

# **COLONEL IRVINE PARENT ADVISORY ASSOCIATION**

## **BYLAWS**

**Calgary, Alberta**

**ESTABLISHED: April 14, 1992**

**REVISED: February 11, 2014**

TABLE OF CONTENTS  
BYLAWS

1. Objectives
2. Definitions
3. Membership
  - A. Eligibility
  - B. Fees
  - C. Voting
  - D. Suspension
  - E. Withdrawal
4. Government
  - A. Powers and Responsibility
  - B. Remuneration
  - C. Term of Office
5. Meetings
  - A. Annual
  - B. General or Special
  - C. Board
  - D. Committees
6. Audit of Accounts
7. Signing Authority
8. Borrowing Powers
9. Affiliations
10. Bylaw Amendments
11. Rules of Order
12. Dissolution
13. Arbitration

1. OBJECTIVES

- A. The name of the Association shall be 'Colonel Irvine Parent Advisory Association'.
- B. The principle offices of the Association shall be located at Colonel Irvine School, 412 Northmount Drive NW, Calgary, AB T2K 3H6.
- C. The objectives of the Association shall be:
  - a) To aid in the service and education activities of Colonel Irvine School.
  - b) To provide a channel of communication between those employees of the Calgary Board of Education located at Colonel Irvine School and the Parent Advisory Association on matters of mutual interest.

These bylaws were passed, by special resolution at a General Meeting of the Parent Advisory Association date February 11, 2014.

Dated at Calgary, this \_\_\_\_\_ day of February, 2014.

Signed \_\_\_\_\_ Chairperson/President

\_\_\_\_\_ Vice Chairperson/Vice President

\_\_\_\_\_ Secretary

\_\_\_\_\_ Treasurer

\_\_\_\_\_ Witness

\_\_\_\_\_ Witness

## 2. DEFINITIONS

In the application of these bylaws, unless otherwise specified the following definitions shall apply:

<b>TERM</b>	<b>DEFINITION</b>
Association	Colonel Irvine Parent Advisory Association
Voting Member	A parent or guardian of a student registered at Colonel Irvine School and any community member with an interest in furthering the objectives of the association.
Nonvoting Member	Any staff member or person wishing to assist the Association in fulfilling its objectives.
Executive	The members of the Board chosen to be President, Vice President, Secretary and Treasurer as well as the Principal (who will sit in an advisory, non-voting capacity)
Board	All those members elected or chosen to serve as Directors, including the Executive
School	Colonel Irvine School
Fiscal Year	September 1 <sup>st</sup> to August 31 <sup>st</sup>
School Principal	The principal of Colonel Irvine School
Officer/Director	An elected member of the Board of Directors.
Function	Any activity, within the objectives of the Parent Advisory Association recognized and sponsored, wholly or partially, by the Parent Advisory Association.
Committee	A group, operating within the Parent Advisory Association, to undertake or oversee specific areas, as authorized by the Board.
Student	A student enrolled at Colonel Irvine School.
Policy Manual	A set of standards, written and kept up to date by the Board, to specify the day to day terms of reference for each office holder, committee chairperson, policy, standing committees, traditions.

### 3. MEMBERSHIP

- A. ELIGIBILITY All parents or legal guardians of students enrolled at Colonel Irvine school and any other community member who has an interest in the school shall automatically be members of the Parent Advisory Association with full rights and privileges to attend, participate, nominate and be nominated for office at all General and Annual Meetings unless he/she has been restricted as per Article 3(D).
- B. FEES Unless otherwise decided by the Board, and ratified by resolution at a General or Annual meeting, members shall be assessed no fees.
- C. VOTING All members present at a meeting are eligible to vote on motions unless a conflict of interest is involved. Any member is free to abstain from a vote. The majority of voting members will be parents/guardians.
- D. SUSPENSION
- Should a member or director be accused of misconduct, negligence or incompetence or activities not conducive to the best interest of the Parent Advisory Association, written charges shall be made by the person(s) bringing forth such charges to the Secretary.
  - The Secretary shall inform the person charged of the charges laid.
  - The Board shall hear the charges, the accuser and the accused and render its decision as to the validity of such charges.
  - If the Board finds the accused guilty as charged, the person charged may, at the discretion of the Board, have his/her rights and privileges suspended. A decision to suspend requires a minimum of 75% vote of the Board hearing the charges.
  - A decision to suspend may be appealed at the next General membership meeting, provided written notice of such intent is given the Secretary at least 14 days prior to such a meeting.
  - Failure to appeal a suspension at the next General Membership meeting shall render the Board's decision final.

- A decision by the Board or the General Meeting of not guilty shall clear the member of all charges.

E. WITHDRAWAL      Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary.

#### 4. GOVERNMENT

The Government of the Association shall be vested in the Board of Directors, whose Board shall be elected at the Annual Meeting and appointments to fill any occurring vacancies or expansion as per Article 4 (A-6).

The Executive shall supervise and control the day to day activities of the Association between meetings of the board.

The Executive may recommend to the Board new policies or changes to existing policies.

The Executive may appoint members to the Board, subject to the approval of the membership at an Annual, General or Special meeting.

Each member of the Board shall have full voting powers at all Annual, General, Special and Board meetings.

##### A. POWERS AND RESPONSIBILITY

###### 1. President

- Shall be the Chief Executive Officer of the Association and as such shall represent the Association at any function and/or meeting, both internal as well as external.
- Shall preside at the Annual, General and Board meetings.
- May appoint any person to any honorary position or committee, as he/she sees fit; as well as create any committee and/or delegate activity or authority.
- Is a member, ex-officio, of all committees with full voting privileges.
- Shall appoint annually two directors of the Board or alternately a qualified auditor to examine the accounts of the Association, and report the same, in writing to the Annual General meeting.

## 2. Vice President

- Shall be the Executive Assistant to the President.
- Shall replace the President at any function the President is unable to attend.
- Shall assume the President's position in the case of the President being unable to function, resignation or removal from office.
- Shall perform those duties assigned by the President.
- Shall be the chief advisor to the committees in all areas of protocol and policy.

## 3. Secretary

- Shall keep minutes of all Executive, Board, Special, General and Annual meetings.
- Shall be custodian of all physical assets (excluding monies and financial statements) of the Association.

## 4. Treasurer

- Shall cause all monies of the Association to be deposited in the name of the Association in one of the chartered banks in the City of Calgary.
- Shall disburse funds in accordance with the direction given by the Board of Directors.
- Shall prepare monthly statements showing the financial position of the Association for each Board meeting, using a bank reconciliation showing all reconciled items, and bringing the reported balance into agreement with the general ledger balance.
- Shall sign all financial reports.
- Shall present to the President promptly when requested all accounting books, bank statements and any other items pertaining to the financial position for the Association.
- Shall cause all bank statements to be forwarded from the bank to the Principal of Colonel Irvine School, who will then forward same to the treasurer.
- Shall make available all books, records and accounts of the Association for examination by members at the Annual General Meeting, and at any meeting of the

Association upon request of the Board of Directors of the President upon two weeks prior notice.

- Shall attach a copy of the audited financial statements to the Annual return for filing at the Corporate Registry.
- 5. Board Member
  - Shall fulfill the specific duties as laid down by the Board covering each specific directorship.
  - Shall have full rights for debate and, save for such honorary appointments as may exist, to vote on all issues as may come before the Board.
- 6. The Board
  - Shall consist of all those elected by the Annual meeting to fill vacancies and honorary positions as may be appointed.
  - At its first meeting, shall name from those elected only, a President, Vice President, Secretary and Treasurer.
  - Is specifically charged with the development of a policy manual.

B. REMUNERATION

Unless authorized at any meeting and after notice of same shall have been given, no officer or member of the Association shall receive any remuneration for his/her services.

C. TERM OF OFFICE

The term of office for all positions shall be current fiscal year.

5. MEETINGS

A. ANNUAL

1. The Annual Meeting shall be held no later than thirty days following the commencement of school. Written notice shall be given the members no less than fourteen (14) days prior to such a meeting.

A quorum shall be established with all the people in attendance 15 minutes after the meeting commences.

2. Subject to the voting limitation, as specified in Article 3-C, each member shall have the right to vote, debate, nominate or be nominated for office.



3. Proxy votes shall not be recognized. Voting shall be by ballot on the form provided for, or if approved by the meeting, by a show of hands.
4. Agenda for the Annual Meeting shall include:
  - Minutes of the previous annual meeting,
  - Financial report for the prior fiscal year,
  - Urgent business or business arising from the reading of the minutes,
  - Report of the nominating committee,
  - Nominations from the floor,
  - Bylaw amendments, if any,
  - Election of directors,
  - Any other business,
  - Adjournment.

B. GENERAL or SPECIAL

1. A General or Special meeting may be called by the Secretary at any time, provided written notice has been given the members no less than 14 days in advance.
2. A General or Special meeting may also be called at the request of 10 or more voting members, in writing, to the Secretary no less than 14 days in advance.
3. Quorum for a General or Special meeting shall be established with all the people in attendance 15 minutes after the meeting commences.
4. Voting will be carried out according to Article 5(A-2) and Article 5(A-3).

C. BOARD

1. The Board shall meet and adjourn, as it sees fit, on such dates as it sets.
2. There shall be no less than six meetings per year.
3. Quorum shall be established when two-thirds of the voting directors are present.

D. COMMITTEES

1. NOMINATING

1. The chairperson, subject to ratification of the Board shall appoint a nominating committee, not less than 30 days prior to the fiscal year end.
2. Not less than 14 days prior to the Annual

Meeting, the nominating committee shall report, in writing, to the Board the names selected.

3. The chairperson of the Board or the Chairperson of the nominating committee shall conduct the election proceedings.

## 2. STANDING

Quorum shall be established by each of the committees.

## 6. AUDITING OF ACCOUNTS

The accounts of the Association will be audited annually at the end of the financial year.

The President shall appoint two directors of the Association, or alternately a qualified accountant to examine the accounts of the Association and report same, in writing, to the Annual General Meeting.

The President will cause an audited financial statement to be attached to the Annual Return (Form 22) and be submitted to the Corporate Registry at the end of the financial year.

## 7. SIGNING AUTHORITY

The following shall have signing authority for any instrument that becomes necessary as a result of either the Annual Meeting or Board Action: President, Vice President, Secretary, Treasurer.

For the disbursement of funds, two signatures must be attached to such instrument.

## 8. BORROWING POWERS

For the purpose of carrying out its objectives, the Association may borrow or raise or secure the payment of money in such a manner as it thinks fit, and in particular, by the issue of debentures, but this power shall be exercised only under the authority of the Association, special resolution of the Association.

## 9. AFFILIATIONS

The Colonel Irvine Parent Advisory Association may become affiliated or unaffiliated with any other association that the current Board deems advisable.

The President or designate shall be the Chief Representative of the Association to the affiliate.

10. BYLAW AMENDMENTS

A. The bylaws of the Association shall not be rescinded, altered or added to except by special resolution of the Association.

(1) A "special resolution" means

a. A resolution passed

i. At a General Meeting of which not less than 21 days notice, in writing, specifying the intention to propose the resolution has been duly given, and

ii. By a vote of not less than 75% of a quorum as established in Article 5 (A-1).

b. A resolution proposed and passed as a special resolution at a General Meeting of which less than 21 days notice has been given, if all the members at the meeting vote to so agree, or

B. No rescission, or alteration of, or addition to a bylaw has effect until it has been registered by the Registrar as defined in the Business Corporations Act.

NOTE: Section 11 (3) RSA 1980 cS-a8-s11 states:

If the Registrar is of the opinion that a bylaw is not in accordance with the application for incorporation or that it contains anything contrary to the law, he shall refuse to register it.

11. RULES OF ORDER

Unless otherwise stated in these bylaws, Roberts' Rules of Order shall be the final authority for the procedural questions of the Association and its constituent parts.

12. DISSOLUTION

Should the Colonel Irvine Parent Advisory Association cease to function, all the assets of the Association are to be given, in accordance with the stated objectives of the charter, to a group as designated by the meeting of dissolution subject to:

A. Any existing liabilities to be honoured through the sale of sufficient assets to meet such liabilities.

B. No person or persons directly involved with this Association receiving any of the assets.

- C. Any gaming dollars remaining after dissolution shall be given to another designated charitable organization (any items purchased for the school remain vested in the school).

13. ARBITRATION

In the event that the Association is unable to resolve a dispute within a reasonable time, the dispute will be settled by arbitration which will be regulated by the Arbitration Act of Alberta.