Waterloo Catholic District School Board
Quality, Inclusive, Faith Based Education

Minutes

Governance Committee

Date:	May 19, 2026, 5-8 pm
Time:	5:00 PM
Location:	CEC, St. Teresa of Avila
Next Meeting Date(s):	TBD

Governance Committee Attendance:
Tracey Weiler (Chair of Governance), David Guerin, Kathy Doherty-Masters, Renée Kraft

Guests: Robert Sikora & Winston Francis

Regrets: N/A

Administrative Officials: Annalisa Varano

Recording Secretary: Alice Figueiredo

1. Call to Order
Trustee Weiler called the meeting to order at 5:01pm.

1.1 Territorial Acknowledgement (Trustee Weiler)
Trustee Weiler led the Territorial Acknowledgement.

1.2 Prayer
Trustee Doherty-Masters led the opening prayer.

2. Approval of Agenda (Trustee Weiler)
Trustee Weiler requested amendments to the agenda as follows:

- Amend 1.2 to have Trustee Doherty-Masters lead the prayer.
- Add 5.4 Trustee Expense Policy Discussion; and
- Amend agenda time to reflect 5:00 to 8:00 pm.

Trustee Weiler requested a mover and seconder to approve the amended agenda.

It was moved by Trustee Guerin and seconded by Trustee Kraft:
that the amended Governance agenda of May 19, 2026, be now approved.
Carried by Consensus.

3. Declared Pecuniary Interest (Trustee Weiler)
None

4. Approval of the Minutes (Trustee Weiler)
N/A

5. Discussion Items (Trustee Weiler)

5.1 Review of By-law section 5 – Delegation
5.2 Review of By-law section 3.12 - Items for Action

Trustee Weiler reviewed Legal's suggested revisions to sections 3.12 and 5 of the By-law's and comments with the Governance Committee. The Committee considered each recommendation and provided direction on the proposed edits to be brought forward for Board approval.

Trustee Weiler requested a motion to bring forward proposed edit to the June 22nd, 2026, Board meeting.

It was moved by Trustee Kraft and seconded Trustee Guerin:
That the By-law changes be brought to the Board of Trustees to the upcoming Board Meeting on June 22nd, 2026, as recommended by the Governance Committee.
Carried by Consensus.

5.3 Board Policy II 016 Trustee Meeting Attendance – Electronic and In Person

Trustee Weiler provided background information, noting that Trustee Sikora confirmed the policy is currently in compliance but is seeking a broader review. Trustee Sikora outlined several concerns, and the Governance Committee acknowledged that upcoming legislative changes may impact Board policies and By-laws. It was confirmed that two questions will be directed to legal counsel when submitting Bill 101 inquiries, while additional concerns will be addressed through the regular Board policy review cycle.

The two questions that was agreed upon for legal are:

1. What is the definition of a statutory committee as defined in Policy II 010 and II 001?
2. Clarification regarding 7.2.4 of the By-law states that the Chair is an ex-officio member of all "Board Committees".

Trustee Weiller requested a motion from the Governance committee to seek legal advice with respect to the above questions.

It was moved by Trustee Gurien and seconded by Trustee Doherty-Masters that:
The Governance committee seek legal advice regarding the questions below and that it be include in the legal package with other pending regulation changes:

1. **What is the definition of a statutory committee as defined in Policy II 010 and II 001?**
2. **Clarification regarding 7.2.4 of the By-law states that the Chair is an ex-officio member of all "Board Committees".**

Carried by Consensus.

5.4 Trustee Expense Policy

Governance Committee discussed *Bill 101, the Putting Student Achievement First Act, 2026* and the new interim expense policy. Regulations are expected to be released in the coming days.

6. Pending Items (Trustee Weiler)
None

7. Recommendations to Board

It was moved by Trustee Kraft and seconded Trustee Guerin:
That the By-law changes be brought to the Board of Trustees to the upcoming Board Meeting on June 22nd, 2026, as recommended by the Governance Committee.
Carried by Consensus.

It was moved by Trustee Gurien and seconded by Trustee Doherty-Masters that:
The Governance committee seek legal advice regarding the questions below and that it be included in the legal package with other pending regulation changes:

1. What is the definition of a statutory committee as defined in Policy II 010 and II 001?
2. Clarification regarding 7.2.4 of the By-law states that the Chair is an ex-officio member of all "Board Committees".

Carried by Consensus.

8. Adjournment
Trustee Weiler requested a motion to adjourn the meeting.

It was moved by Trustee Kraft and seconded by Trustee Gurien that:
The meeting be now adjourned.
Carrie by Consensus
Time: 7:21pm