



*Developing habits of the heart and mind for a life of purpose and service*

February 1, 2023

**Nominations for Membership on TCS Board of Governors and TCS Body of Trustees**

Dear TCS family member:

I am writing to you on behalf of the governance committee of the TCS Board of Governors to invite the nomination of individuals for consideration as candidates for election to the TCS Board of Governors and the TCS Body of Trustees. I also wish to outline the process by which governors and trustees will be elected. Elections will take place at the Annual General Meeting (AGM) of Trinity College School to be held in the fall of this year.

The TCS Board of Governors, its Committees, and the TCS Body of Trustees are critical components of the governance structure of Trinity College School. The TCS Board of Governors, as a steward of the mission of Trinity College School, has responsibility for overseeing the School's strategic direction. As such, the TCS Board of Governors is the primary policy-making body for the School. The TCS Body of Trustees functions as a resource for the TCS Board of Governors by offering experience and support to the School in the pursuit of its mission.

The 18 members of the TCS Board of Governors are elected for three-year terms on a staggered basis annually in rotation, such that one-third of the governors are elected each year. This provides continuity and ensures that a large group of individuals is not replaced in any one year. Generally, six governors come due for retirement or renewal each year unless there is a resignation or termination of a governor.

The TCS Body of Trustees currently consists of 35 trustees and 42 honorary trustees.

The nominating process from prior years has produced a list of individuals to be considered for governorship and trusteeship. The individuals included on this accrued list will be re-evaluated by the governance committee again this year. To this list will be added the names of candidates solicited from the TCS Alumni Association, trustees, the head of Trinity College School, the philanthropy & alumni office, faculty and other members of the TCS family.

In anticipation of the need for new governors and the desire to also elect new trustees, the governance committee of the board will manage the process of governor and trustee nominations.



Any two members of the TCS family who have had involvement with the School and are not themselves nominees are permitted to nominate one individual, with the written consent of that individual, for consideration as a candidate for governor or trustee. They may submit their nomination in writing to Mary Kicak in the board secretary's office at TCS, at the email address noted below, at least 60 days prior to the AGM of Trinity College School. The process for doing so is described below.

The governance committee will consider the names of all prospective candidates. Prior volunteer experiences within the larger TCS governance structure, such as having served on a standing committee of the TCS Board of Governors or another TCS committee, are considered a strong asset in respect of any board nomination. Candidacy for election to the TCS Body of Trustees is generally reserved for those individuals who have made outstanding contributions to the mission and trusteeship of the School over an extended period. The governance committee is committed to seeking a board and body of trustees that are reflective of the TCS community. The committee supports the School's commitment to diversity and inclusion.


A final list of candidates proposed for election to the TCS Board of Governors and the TCS Body of Trustees will be published at least 30 days prior to the AGM of the School to be held in the fall of this year.

A nomination form is provided with this letter. It is requested that nomination forms be submitted to the board secretary c/o Mary Kicak by **February 24, 2023**. **Forms may be emailed to [boardsecretary@tcs.on.ca](mailto:boardsecretary@tcs.on.ca) or mailed to the School to the attention of Mary Kicak.** This deadline will ensure that due consideration is given over the next few months and advanced notice of the proposed slate can be provided to the TCS family 30 days in advance of the AGM.

A selection of frequently asked questions (FAQs) in respect of the roles and responsibilities of TCS governors is included with this letter. Further details regarding the role of, and the criteria and expectations for, governors and trustees are available by contacting the School at 905-885-3217 ext. 1253 or 1-866-530-4920 ext. 1253.

The governance committee of the TCS Board of Governors welcomes the submission of the names of all persons who are interested in becoming governors or trustees of Trinity College School.

Sincerely,

  
Bill Jack  
Secretary, TCS Board of Governors

In accordance with the *Accessibility for Ontarians with Disabilities Act, 2005*, Trinity College School will make available upon request, accessible formats and communication supports. Those requiring such supports may call 905-885-3217 ext. 1253 or email [boardsecretary@tcs.on.ca](mailto:boardsecretary@tcs.on.ca).



# TRINITY

COLLEGE SCHOOL

## TCS GOVERNOR and TRUSTEE NOMINATION FORM

Nominations Close: February 24, 2023

NOMINATION FOR:  GOVERNOR  TRUSTEE

CANDIDATE'S NAME: \_\_\_\_\_  
(Surname) (Given Name)

Address: \_\_\_\_\_  
\_\_\_\_\_

Phone: Residence \_\_\_\_\_ Office \_\_\_\_\_ Email: \_\_\_\_\_

Occupation: \_\_\_\_\_ Company: \_\_\_\_\_

Affiliation with TCS:  Current Parent: child's name/year \_\_\_\_\_  
 Parent of Alumni: child's name/year \_\_\_\_\_  
 Alumnus: Class of (year) \_\_\_\_\_  
 Other (prospective parent, friend, etc.) \_\_\_\_\_

Volunteer Experience (TCS or Other) including participation on any TCS committee, association or forum:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

### CONSENT TO NOMINATION

I, \_\_\_\_\_ hereby consent to nomination for consideration of candidacy for the TCS Governing Body/Body of Trustees.

Signature of Candidate \_\_\_\_\_ Date \_\_\_\_\_



# TRINITY COLLEGE SCHOOL

Candidate's Name: \_\_\_\_\_

**FIRST NOMINATOR'S NAME:** \_\_\_\_\_  
(Surname) (Given Name)

Address: \_\_\_\_\_  
 \_\_\_\_\_ (Postal Code) \_\_\_\_\_

Phone: Residence \_\_\_\_\_ Office \_\_\_\_\_ Email: \_\_\_\_\_

Please outline the reasons you feel this individual would make a good governor/trustee:  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Signature \_\_\_\_\_

**SECOND NOMINATOR'S NAME:** \_\_\_\_\_  
(Surname) (Given Name)

Address: \_\_\_\_\_  
 \_\_\_\_\_ (Postal Code) \_\_\_\_\_

Phone: Residence \_\_\_\_\_ Office \_\_\_\_\_ Email: \_\_\_\_\_

Please outline the reasons you feel this individual would make a good governor/trustee:  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Signature \_\_\_\_\_

**SUBMIT TO:**

Board Secretary  
c/o Mary Kicak

Trinity College School

EMAIL: [boardsecretary@tcs.on.ca](mailto:boardsecretary@tcs.on.ca)

MAIL: Trinity College School, 55 Deblaquire Street North, Port Hope, ON L1A 4K7

# TCS Board of Governors Nominations

## Frequently Asked Questions

### **What is the role of a governor on the TCS Board of Governors?**

**A:** The TCS Board of Governors is the steward of the mission of Trinity College School. It is responsible for overseeing the School's strategic direction. The TCS Board of Governors is the primary policy-making body for the School. It maintains the School's financial security and infrastructure and ensures the School maintains the highest level of standards and integrity.

### **How are governors nominated?**

**A:** Yearly, TCS emails a nomination form to the entire school family and includes the link on its website inviting nominations. The form must be completed and returned to the board secretary by the end of February each year; the specific deadline for submitting nominations is noted on the form. Next, nominations are given to the governance committee to begin its process. In some years, nominations made in prior years may be considered.

### **What are the selection criteria?**

**A:** Among other things, the governance committee assesses the immediate and anticipated needs of the School while also taking into consideration the skill sets that may be leaving the board.

### **How many governors sit on the TCS board?**

**A:** There are to be a total of 18 elected governors, plus the head of Trinity College School who serves *ex officio*. Governors serve in rotating three-year terms to ensure there is a retention of knowledge. Generally, the governance committee looks to fill one to three vacancies each year.

### **How do I know if a potential nominee's specific skill set is needed?**

**A:** We encourage all members of the TCS community to get involved with the School. TCS is a diverse community and it seeks to embrace views that are equally diverse. If someone wishes to be more involved in the School, but is unsure whether they wish to participate as a member of the board, they are encouraged to consider being involved in any of the various committees that participate in the broader governance of the School. Committee involvement is one of the criteria considered by the governance committee in assessing board candidates.

### **Do you need to be an alumnus to participate on the board or its committees?**

**A:** You do not need to be an alumnus. We welcome all who have a love of TCS, including alumni, parents of alumni, current parents and other friends of the School alike.

### **Does a nominee need to be an alumnus for a certain time before being nominated?**

**A:** If you attended TCS as a student, five years must have passed since graduation (either from TCS or another secondary school) prior to being nominated to the TCS Board of Governors. This requirement does not apply to other constituents who may be nominated, such as parents of current students, parents of alumni or other friends of the School.

**How often are TCS Board of Governors meetings held? Are meetings held in person?**

A: For the TCS Board of Governors, typically, there are eight to 10 meetings per year. The dates/times of all meetings are sent to all members at the start of the school year for planning purposes. Meetings have traditionally been held in person but those unable to physically attend have been able to participate virtually. Meetings tend to be approximately two hours in length depending on the subject matter of the meetings. Some meeting preparation is typically required, which involves reading/reviewing reports and materials circulated in advance of the meetings.

Once elected, each board member is also expected to participate on one of the School's four standing committees: finance; infrastructure; philanthropy & alumni; and governance. Typically, committees will meet four to six times per year between September and June (see below for more details).

**Is there an orientation?**

A: Yes, there is an official board orientation organized by the board/governance committee. In addition, there is a governors' workshop offered through the Conference of Independent Schools in conjunction with the Rotman School of Management, University of Toronto, with a focus on corporate governance; first-time governors are encouraged to attend.

**Is there a *Code of Conduct* for governors?**

A: Yes, there is a *TCS Board of Governors/Trustee Policies Manual* and a *Code of Conduct*. The board and its members are subject to the by-laws of the School.

**Are governors required to sign a *Conflict of Interest* statement?**

A: Yes, and governors are expected to declare any potential conflict.

**Must nominees reside in Canada and/or Ontario to be considered?**

A: You do not need to live in Ontario or even Canada in order to be a member of the TCS Board of Governors. While physical attendance at board meetings can be advantageous and is encouraged the board has historically included members from other jurisdictions. We welcome persons living abroad to participate in the nomination process and on committees.

**Do nominees need to be part of a committee prior to joining the board?**

A: It is generally accepted that having participated on a school committee is beneficial to one's understanding of the School and its governance. As a result, committee participation is encouraged, but is not an absolute requirement for, nor necessarily a path to, board membership. The School maintains four standing committees: finance; infrastructure; philanthropy & alumni; and governance. Once elected, each board member is expected to participate on one of the standing committees. Typically, committees will meet four to six times per year between September and June with most meetings being held at the end of the business day and lasting for approximately one hour. Meeting schedules are normally set in late June/early July each year. There are also other forms of committees at TCS, such as the TCS Parents' Guild, in which parents are encouraged to participate.

**Does TCS have a diversity and inclusion policy?**

A: The governance committee is committed to seeking a board and body of trustees that are reflective of the TCS community and the committee supports the School's commitment to diversity and inclusion.