

GENERAL BY-LAW NUMBER 1

A by-law relating generally to the transaction
of the business and affairs of

BRESCIA UNIVERSITY COLLEGE

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BE IT ENACTED as a by-law of the Corporation as follows:

ARTICLE 1 **INTERPRETATION**

1.1 Definitions

In this by-law and all other by-laws and special resolutions of the Corporation, unless the context otherwise requires:

"**Act**" means the *Corporations Act* of Ontario, and any act that may be substituted therefor, as from time to time amended;

"**Board of Trustees**" or "**Trustees**" is a designation for the Board of Directors as specified in the Act, and for clarification, all references to the Board of Trustees or Trustees shall, unless expressly provided to the contrary, mean the voting Trustees described herein. Voting Trustees shall be the directors of the Corporation for the purposes of the Act and common law. A reference to "Trustee" shall mean a reference to a single member of the Board of Trustees, as the context may require;

"**Brescia Council**" has the meaning ascribed thereto in Section 10.3 hereof;

"BUC Alumnae Association" means Brescia University College Alumnae Association or any successor organization thereto;

"By-laws" means this by-law and all other by-laws of the Corporation from time to time in force and effect;

"Chair of the Board of Trustees" or **"Chair"** is the designation of the person who acts as Chair of the Board of Trustees;

"Corporation" means Brescia University College;

"General Superior" means the General Superior of the Ursuline Religious of the Diocese of London in Ontario as constituted from time to time;

"Letters Patent" means the letters patent incorporating the Corporation, as from time to time amended;

"Past Chair" means the person who served as the Chair of the Board of Trustees immediately prior to the current Chair of the Board of Trustees;

"President" means the President of the Corporation;

"Members" means the members of the Corporation and are limited to Trustees

"Mother St. Anne Lachance Society" or the **"Society"** means the ministerial juridic person formed by the Ursuline Sisters and created by decree of the Most Rev. R. FABBRO, Diocesan Bishop of the Roman Catholic Diocese of London, Ontario;

"Executive Director of Strategic Initiatives and Growth" means the Executive Director of Strategic Initiatives and Growth of the Corporation

"Trustee" means a member of the Board of Trustees;

"Ursuline Leadership" means the executive of the Ursuline Sisters as constituted from time to time;

"Ursuline Sisters" means the Ursuline Religious of the Diocese of London in Ontario;

"Vice-Chair" means the person elected to act as chair in the absence of the Chair of the Board of Trustees.

ARTICLE 2 ADMINISTRATION OF THE CORPORATION

2.1 Head Office

Until changed in accordance with the Act, the head office of the Corporation shall be in the City of London, in the County of Middlesex and Province of Ontario.

2.2 Corporate Seal

Until changed in accordance with the Act, the corporate seal of the Corporation shall be in the form impressed hereon.

2.3 Financial Year

Until otherwise resolved by the Board of Trustees, the financial year of the Corporation shall end on the last day of April, in each and every year.

2.4 Execution of Instruments

The Board of Trustees shall appoint any four Trustees or officers of the Corporation who may sign deeds, transfers, assignments, contracts, cheques, certificates and other instruments on behalf of the Corporation. Any two of such signing officers may sign documents on behalf of the Corporation. In addition, the Board of Trustees may from time to time direct the manner in which any particular instrument or class of instruments may be signed.

2.5 Banking Arrangements

The banking business of the Corporation shall be transacted with such banks, trust companies or other firms or corporations as may from time to time be designated by the Board of Trustees.

2.6 Canonical Sponsorship

The Mother St. Anne Lachance Society exercises canonical sponsorship of the Corporation. The Corporation, its Board of Trustees, Members and administration are accountable to the Society for the implementation of the ministry of the Corporation in accordance with the traditions of the Ursuline Sisters, the legislation and teachings of the Roman Catholic Church and the advancement of Catholic education within the Diocese of London.

Notwithstanding that The Mother St. Anne Lachance Society is the Corporation's Canonical Sponsor, the Corporation shall continue to recognize the Ursuline Sisters as the Corporation's founding Canonical Sponsor and shall encourage the Ursuline Sisters continued participation in the Corporation's governance structures and ministry.

Accordingly, the following provisions shall apply:

- (a) the Corporation will provide liability insurance for the Society in respect of its role as the Corporation's Canonical Sponsor;
- (b) annually, a list of the Members of the Corporation and the Board of Trustees (voting and *ex officio* non-voting) will be sent to the Society and the Ursuline Leadership;
- (c) the Society and the Ursuline Leadership will receive notices of events and the minutes of Board of Trustees meetings;
- (d) the President of the Corporation will notify the Chair of the Society and the General Superior immediately of any potential matter or legal proceedings that is reasonably likely to have a material negative impact on the reputation or ethos of the Corporation;
- (e) changes in the Values, Mission or Vision Statements, including, without limitation, the Corporation's status as a Catholic institution, will be discussed with the Society and the Ursuline Leadership before changes are adopted;
- (f) the Corporation, through its Members, Board of Trustees, administration, faculty and staff shall work collaboratively to enhance the Canonical Sponsorship relationship with the Society, and, in the case of any disagreement between the Corporation and the Society relating to the Sponsorship

relationship that cannot be resolved on an informal basis, representatives of the Corporation and the Society shall meet and use their best efforts to resolve such disagreement, which may include using the services of a mediator. Should the Corporation and the Society, after pursuing in good faith the dispute resolution process provided above, ultimately be unable to resolve a significant disagreement between them which relates to the Society's role as the Corporation's Canonical Sponsor, either party may elect to terminate the Corporation's Canonical relationship with the Society upon at least twelve months' written notice to the other; and

- (g) the Corporation shall furnish to the Society and the Ursuline Leadership such information as either may reasonably request in respect of the Society's Canonical Sponsorship responsibilities or the Ursuline's ongoing role in the governance and ministry of the Corporation, subject always to the application of law regarding privacy and the protection of personal information.

ARTICLE 3 TRUSTEES

3.1 Number of Trustees and Quorum

The affairs of the Corporation shall be managed by the Board of Trustees. Until changed in accordance with the Act, the number of Trustees on the Board of Trustees shall be between thirteen (13) and nineteen (19). A quorum shall consist of no less than sixty percent (60%) of the Trustees of the Board of Trustees. The specific number of Trustees shall be fixed by special resolution of the Members of the Corporation from time to time in accordance with the Act.

3.2 Trustees

The Members shall appoint Trustees from the following list of persons who shall be entitled to notice of and attendance at all meetings of the Board of Trustees. Such persons shall have full voting rights and shall be considered as directors for the purpose of the Act:

- (a) One (1) representative trustee of The Mother St. Anne Lachance Society, appointed by the Society;
- (b) Up to two (2) representative trustees of the Ursuline Sisters or Nominees , appointed by the Ursuline Leadership;
- (c) Up to Twelve (12) elected trustees, individuals broadly representative of the community at large; and
- (d) A representative trustee of the BUC Alumnae Association. The representative of the BUC Alumnae Association shall be its President, save and except that if the President of the BUC Alumnae Association is either a current student or current employee of the Corporation, then the BUC Alumnae Association shall appoint another member of the BUC Alumnae Association who is not a current student or current employee of the Corporation as its representative on the Board of Trustees.
- (e) One (1) representative trustee of the full-time faculty.
- (f) One (1) representative trustee of the full-time staff.
- (g) One (1) representative trustee, the President of the BUC Students' Council

3.3 Ex Officio Non-Voting Trustees

The following person shall be an *ex officio* Trustee and shall have the right to notice of and attendance at all meetings of the Board of Trustees. Such person shall not have voting rights and shall not be considered as a director of the Corporation for the purpose of the Act:

- (a) President of the Corporation;

3.5 Election and Term

The Members of the Corporation shall appoint Trustees to any vacant seat on the Board of Trustees annually (or as otherwise required) by a resolution of the majority of the Members at a properly constituted meeting of the Members. Save and except as hereinafter provided, the term for the Elected Trustees of the Corporation shall be three (3) years. The term of three (3) years may be renewed for one (1) additional term and any person who completes two (2) consecutive terms may become eligible for reappointment as a Trustee after a three (3) year absence from the Board of Trustees.

Notwithstanding the generality of the foregoing:

The appointment of Ursuline Sisters or Nominees shall be made for a three-year term. Upon expiry of a three-year term, the Ursuline Leadership may reappoint any Ursuline Trustees for a subsequent three-year term.

The appointment of The Mother St. Anne Lachance Society shall be made for a three-year term. Upon expiry of a three-year term, the Society may reappoint to the Board, the Society's representative for a subsequent three-year term.

The appointment of the President of the BUC Alumnae Association shall be made to coincide with the elected President of the BUC Alumnae Association effective July 1 of the year elected and typically one two-year term.

The appointment of the President of the BUC Student's Council shall be made to coincide with the elected President of the BUC Students' Council effective July 1 of the year elected and typically for a one-year term.

Ex officio Trustees shall be on the Board of Trustees for so long as they continue to hold their office. An exception may be made to permit a Trustee to complete their term as an officer of the Corporation.

3.6 Removal of Trustees

The Members may, by resolution passed by at least two-thirds (2/3) of the votes cast thereon at a meeting of the Members called specifically for such purpose, remove any Trustee, before the expiration of their term of office and may, by majority vote at that meeting, elect or appoint any qualified person in their stead for the remainder of their term. Notice of the meeting called for the said purpose shall state in unequivocal language that the purpose of the meeting is to remove one or more of the Trustees.

A Trustee who misses three (3) of five (5) meetings without prior approval of the Board will cease to be a member of the Board of Trustees.

3.7 Vacancies

Vacancies on the Board of Trustees may be filled for the remainder of the term of office of the Trustee leaving the Board of Trustees by the remaining Trustees if there is a quorum, failing that, the Members of the Corporation, at a meeting of members for the purpose, may make such appointment.

3.8 Regular Meetings

At the first meeting of a new Board of Trustees or as soon as possible thereafter, the Chair shall advise the Board of Trustees of the time and place of regular meetings. A copy of the schedule of meetings shall be sent to each Trustee forthwith, but no other notice shall be required for any such regular meeting.

3.9 Special Meetings

Special meetings of the Board of Trustees may be held from time to time at the call of the Chair of the Board of Trustees or of any four (4) Trustees. Notice of the time and place of every meeting so called shall be given to each Trustee not less than forty-eight (48) hours (excluding Saturdays, Sundays and bank holidays) before the time when the meeting is to be held, save that no notice of a meeting shall be necessary if all the Trustees are present or if those absent waive notice of or otherwise signify their consent to such meeting being held.

3.10 Place of Meeting

Meetings of the Board of Trustees shall be held at 1285 Western Road, London, Ontario or elsewhere in Ontario, if the Board of Trustees so determines. Such meetings may also be conducted, in whole or in part, via teleconference or video conference.

3.11 Chair

The Chair of the Board of Trustees or, in their absence, the Vice-Chair or the Past Chair, as applicable, shall be chair of any meeting of the Board of Trustees. If no such officer is present, the Trustees present shall choose one (1) of their number to chair such meeting.

3.12 Votes to Govern

At all meetings of the Board of Trustees, Trustees shall seek to make decisions by consensus of all Trustees present whenever possible. However, decisions of the Board of Trustees will be made by a vote of all Trustees present and will be recorded in the minutes of the meeting. A vote will be carried by a simple majority of Trustees present and in the case of a tie vote, the chair of the meeting will be entitled to an additional tie-casting vote.

3.13 Interest of Trustees in Contracts

Subject to the provisions of the Act, Trustees shall avoid any interest in contracts with the Corporation. No part of the income or assets of the Corporation may be used for the personal benefit of any Trustee.

3.14 Declaration of Conflicts of Interest

It shall be the duty of every Trustee, who is in any way, whether directly or indirectly, interested in a contract or arrangement or proposed contract or proposed arrangement with the Corporation, or who appears to be interested in such matters, to declare such interest. The declaration of interest shall then be recorded in the minutes of the meeting and the Trustee shall not be present for consideration of the issue. If there is a disagreement about whether a conflict of interest exists, the matter shall be decided by the chair of the

meeting, subject to challenge by a majority vote of the remaining Trustees. The person who is the subject of the issue shall not vote on any appeal of the chair's decision.

3.15 Remuneration

All Trustees shall serve on the Board of Trustees without remuneration but shall be entitled to be paid their travelling and other expenses properly incurred by them in attending meetings of the Board of Trustees or of the Members.

3.16 Meeting Procedure

The rules of procedure set out in the version of the *Constitution of the Board of Trustees* most recently approved by the Board of Trustees will govern the Board of Trustees. Where there is a conflict between the *Constitution of the Board of Trustees* and the By-Laws, the By-Laws will prevail.

A proposed change to the *Constitution* that is substantive in nature must be proposed and discussed at a meeting of the Board, but a final decision will not be made until a subsequent meeting of the Board. Changes to the *Constitution* will require the support of a 2/3 majority of Trustees present.

3.17 In Camera Sessions

The chair of any meeting of the Board of Trustees may decide, at their discretion, to move into a confidential session, closing any portion of a regularly scheduled meeting to anyone other than the Trustees of the Corporation.

ARTICLE 4 OFFICERS

4.1 Appointment of Officers

The Board of Trustees shall appoint from among the Trustees, a Trustee to act as Chair of the Board of Trustees and a Trustee to act as Vice-Chair where there is not a Past Chair, either of whom will act as chair in the absence of the Chair. The appointment of the Chair shall be for a two (2) year term and the appointment of the Vice-Chair shall be for a one (1) year term. Upon completion of the term of the Chair of the Board of Trustees, the said Chair will assume a one (1) year term in the role of Past Chair.

The Board of Trustees shall appoint the President who shall act as Secretary of the Corporation, and the Executive Director, Strategic Initiatives and Growth who shall act as the Corporation's Treasurer.

The Board of Trustees may also appoint other officers of the Corporation who are not required to be Trustees as a condition of holding office.

If the Chair should resign or otherwise leave office during their term, the Vice-Chair or the Past Chair, as applicable, will become acting Chair and a new Chair will be elected by the Board of Trustees at its earliest convenience. If the Vice-Chair should be elected as the new Chair, then a new Vice-Chair will be elected by the Board of Trustees at its earliest convenience. Should the Past Chair resign or otherwise leave office during their term, all responsibilities assigned to the Past Chair will either be reassigned to the Chair or their delegate for the balance of the Past Chair's unfinished term, or abandoned, at the discretion of the Board.

4.2 Terms of Office and Remuneration

Officers shall serve as corporate officers of the Corporation without remuneration. The Board of Trustees may remove at its pleasure any officer of the Corporation, without prejudice to such officer's rights under any

contract of employment. Otherwise, each officer elected or appointed by the Board of Trustees shall hold office until their successor is elected or appointed.

4.3 Chair

The Chair of the Board of Trustees shall be the President for the purposes of the Act and shall:

- (a) chair all meetings of the Board of Trustees;
- (b) report to each annual meeting of Members of the Corporation concerning the management and operations of the Corporation; and
- (c) perform such other duties as may from time to time be determined by the Board of Trustees.

4.4 President

The President shall have the general management and direction, subject to the authority of the Board of Trustees, of the business and affairs of the Corporation and the power to appoint and remove any and all employees and agents of the Corporation not elected or appointed by the Board of Trustees and to settle the terms of their employment and remuneration subject to any agreement with the employee associations.

4.5 Secretary

The Secretary shall attend and be the secretary of all meetings of the Board of Trustees and shall enter or cause to be entered in books kept for that purpose minutes of all proceedings. The Secretary shall give or cause to be given, as and when instructed, all notices to Trustees.

The Secretary shall be the custodian of the corporate seal of the Corporation and of all books, papers, records, documents and other instruments belonging to the Corporation except when some other officer or agent has been appointed for that purpose.

4.6 Treasurer

The Treasurer shall keep full and accurate books of account in which shall be recorded all receipts and disbursements of the Corporation and, under the direction of the President, shall control the deposit of money, the safekeeping of securities and the disbursement of the funds of the Corporation. The Treasurer shall render to the Board of Trustees whenever required an account of all transactions of the Corporation and of the financial position of the Corporation.

4.7 Other Officers

The duties of all other officers of the Corporation shall be such as the terms of their engagement call for or as the Board of Trustees may prescribe. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant unless the Board of Trustees or the President otherwise directs.

4.8 Variation of Duties

From time to time the Board of Trustees may add, amend or reassign the duties of any officer.

4.9 Agents and Attorneys

The Board of Trustees shall have power from time to time to appoint agents or attorneys for the Corporation with such powers of management or otherwise (including the power to sub-delegate) as may be thought fit.

ARTICLE 5 PROTECTION OF TRUSTEES AND OFFICERS

5.1 Limitation of Liability

No Member, Trustee or officer of the Corporation, nor any member of a committee, shall be liable for the acts, receipts, neglects or defaults of any other Member, Trustee, officer, committee member or employee, or for joining in any receipt or other act for conformity, or for any loss occasioned by any error of judgment or oversight on their part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of their office, unless the same are occasioned by such person's own willful neglect or default or by their own dishonest or fraudulent act.

5.2 Indemnity

Every Member, Trustee and officer of the Corporation or member of a committee and their heirs, estate, executors and administrators respectively, shall at all times be indemnified and saved harmless out of the funds of the Corporation (including the proceeds of any insurance policy) from and against:

- (a) all costs, charges and expenses whatsoever that such Member, Trustee or officer of the Corporation sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against them for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them in or about the execution of the duties of their office; and
- (b) all other costs, charges and expenses that such person sustains or incurs in or about or in relation to the affairs of the Corporation except such costs, charges or expenses as are occasioned by their own willful neglect or default or their own dishonest or fraudulent action.

5.3 Validity of Actions

No act or proceeding of any Trustee or the Board of Trustees shall be deemed invalid or ineffective by reason of the subsequent ascertainment of any irregularity in regard to such act or proceeding or the qualifications of such Trustee or the Board of Trustees.

5.4 Trustees' Reliance

Trustees may rely upon the accuracy of any statement or report prepared by the Corporation's auditors and shall not be responsible or held liable for any loss or damage resulting from acting upon such statement or report.

5.5 Trustees' Insurance

The Corporation shall be obligated to obtain and maintain insurance such as director's liability insurance insuring and covering the Members, Trustees, officer and members of committees on such terms and with limits determined by the Board of Trustees from time to time.

ARTICLE 6 MEMBERS

6.1 Members

All Trustees shall, by virtue of their office, be Members of the Corporation. There shall be no other Members of the Corporation. Each Member shall cease to be a Member of the Corporation effective the date that they are no longer a Trustee.

ARTICLE 7 MEETINGS OF MEMBERS

7.1 Annual Meetings

The annual meeting of the Members shall be held within six (6) months from the fiscal year end of the Corporation. At the annual meeting, the agenda shall include:

- (a) receipt of the reports and statements required by the Act to be placed before the annual meeting;
- (b) appointment of Trustees; and
- (c) the transaction of such other business as may properly be brought before the meeting.

7.2 Special Meetings

A special meeting of the Members may be called upon written request of the Chair or any two members.

7.3 Place of Meetings

Meetings of the Members shall be held at 1285 Western Road, London, Ontario or elsewhere in Ontario, if the Members so determine. Such meetings may also be conducted, in whole or in part, via teleconference or video conference.

7.4 Notice of Meetings

Notice of the time and place of each meeting of Members shall be given in the manner hereinafter provided not less than ten (10) days before the day on which the meeting is to be held to each Member of record at the close of business on the day prior to the day on which the notice is given to such Member's last address entered in the books of the Corporation. Notice of a special meeting of Members shall state the specific nature of the business to be transacted at such meeting.

7.5 Meetings Without Notice

A meeting of Members may be held at any time and place without notice if all the Members are present in person, or if those not present waive notice or otherwise consent to such meeting being held.

7.6 Chair

The Past Chair or their designate shall serve as chairperson of any meeting of Members. The chairperson shall appoint some person, who need not be a Member, to act as secretary of the meeting. If there is no Past Chair or if the Past Chair is unavailable, the Chair of the Board of Trustees, or their delegate, shall convene and chair

the meeting of the members. If none of the Past Chair, Chair, or their delegate is present within fifteen (15) minutes after the time appointed for the holding of a meeting of Members, the Members present shall choose a person from among their number to be the chairperson of the meeting.

7.7 Persons Entitled to be Present

Those persons entitled to attend a meeting of Members shall be Members, the Secretary, Treasurer, auditors of the Corporation and others who, although not entitled to vote, are entitled or required under any provision of the Act or the letters patent or by-laws to be present at the meeting, as well as any person invited by the chair of such meeting.

7.8 Quorum

A quorum for the transaction of business at any meeting of Members of the Corporation shall be at least sixty percent (60%) of the Members of the Corporation, represented in person or by proxy.

7.9 Right to Vote

At any meeting of Members, every person entered in the books of the Corporation as a Member shall be entitled to vote at such meeting.

7.10 Proxies

Members shall be entitled to appoint another person as their proxy to attend and vote at any meeting of Members subject to and in accordance with the provisions of the Act.

7.11 Votes to Govern

At any meeting, Members shall seek to make decisions by consensus whenever possible. However, every question shall be determined by the majority of the votes duly cast on the question other than those that require approval by way of special resolution, in which case such question shall be determined by the consent of at least two-thirds of the Members present in person or by proxy.

7.12 Casting Vote

In case of an equality of votes at any meeting of Members, the chair of the meeting shall be entitled to an additional or tie casting vote.

ARTICLE 8 NOTICES

8.1 Method of Giving Notices

Any notice (which term in this Article 8 includes any communications or document) to be given pursuant to the Act, the letters patent, the by-laws or otherwise to a Member, Trustee, officer or auditor shall be sufficiently given if delivered personally, mailed by prepaid ordinary post, or electronically transmitted. The Secretary may change the address on the Corporation's books of any Member, Trustee, officer or auditor in accordance with any information believed to be reliable. A notice so delivered shall be deemed to have been given when it is delivered personally or electronically transmitted; a notice mailed shall be deemed to have been given four (4) days after deposit in a post office or public letter box.

8.2 Computation of Time

In computing the date when notice must be given under any provision requiring a specified number of days' notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included.

8.3 Omissions and Errors

The accidental omission to give any notice to any Member, Trustee, officer or auditor or the non-receipt of any notice by any Member, Trustee, officer or auditor or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

8.4 Waiver of Notice

Any Member, Trustee, officer or auditor may waive in writing (which includes for greater certainty a waiver given electronically) any notice required to be given.

ARTICLE 9 AUDITORS

9.1 Appointment of Auditor

Members shall at each annual meeting appoint an auditor to audit the accounts of the Corporation, to hold office until the next annual meeting, provided that the Board of Trustees may appoint an auditor to fill any casual vacancy in the office of the auditor. The Board of Trustees shall fix the remuneration of the auditor.

ARTICLE 10 COMMITTEE STRUCTURE

10.1 Committee Structure

The following committees shall be constituted as standing committees of the Board of Trustees:

- (a) Finance, Audit and Investment Committee; and
- (b) Governance Committee.

The Board of Trustees may also strike and dissolve ad hoc committees as needed, each of which shall have its own terms of reference.

10.2 Ex Officio Members and Terms of Reference

The Chair, Vice-Chair and Past Chair of the Board of Trustees will be *ex officio*, voting members of all standing committees of the Board of Trustees. They will receive agendas and minutes from all committees and may participate in the work of each committee to the extent they choose to do so. Committees shall have written terms of reference approved by the Board of Trustees.

Notwithstanding the terms of reference, the Board shall have the discretion to appoint additional Trustees or community members to a committee, in the event that such additional support is deemed by the Board to be appropriate and in the best interests of the Corporation. In this event, the Board will set the terms of appointment for any additional committee members.

10.3 Brescia Council

The Board of Trustees shall establish Brescia Council and shall entrust Brescia Council with the responsibility for monitoring and advising the President on academic and administrative matters concerning the operation of the Corporation, subject always to the review and approval of the Board of Trustees when deemed necessary by the Board of Trustees.

10.4 Decision Making

All committees will attempt to achieve consensus in making decisions. However, decisions will be made in accordance with a majority vote of the voting members of each committee.

ARTICLE 11 BORROWING

11.1 Borrowing Powers

The Board of Trustees may from time to time:

- (a) borrow money on the credit of the Corporation;
- (b) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, including its book debts and rights, powers, franchises and undertakings, to secure any money borrowed, or other debt, or any other obligation or liability of the Corporation; and
- (c) authorize any Trustee or Trustees or any officer or officers of the Corporation to sign all documents and make all arrangements with reference to the monies borrowed or to be borrowed as aforesaid, and as to the terms and conditions of the loan thereof, and as to the security to be given therefor, with power to vary or modify such arrangements, terms and conditions and to give additional security for any monies borrowed or remaining due by the Corporation as the Board of Trustees may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.

ARTICLE 12 EFFECTIVE DATE

12.1 Effective Date

This by-law, as amended, shall be referred to as By-law Number 1, and shall come into force as of June 24, 2022.