

Constitution and By-laws of the Rosedale Traditional Community School Society

(SAMPLE) as adapted from Central Community School

Section 1 – NAME

1.1 The name of the society shall be the **Rosedale Traditional Community School Society**

Section 2 – PURPOSE

2.1 The purpose of the Society shall be:

- a. To develop, promote and support programs, services, events and opportunities to empower the neighbourhood to satisfy community needs and provide life-long learning opportunities for everyone
- b. The utilization of the total resources of the community to enhance the development of basic learning opportunities
- c. The encouragement of community participation and involvement
- d. The effective utilization of school facilities for people of all ages
- e. The development of a working relationship with public and private agencies
- f. The development of the school as a resource for the whole community
- g. The implementation of programs that meet the needs of the community
- h. To ensure that the (Rosedale Traditional Community School) Society does not conflict with or take away from the educational process and needs of the Rosedale Traditional Community School. Rather, it should enhance the learning environment of the Rosedale Traditional Community School.

Section 3 – MEMBERSHIP

3.1 Any individual, family, group or organization interested in the purposes of the Society shall, upon application and payment of the appropriate fee, be admitted to membership.

3.2 Annual membership fees shall be paid in accordance with the fee schedule approved by the Society.

3.3 To be eligible for election to the Board of Directors, a candidate must be an adult member in good standing ninety (90) days prior to the annual general meeting.

3.4 Adult members are those members nineteen (19) years of age or older.

3.5 All members have one (1) vote and there are no proxy votes.

3.6 The Annual General Meeting will be held in April of each year.

Section 4 - CESSATION OF MEMBERSHIP

4.1 A person shall cease to be a member

- a. by delivering a resignation in writing to the Secretary of the Society or by mailing or delivering it to the address of the Society;
- b. upon death, or in case of a group or organization, upon dissolution;
- c. on being expelled; or
- d. on ceasing to be a member in good standing.

4.2 A member may be expelled by a special resolution of the members passed at a General or Annual Meeting, provided the notice of the meeting specifies that such a matter is placed before the members.

4.3 The person who is subject of the proposed resolution for expulsion shall be given an opportunity to be heard at a General or Annual Meeting before the special resolution is put to a vote.

4.4 A member shall be considered to be in good standing unless the current annual membership fee has not been paid within ninety (90) days following the close of the fiscal year.

Section 5 - MEETING OF MEMBERS

5.1 The Secretary (or designate) will make arrangements for and call general meetings of the Society in accordance with the Society Act as the Board of Directors decide.

5.2 Each April, an Annual General Meeting will be held and a report of the years activities will be presented.

5.3 An extraordinary general meeting of the Society may be called at such time and place as the Board of Directors may determine. The notice of a special meeting shall state the business to be transacted and no other business shall be considered at that time.

5.4 At least fourteen (14) days notice shall be given of any general or extraordinary meeting specifying the place, the date and the hour of the meeting.

5.5 Meetings will be held at Rosedale Traditional Community School.

5.6 Notice of any extraordinary or general meeting shall be deemed to be sufficiently delivered if dispatched by ordinary mail prepaid and addressed to the members at the addresses recorded in the books of the Society. The non-receipt of such notice by any member shall not invalidate the proceedings at any meeting.

5.7 A member in good standing at a meeting of members is entitled to one (1) vote.

5.8 A simple majority of 51% of the Directors plus (1) one Member shall constitute a quorum.

5.9 If within 30 minutes from the time appointed for a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but in any other case, it must stand adjourned for 30 minutes and if a quorum is not present within 30 minutes from the time appointed for the meeting, the members present constitute a quorum.

5.10 Voting by proxy is not permitted.

5.11 A copy of the Constitution and By-Laws of the Rosedale Traditional Community School Society will be provided for each member of the Society at the first meeting that the person attends as a member.

Section 6 - BOARD OF DIRECTORS

6.1 The Board of Directors for the Society shall consist of a minimum of seven (7) and a maximum of twelve (12) members.

6.2 The principal or designate of Rosedale Traditional Community School shall be a non-voting member of the Board of Directors.

6.3 The program coordinator of Rosedale Traditional Community School shall be a non-voting member of the Board of Directors.

6.4 An executive member of the Rosedale Traditional Community School Parent Advisory Committee shall be a voting member of the Board of Directors.

6.5 A simple majority of 51% of the Directors shall constitute a quorum for a meeting of the Directors.

6.6 At each Annual General Meeting Directors shall be elected for either one (1), two (2) or (3) year terms.

6.7 To be eligible to be appointed or elected to the Board and to be eligible to continue to serve on the Board, a person must be a member in good standing of the Society.

6.8 A Director of the Board shall be eligible for re-election.

6.9 A Director may resign from the Board upon giving written notification.

6.10 In the event that it is not known whether or not a member has resigned from the Board, then an absence from three consecutive meetings will be deemed to be notice.

6.11 The Board may at any time and from time to time appoint a member as a Director to fill a vacancy on the Board of Directors. A Director so appointed shall hold office only until the conclusion of the next following Annual General Meeting of the Society, but is eligible for re-election at the meeting.

6.12 A member of the board of Directors may be suspended or expelled in the same manner that any other member of the Society may be suspended or expelled.

6.13 No Director shall hold any place for profit or for remuneration under the Society or enter into, for personal interest, any contract or business transaction with the Society provided that a Director shall not be required to vacate office by reasons of being a shareholder or member of any corporation which has entered into any contract with or done any work for the Society, but shall not vote in respect of such contract work.

Section 7 - DUTIES OF THE BOARD OF DIRECTORS

7.1 The affairs of the Society shall be managed by the Board of Directors. The Board shall exercise all such powers of the Society and are not prohibited by the Society Act or by these Bylaws required to be exercised by the Society in a general meeting, subject nevertheless, to any provisions of the Bylaws, to the provisions of the act, and to such rules or other directions not inconsistent with such Bylaws and provisions as may be prescribed by the Society in General Meetings. No rule made by the Society in general meetings invalidates a prior act of the Directors that would have been valid if that rule had not been made.

7.2 The Board of Directors may meet upon reasonable notice for the dispatch of business, adjourn, and otherwise regulate their meetings as they deem necessary. Questions arising at any meeting shall be decided by a majority vote of those present.

7.3 Positions of President, Vice President, Treasurer and Secretary will be determined by the Board of Directors immediately following the Annual General Meeting.

7.4 The President of the Society shall

- preside at all meetings
- in consultation with Society members, ensure that an agenda is prepared and presented
- shall appoint sub committees where authorized to do so by the Board
- shall take such actions, or ensures that such actions are taken by others, to achieve the objectives and purpose of the organization

7.5 The Vice President of the Society shall in the absence of the President

- perform the duties of the President
- when doing so have all the powers and be subject to all of the responsibility hereby given or imposed upon the President

7.6 The Treasurer of the Society shall

- be responsible for and report on the accounts of the organization at each general meeting
- be one of the four signing officers as per Section 7.3
- prepare a financial report for publication at the Annual General Meeting
- assist the Society with developing a draft budget and tentative plan of expenditures

7.7 The Secretary of the Society shall

- record and distribute the minutes of meetings
- issue and receive correspondence on behalf of the organization
- make arrangements for and call general meetings of the Society

Section 8 - PROCEDURES

8.1 The Constitution, By-laws and Amendments shall be filed with the Board of School Trustees of Chilliwack School District (#33) and the City of Chilliwack.

8.2 Minutes of all meetings (except in-camera items) shall be recorded and distributed to the Board members within a week. A copy of such minutes shall be posted at the school, and a copy kept in the custody of both the School Administrative Officer and the Community School Coordinator.

Section 9 - SEAL

9.1 The official seal shall bear the name of the Society and the year of its incorporation and it shall be used in the manner prescribed by the Board of Directors. The Secretary shall be responsible for the safekeeping of the seal.

Section 10 - FISCAL MATTERS

10.1 The fiscal year of the Society shall commence on January 1st and conclude on December 31st next following.

10.2 In order to carry out the purposes of the Society, subject to the Society Act, the Directors may on behalf of, and in the name of, the Society raise or secure the repayment of money in such manners as they decide. The Members may by special resolution restrict the borrowing powers of the Directors but a restriction so imposed expires at the next Annual General Meeting.

10.3 All banking documents shall be signed by any two of four persons appointed for that purpose, or any two of four members of the Board of Directors. One of the four so appointed shall be the Treasurer.

10.4 All written contracts, other than banking documents, shall be signed by the President and Secretary or by such other Directors as are named by resolution of the Board of Directors.

10.5 The Treasurer shall ensure that accounts payable are paid in accordance with the financial policy as formulated by the Board of Directors.

10.6 No debenture shall be issued without the sanction of a special resolution of the membership.

10.7 At each Annual General Meeting the Society shall appoint a person to audit or review the Society's financial transactions and prepare a financial statement. Such person may be removed from this office and their successor appointed by ordinary resolution at any General Meeting.

Section 11 - COMMITTEES

11.1 The Board of Directors shall appoint such committees as are deemed necessary to carry on the activities of the Society.

11.2 At least sixty (60) days prior to the Annual General Meeting, the Board of Directors shall appoint a Nominating Committee of not less than two members to prepare a slate of Directors for presentation to the Annual General Meeting. The Members of the Nominating Committee shall be members in good standing of the Society.

Section 12 - BYLAWS

12.1 The Bylaws of the Society may not be altered or added to except by Special Resolution of the Society passed in accordance with provisions of the Society Act.

Section 13 - NOTICE OF SPECIAL RESOLUTIONS

13.1 Notice to propose a Special Resolution shall be deemed to be duly given if:

- a. signed by the proposer and seconder, who shall be Members in good standing, and delivered to the Secretary; and
- b. members have been notified not less than fourteen (14) days before an Extraordinary General Meeting or the Annual General Meeting

Section 14 - ACCESS TO RECORDS

14.1 The books and records of the Society may be inspected by any members at the Registered Office of the Society upon reasonable notice in writing addressed to the Secretary.

Section 15 - DISSOLUTION

15.1 In the event that the Society is dissolved, all records of the organization shall be placed under the jurisdiction of the Administrative Officer of the School.

15.2 Any assets of the Society remaining after satisfaction of its debts and liabilities shall be transferred or donated to the Chilliwack School District (33) for the benefit of the people of Chilliwack

Section 16 - AUTHORITY

16.1 Roberts' Rules of Order, where not inconsistent with these Bylaws, shall apply to all meetings of the Society.

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