

# German Language School Ottawa Inc.

## By-Law Approved by the Annual General Meeting, April 06, 2024 Last amended April 06, 2024



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### **Section 1 - General**

#### **1.01 Definitions**

In this by-law, unless the context otherwise requires:

- a. "Act" means the Not-for-Profit Corporations Act, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
- b. "Board" means the board of directors of the Corporation;
- c. "By-laws" means this by-law (including the schedules to this by-law) and all other by-laws of the Corporation as amended and which are, from time to time, in force;
- d. "Chair" means the chairperson of the Board;
- e. "Corporation" means the corporation that has passed these by-laws under the Act or that is deemed to have passed these by-laws under the Act;
- f. "Director" means an individual occupying the position of director of the Corporation by whatever name he or she is called;
- g. "Member" means a member of the Corporation;
- h. "Members" means the collective membership of the Corporation; and
- i. "Officer" means an officer of the Corporation.
- j. "GLS Inc." means German Language School Ottawa Inc., the legal name of the Corporation.

### **1.02 Interpretation**

Other than as specified in Section 1.01, all terms contained in this by-law that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.

### **1.03 Severability and Precedence**

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

### **1.04 Seal**

The seal of the Corporation, if any, shall be in the form determined by the Board.

### **1.05 Execution of Contracts**

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by any two of its Officers or Directors. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, by-law or other document of the Corporation to be a true copy thereof.

### **1.06 Name**

The legal name of the Corporation is: German Language School Ottawa Inc. (in the following abbreviated to GLS Inc.)

### **1.07 Objectives**

The following shall be the objectives and purposes of the GLS Inc.:

- a. To teach the German language and about the cultures of German-speaking countries;
- b. To establish and operate a school for the above purposes;
- c. The Corporation shall be carried on without the purpose of gain for its members and any profits or other accretions to the Corporation promoting its objectives.

### **1.08 Head Office**

The Head Office of the Corporation shall be at a location within the City of Ottawa, designated as such by the articles of the Corporation or by special bylaw, as the Directors may determine from time to time at a duly constituted meeting of the Board.

## **Section 2 - Directors**

### **2.01 Election, Number and Term**

The Directors shall be elected by the Members. The term of office of the Directors shall be for a two-year term or until their successors are elected. Directors whose terms are expiring shall retire but are eligible for re-election if qualified as per 2.03.

- a. the number of Directors elected by the Corporation shall be at least eleven (11). At least seven of the elected Directors must be parents or guardians of pupils attending GLS Inc.
- b. To ensure continuity, half of the directors shall be elected in each odd year, and the other half in each even year. To start this staggering process initially, half of the directors shall be elected for a two-year term and the other half for a one-year term.

### **2.02 Non-elected Board members**

The Principal, the representative of the teachers of the school, a representative of the Alumni and Friends Committee (see Schedule F), the immediate Past President and the immediate Past Chair shall be ex-officio members of the Board without voting rights. The Board can appoint other members to the Board without voting rights as required.

### **2.03 Vacancies**

The office of a Director shall be vacated immediately:

- a. if the Director resigns office by written notice to the secretary, which resignation shall be effective at the time it is received by the secretary or at the time specified in the notice, whichever is later;
- b. if the Director dies or becomes bankrupt;
- c. if the Director is found to be incapable of managing property by a court or under Ontario law; or
- d. if, at a meeting of the Members, a resolution is passed by at least a majority of the votes cast by the Members removing the Director before the expiration of the Director's term of office.

### **2.04 Filling Vacancies**

A vacancy on the Board shall be filled as follows:

- a. a quorum of Directors may fill a vacancy among the Directors. However, the number of appointed Directors shall not be more than half the number of elected Directors.
- b. if there is not a quorum of Directors or there has been a failure to elect the minimum number of Directors set out in the articles, the Directors in office

- shall, without delay, call a special meeting of Members to fill the vacancy and, if they fail to call such a meeting, the meeting may be called by any Member;
- c. if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by a majority vote and any Director elected to fill the vacancy shall hold office for the remainder of the removed Director's term; and
  - d. the Board may fill any other vacancy by a majority vote, and the appointee shall hold office for the remainder of the unexpired portion of the term of the vacating Director. After that, the appointee shall be eligible to be elected as a Director.

## **2.05 Committees**

Committees may be established by the Board as follows:

- a. The Board may appoint from their number a managing Director or a committee of Directors and may delegate to the managing Director or committee any of the powers of the Directors excepting those powers set out in the Act that are not permitted to be delegated; and
- b. Subject to the limitations on delegation set out in the Act, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.
- c. Subject to the limitations on delegation set out in the Act, the Board establishes an Alumni and Friends Committee. The Board shall determine the composition and terms of reference for the Alumni and Friends Committee and may dissolve the committee by resolution at any time.

## **2.06 Remuneration of Directors**

The Directors shall serve as such without remuneration and no Director shall directly or indirectly receive any profit from occupying the position of Director; provided that:

- a. Directors may be reimbursed for reasonable expenses they incur in the performance of their Directors' duties;
- b. Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Corporation in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is: (i) considered reasonable by the Board; (ii) approved by the Board for payment by resolution passed before such payment is made; and (iii) in compliance with the conflict of interest provisions of the Act.

## **Section 3 - Board Meetings**

### **3.01 Calling of Meetings**

Meetings of the Directors may be called by the Chair, President or any two Directors at any time and any place on notice as required by this by-law, provided that, for the first organizational meeting following incorporation, an incorporator or a Director may call the first meeting of the Directors by giving not less than five days notice to each Director, stating the time and place of the meeting. If possible, the first meeting of the Directors has to be held within fourteen (14) days after the election. There shall be a minimum of two Board meetings per school year.

### **3.02 Regular Meetings**

The Board may fix the place and time of regular Board meetings and send a copy of the resolution fixing the place and time of such meetings to each Director, and no other notice shall be required for any such meetings.

### **3.03 Notice**

Notice of the time and place for the holding of a meeting of the Board shall be given in the manner provided in Section 10 of this by-law to every Director of the Corporation not less than seven days before the date that the meeting is to be held. Notice of a meeting is not necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting. If a quorum of Directors is present, each newly elected or appointed Board may, without notice, hold its first meeting immediately following the annual meeting of the Corporation.

### **3.04 Chair**

The Chair shall preside at Board meetings. In the absence of the Chair, the Directors present shall choose one of their number to act as the Chair.

### **3.05 Voting**

Each Director has one vote. Questions arising at any Board meeting shall be decided by a majority of votes. In case of a non-equality of votes, the Chair shall not have a casting vote.

### **3.06 Quorum**

For the Transaction of business at any meeting of the Board, quorum shall be defined as consisting of: The President or Vice-President and at least five other elected Directors, where the number of non-officer directors has to be greater than the number of officers. Motions adopted at meetings where quorum has not been established must be voted on by the Board at the earliest possible date thereafter. Notwithstanding vacancies, the remaining Directors may exercise all the powers of the Board so long as a quorum of the Board remains in office.

### **3.07 Participation by Telephone or Other Communications Facilities**

If all the Directors participating consent, a Board meeting may be held by telephone, electronic or other communication facilities that permit all persons participating in the meeting to communicate adequately with each other at the same time, and a Director participating by such means is deemed to be present at that meeting.

## **Section 4 - Financial**

### **4.01 Banking**

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the Corporation shall be placed for safekeeping.

### **4.02 Financial Year**

The financial year of the Corporation ends on August 31 in each year or on such other date as the Board may from time to time by resolution determine.

## **Section 5 - Officers**

### **5.01 Officers**

The Board shall elect from among the Directors a Chair and may elect any other person to be President, Vice-president, Treasurer and Secretary at its first meeting following the annual meeting of the Corporation. The office of Treasurer and Secretary may be held by the same person and may be known as the Secretary-treasurer. The office of Chair and President may not be held by the same person. The Board may appoint such other Officers and agents as it deems necessary, and who shall have such authority and shall perform such duties as the Board may prescribe from time to time.

It shall also appoint or re-appoint a School Principal.

One person may hold more than one office.

The Officers of the Corporation shall therefore be as follows:

- a. The Chair;
- b. The President;
- c. The Vice-President;
- d. The Principal of the School;
- e. The Secretary;
- f. The Treasurer.

### **5.02 Office Held at Board's Discretion**

Any Officer shall cease to hold office upon resolution of the Board.

### **5.03 Duties**

Officers shall be responsible for the duties assigned to them and they may delegate to others the performance of any or all of such duties.

### **5.04 Duties of the Chair**

The Chair shall perform the duties described in sections 3 and 9, in Schedule A and such other duties as may be required by law or as the Board may determine from time to time.

### **5.05 Duties of the President and Vice-President**

The President and Vice-president shall perform the duties described in Schedule B and such other duties as may be required by law or as the Board may determine from time to time.

### **5.06 Duties of the Treasurer**

The Treasurer shall perform the duties described in Schedule C and such other duties as may be required by law or as the Board may determine from time to time.

### **5.07 Duties of the Secretary**

The Secretary shall perform the duties described in Schedule D and such other duties as may be required by law or as the Board may determine from time to time.

### **5.08 Duties of the School Principal**

The School Principal shall perform the duties described in Schedule E and such other duties as may be required by law or as the Board may determine from time to time.

## **Section 6 - Protection of Directors and Others**

### **6.01 Protection of Directors and Officers**

No Director, Officer or committee member of the Corporation is to be liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

- a. complied with the Act and the Corporation's articles and By-laws; and

- b. exercised their powers and discharged their duties in accordance with the Act.

## **Section 7 - Conflict of Interest**

### **7.01 Conflict of Interest**

A Director who is in any way directly or indirectly interested in a contract or transaction, or proposed contract or transaction, with the Corporation shall make the disclosure required by the Act. Except as provided by the Act, no such Director shall attend any part of a meeting of Directors or vote on any resolution to approve any such contract or transaction.

## **Section 8 - Members**

### **8.01 Members**

Membership in the Corporation shall consist of the incorporators named in the articles and such other persons interested in furthering the Corporation's purposes and who have been accepted into membership in the Corporation by resolution of the Board.

Membership is open to the following individuals or groups of individuals:

- a. All parents or guardians of duly registered students, or students 18 years or older, who have paid membership fees to the GLS, in whose name such payment has been made by others, or whose membership fees have been waived;
- b. All elected and appointed Directors of the GLS Inc., who have paid the annual membership fee;
- c. Any member of the public who support the objectives of the GLS Inc., and who have paid the annual regular membership fee or the Alumni & Friends membership fee;
- d. Any full-time teacher, or teaching assistant, in the employ of the GLS Inc.

Membership shall start with the beginning of each school year and shall continue through to the beginning of the following school year, as long as membership conditions are met, or until such time as a member informs the Secretary of the Corporation in writing of his/her desire to withdraw from the Corporation. The amount of the annual membership fees will be determined by the Board of Directors from time to time. Annual membership fees are not refundable.



## **8.02 Membership**

A membership in the Corporation is not transferable and automatically terminates if the Member resigns or such membership is otherwise terminated in accordance with the Act.

## **8.03 Disciplinary Act or Termination of Membership for Cause**

- a. Upon 15 days' written notice to a Member, the Board may pass a resolution authorizing disciplinary action or the termination of membership for violating any provision of the articles or By-laws.
- b. The notice shall set out the reasons for the disciplinary action or termination of membership. The Member receiving the notice shall be entitled to give the Board a written submission opposing the disciplinary action or termination not less than 5 days before the end of the 15-day period. The Board shall consider the written submission of the Member before making a final decision regarding disciplinary action or termination of membership.

## **Section 9 - Members' Meetings**

### **9.01 Annual Meeting**

The annual meeting shall be held on a day and at a place within Ontario fixed by the Board. Any Member, upon request, shall be provided, not less than 21 days before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report and other financial information required by the By-laws or articles.

The business transacted at the annual meeting shall include:

- a. receipt of the agenda;
- b. receipt of the minutes of the previous annual and subsequent special meetings;
- c. consideration of the financial statements;
- d. report of the auditor or person who has been appointed to conduct a review engagement, if applicable;
- e. reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year, if applicable under the Not-for-Profit Corporations Act, 2010 (Ontario);
- f. election of Directors; and
- g. such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for annual meeting unless a Member's proposal has been given to the secretary prior to the giving of notice of the annual meeting in accordance with the Act, so that such item of new business can be included in the notice of annual meeting.

### **9.02 Special Meetings**

The Directors may call a special meeting of the Members. The Board shall convene a special meeting on written requisition of not less than one-tenth of the Members for any purpose connected with the affairs of the Corporation that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within 21 days from the date of the deposit of the requisition.

### **9.03 Notice and Proxy**

Subject to the Act, not less than 10 and not more than 50 days written notice of any annual or special Members' meeting shall be given in the manner specified in the Act to each Member and to the auditor or person appointed to conduct a review engagement. Notice of any meeting where special business will be transacted must contain sufficient information to permit the Members to form a reasoned judgment on the decision to be taken. Notice of each meeting must remind the Member of the right to vote by proxy.

A proxy shall be in writing and shall be executed by the member or his/her attorney. The proxy ceases to be valid one year from its issuing date or sooner, if so specified. Subject to requirements of the Ontario Corporations Act, a proxy may be in such a form as the Directors may from time to time prescribe, or in such other form as the chairperson of the meeting may deem sufficient, and shall be deposited with the secretary of the meeting before any vote is passed under its authority, or at such earlier time and in such manner as the Board of Directors may prescribe.

### **9.04 Quorum**

A quorum for the transaction of business at a Members' meeting is a majority of the one tenth of Members entitled to vote at the meeting, whether present in person or by proxy, not including the elected directors present. If a quorum is present at the opening of a meeting of the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

### **9.05 Chair of the Meeting**

The Chair shall be the chair of the Members' meeting; in the Chair's absence, the Members present at any Members' meeting shall choose another Director as chair and if no Director is present or if all of the Directors present decline to act as chair, the Members present shall choose one of their number to chair the meeting.

### **9.06 Voting of Members**

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the Act or the By-law provided that:

- a. each Member shall be entitled to one vote at any meeting. If more than one child from the same family attends the GLS Inc. and the family decides to benefit from reduced membership rates there shall be only one vote per family;

- b. votes shall be taken by a show of hands among all Members present and the Chair of the meeting, if a Member, shall have a vote;
- c. an abstention shall not be considered a vote cast;
- d. before or after a show of hands has been taken on any question, the chair of the meeting may require, or any Member may demand, a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;
- e. if there is a tie vote, the chair of the meeting shall require a written ballot and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and
- f. whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

### **9.07 Adjournments**

The Chair may, with the majority consent of any Members' meeting, adjourn the same from time to time and no notice of such adjournment need be given to the Members, unless the meeting is adjourned by one or more adjournments for an aggregate of 30 days or more. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

### **9.08 Persons Entitled to be Present**

The only persons entitled to attend a Members' meeting are the Members, the Directors, the auditors of the Corporation (or the person who has been appointed to conduct a review engagement, if any) and others who are entitled or required under any provision of the Act or the articles to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

### **9.08 Polls**

If a poll be required by the Chair of the meeting or be duly demanded by any member and the demand not withdrawn a poll upon the question shall be taken in such a manner as the chairperson of the meeting shall direct.

## **Section 10 - Notices**

### **10.01 Service**

Any notice required to be sent to any Member or Director or to the auditor or person who has been appointed to conduct a review engagement shall be provided by telephone, delivered personally, or sent by prepaid mail, facsimile, email or other electronic means to any such Member or Director at their latest address as shown in

the records of the Corporation and to the auditor or the person who has been appointed to conduct a review engagement at its business address, or if no address be given then to the last address of such Member or Director known to the secretary; provided always that notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.

**10.02 Computation of Time**

Where a given number of days' notice or notice extending over any period is required to be given, the day of service or posting of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.

**10.03 Error or Omission in Giving Notice**

No error or accidental omission in giving notice of any Board meeting or any Members' meeting shall invalidate the meeting or make void any proceedings taken at the meeting.

**Section 11 - Adoption and Amendment of By-laws**

**11.01 Amendments to By-laws**

The Members may from time to time amend this by-law by a majority of the votes cast. The Board may from time to time in accordance with the Act pass or amend this by-law other than a provision respecting the transfer of a membership or to change the method of voting by members not in attendance at a meeting of members.

Enacted April 06, 2024

Jens Kull  
\_\_\_\_\_  
President

Chris Henschel  
\_\_\_\_\_  
Secretary

Axel Rex  
\_\_\_\_\_  
Chair

## **Schedule A**

### **Position Description of the Chair**

#### **Role Statement**

Besides the responsibilities described in sections 3 and 9, the Chair must ensure that the Board functions properly, that there is full participation during meetings, that all relevant matters are discussed and that effective decisions are made and carried out.

#### **Responsibilities**

##### *Ensure the Board functions properly*

The Chair is responsible for making sure that each meeting is planned effectively, conducted according to the constitution and that matters are dealt with in an orderly, efficient manner. The Chair must make the most of all his/her Board members and 'lead the team'. This also involves regularly reviewing the Board's performance and identifying and managing the process for renewal of the Board through recruitment of new members.

##### *Ensure the Corporation is managed effectively*

The Chairperson must co-ordinate the Board to ensure that appropriate policies and procedures are in place for the effective management of the Corporation.

##### *Provide support and guidance to the Officers*

The Chair will help to direct the work of and provide advice to the Officers.

##### *Represent the Corporation as its figurehead*

The Chair may from time to time be called upon to represent the Corporation and sometimes be its spokesperson at, for example, functions or meetings.

## **Schedule B**

### **Position Description of the President and Vice-President**

#### **Role Statement**

The president provides leadership to the Board, ensures the integrity of the Board's process and represents the Board to outside parties. The president co-ordinates Board activities in fulfilling its governance responsibilities and facilitates co-operative relationships among Directors and between the Board and senior management, if any, of the Corporation. He ensures the Board discusses all matters relating to the Board's mandate.

The vice-president acts as a backup to the president in case of his absence or is required to replace him on a temporary basis. He also assumes all other power and responsibilities assigned by the Board of Directors.

#### **Responsibilities**

##### *Agenda*

Establish agendas aligned with annual Board goals and preside over Board meetings if also holding the office of Chair. Ensure meetings are effective and efficient for the performance of governance work. Ensure that a schedule of Board meetings is prepared annually.

##### *Direction*

Serve as the Board's central point of communication with the senior management, if any, of the Corporation; provide guidance to senior management, if any, regarding the Board's expectations and concerns. In collaboration with senior management, develop standards for Board decision-support packages that include formats for reporting to the Board and level of detail to be provided to ensure that management strategies and planning and performance information are appropriately presented to the Board.

##### *Performance Appraisal*

Lead the Board in monitoring and evaluating the performance of senior management, if any, through an annual process.

##### *Work Plan*

Ensure that a Board work plan is developed and implemented that includes annual goals for the Board and embraces continuous improvement.

##### *Representation*

Serve as the Board's primary contact with the public.

*Reporting*

Report regularly to the Board on issues relevant to its governance responsibilities.

*Board Conduct*

Set a high standard for Board conduct and enforce policies and By-laws concerning Directors' conduct.

*Mentorship*

Serve as a mentor to other Directors. Ensure that all Directors contribute fully. Address issues associated with underperformance of individual Directors.

*Succession Planning*

Ensure succession planning occurs for senior management, if any, and Board. Committee Membership. Serve as member on all Board committees.

## **Schedule C**

### **Position Description of the Treasurer**

#### **Role Statement**

The treasurer works collaboratively with the president and senior management, if any, to support the Board in achieving its fiduciary responsibilities.

#### **Responsibilities**

##### *Custody of Funds*

The treasurer shall have the custody of the funds and securities of the Corporation and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation in the books belonging to the Corporation and shall deposit all monies, securities and other valuable effects in the name and to the credit of the Corporation in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time. The treasurer shall disburse the funds of the Corporation as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the Chair and directors at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Corporation. The treasurer shall also perform such other duties as may from time to time be directed by the Board.

##### *Board Conduct*

Maintain a high standard for Board conduct and uphold policies and By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

##### *Mentorship*

Serve as a mentor to other Directors.

##### *Financial Statement and Annual Budget*

Present to the Members at the annual meeting as part of the annual report, the financial statement and the annual budget of the Corporation approved by the Board together with the report of the auditor or of the person who has conducted the review engagement, as the case may be.



## **Schedule D**

### **Position Description of the Secretary**

#### **Role Statement**

The secretary works collaboratively with the president to support the Board in fulfilling its fiduciary responsibilities.

#### **Responsibilities**

##### *Board Conduct*

Support the president in maintaining a high standard for Board conduct and uphold policies and the By-laws regarding Directors' conduct, with particular emphasis on fiduciary responsibilities.

##### *Document Management*

Keep a roll of the names and addresses of the Members. Ensure the proper recording and maintenance of minutes of all meetings of the Corporation, the Board and Board committees. Attend to correspondence on behalf of the Board. Have custody of all minute books, documents, registers and the seal of the Corporation and ensure that they are maintained as required by law. Ensure that all reports are prepared and filed as required by law or requested by the Board.

##### *Meetings*

Give such notice as required by the By-Laws of all meetings of the Corporation, the Board and Board committees. Attend all meetings of the Corporation, the Board and Board committees.

## **Schedule E**

### **Position Description of the School Principal**

#### **Role Statement**

The School Principal works collaboratively with the Board in order to achieve the purposes of GLS Inc.

#### **Responsibilities**

The School Principal shall be responsible for the following:

- a. planning and supervising the curriculum of the School;
- b. class coordination;
- c. staffing, subject to review by the Board of Directors;
- d. class distribution;
- e. choirs and other cultural programs;
- f. professional development;
- g. teacher supervision and other related duties such as room allocation, library facilities, and the reproduction of teaching materials.

## **Schedule F**

### **Position Description of the representative of the Alumni and Friends Committee**

#### **Role Statement**

Act as a messenger or conduit between the Board and the Alumni and Friends committee members.

#### **Responsibilities**

The representative of the Alumni and Friends Committee shall be responsible for:

- a. Solicit feedback from the Alumni and Friends Committee members for the Board with respect to related issues/fundraising/events/initiatives.
- b. Represent Alumni and Friends members before the Board and ask questions on their behalf and take back answers to the questions and additional information.
- c. Invite and encourage Alumni and Friends Committee members to get involved in the school in whatever way they might be able to.
- d. Solicit additional feedback from Alumni and Friends Committee members regarding GLS Inc.