. be primarily responsible for the Society's publications;
 - 18.6.4. investigate the qualifications of the candidates for public relations positions if the Board has declared such a position open and make recommendations concerning the candidates to the Board.
- 18.7. Maintenance Committee: This Committee shall:
 - 18.7.1. concern itself with all phases of the proper care, maintenance and adequacy of the buildings, grounds and physical equipment used by the Society in carrying out its objectives;
 - 18.7.2. make recommendations to the Board concerning the appointment, work and salary of the caretaker and, in cooperation with the chief administrative officer, supervise his work.
- 18.8. Transportation Committee: This Committee shall:
 - 18.8.1. recommend to the Board a system for safe, efficient, and prompt transportation for the programs of the Society.
 - 18.8.2. make necessary arrangements to implement any program of transportation approved by the Board.