

STANLEY JONES ELEMENTARY SCHOOL PARENTS ASSOCIATION

BY-LAWS

ARTICLE 1: DEFINITIONS

1.01 In these By-laws, unless the context otherwise specifies or requires,

- a) "Act" means the Alberta Societies Act;
- b) "Annual General Meeting" means the meeting of the Members required to be held in accordance with section 6.01;
- c) "Association" means the Stanley Jones Elementary School Parents Association;
- d) "Board" means the Board of Directors of the Association;
- e) "Community Members" means any Alberta resident;
- f) "Directors" means the members of the Board elected in accordance with section 3.01;
- g) "Members" means the persons described in section 2.01;
- h) "Officers" means the persons holding the offices described in section 4.01;
- i) "Parents" means the parents, guardians or legal custodians of students enrolled in the School;
- j) "Principal" means the principal, associate principal, or vice-principal of the School;
- k) "School" means Stanley Jones School;
- l) "School Community" means all Parents, Community Members, Teachers, Staff and the Principal of the School;
- m) "School Council" means the SJ-AJA school council, which includes Stanley Jones (SJ) school and the Alice Jamieson Girls' Academy (AJA) program;
- n) "Special Resolution" has the meaning assigned to that term in the Act and includes a resolution passed at a general meeting of the Members of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given, by the vote of not less than 75% of those Members who, if entitled to do so, vote on the resolution;
- o) "Staff" means persons other than Teachers who are employed at the School;

- p) "Students" means all students enrolled in the School, excluding the AJA program;
- q) "Teachers" means those persons who are employed to teach Students at the School, ideally excluding the AJA program.

1.02 All other capitalized terms used herein shall have the same meaning as set out in the Act or elsewhere in these By-laws.

ARTICLE 2: MEMBERSHIP

2.01 Qualifications

All persons who are members of the School Community and are volunteering to do so, except the Principal, Teachers and Staff, are considered to be Members in good standing of the Association with voting privileges at any General Meeting of the Association if they have a vested interest in the educational well-being of students enrolled in the School, reside in Alberta, are of the full age of 18, and provide their name and contact information to the Secretary.

The majority of the Members of the Association will be Parents of Students currently enrolled at the School. Membership must be renewed annually. Any Member, other than an Officer, wishing to withdraw membership may do so upon giving notice in writing or verbally to the Board through the Secretary.

Any Member, upon a majority vote of all Members of the Association in good standing and present at a Special General Meeting of the Membership called for that purpose, may be suspended or expelled from membership for any cause that the Association may deem reasonable.

2.02 Voting Rights

Each Member is entitled to attend any meeting of the Directors or Members and is entitled to one vote person in respect of any matter required or permitted to be put to a vote at a meeting of Members.

The Principal, Teachers and Staff shall serve as resource people and in an advisory capacity; however, they will not have voting rights any General meeting of the Membership, Special General Meeting, or Meeting of the Board.

The Principal, by virtue of the Education Act, shall have the power of veto relating to actions directly affecting the School building, staff or students, but not relating to financial expenditures, revenues or investments of the Association.

ARTICLE 3: DIRECTORS

3.01 Number, Qualification and Term

The Association shall have a minimum of three and a maximum of six Directors who must be Members, and who shall be elected by the Members at the Annual General Meeting. A Director's term shall commence 30 days after the election and continue for one calendar year until the next election.

3.02 Powers of the Board

Subject to these By-Laws or directions given by the vote of a majority of Members at a meeting properly called and constituted, the Board shall have all power to manage the affairs of the Association and may delegate any of its powers to the Officers or Committees appointed by the Association. The Board shall, insofar as is reasonably practicable, ensure that the Association's activities are conducted with the involvement of concerned participants from the School Community. The Board shall strive to work cooperatively with any alternate Association connected to the School Council.

3.03 Disqualification

A Director is disqualified if that person is no longer a Member.

3.04 Withdrawal

A Director may withdraw by notice in writing to the President or, if the withdrawing Director is the President, by notice in writing to the Treasurer.

3.05 Removal

The Members may, by Special Resolution, remove any Director, provided that the Director has been notified 21 days in advance of the meeting to remove him/her, and is afforded the opportunity to be heard at the meeting.

3.06 Vacancies

A vacancy on the Board caused by the death, resignation or removal of a Director or the failure of the Members to elect the requisite number of Directors may be filled by a person appointed by resolution of the Board to hold office until the next Annual General Meeting.

3.07 Place of Meetings

Meetings of the Board shall ordinarily be held virtually or at the school.

3.08 Calling of Meetings

Meetings of the Board shall be held at such times as may be called by the President, upon at least seven days notice to the Directors. The President must ensure that a meeting of the Board is held within fourteen days after receipt of a written request for a meeting signed by at least one half of the Directors then in office. The Board may appoint a day or days in any month or months for regular meetings and even though no further notice shall be required for such meetings, the Board shall ensure that concerned participants of the School Community are made aware of these meetings by following the practices described in section 7.01.

3.09 Quorum

The quorum for the transaction of business at any meeting of the Board shall be a majority of the number of Directors then in office.

3.10 Meeting Agenda

The agenda for any meeting of the Board shall be set by the President.

3.11 Written Resolution

A resolution in writing signed by all the Directors entitled to vote is as valid as if it had been passed at a meeting of the Board.

ARTICLE 4: OFFICERS

4.01 Officers

The Association shall have the following Officers as elected by the Members at the Annual General Meeting:

- a) President;
- b) Vice President;
- c) Secretary;
- d) Treasurer; and
- e) Casino Chairperson.

Only Members are eligible to be Officers. Officers will also hold the position of Directors. The offices of the Secretary and Treasurer may be filled by one person if the membership at any Annual General Meeting or meeting for the election of officers so decides. The offices of the President and Vice President may also be filled by one person if the membership at the Annual General Meeting or meeting for the election of officers so decides.

4.02 Term, Disqualification, Withdrawal, Removal, Vacancy

Officers are elected or appointed for a term of one year or until a successor is elected or appointed. An Officer is disqualified if that person is no longer a Member. An Officer may withdraw by notice in writing to the President or, if the Withdrawing Officer is the President, by notice in writing to the Treasurer. The Members may, by Special Resolution, remove any Officer, provided that the Officer has been notified 21 days in advance of the meeting to remove him, and if afforded the opportunity to be heard at the meeting. A vacancy in any officer resulting from whatever cause may be filled by a person appointed by resolution of the Board to hold office until the next Annual General Meeting.

4.03 Duties of Officers

Unless otherwise determined by the Directors or the Members, the Officers shall have the following duties:

- a) President: The President shall preside when present at and participate in all meeting of the Members and the Board, have general supervision of all activities of the Association, and be the official spokesperson of the Association. The President shall only have a vote at any meeting in the event of tie. The President will be an ex-officio member of all Committees. The President or Vice-President shall strive to be present at the majority of SJ-AJA School Council meetings.
- b) Vice President: The Vice President shall assist the President and undertake tasks assigned by the President and, in the absence of the President, supervise the affairs of the Association and preside at any meetings of the Board or the Members. The Vice-President or President shall strive to be present at the majority of SJ-AJA School Council meetings.
- c) Secretary: The Secretary shall keep accurate minutes of all Member and Board meetings and proceedings, have charge of all the minutes, correspondence and official records of the Association, and cause notices of Member and Board meetings and proceedings to be given in accordance with these By-Laws. In case of the absence of the Secretary, the duties of the Secretary shall be discharged by such Officer as may be appointed by the Board or the Members. The Secretary shall keep a register of Members of the Association and their contact information, as required by the Societies Act, and shall send all Association correspondence/notices as required.
- d) Treasurer: The Treasurer shall be responsible for the deposit of all monies paid to the Association in whatever bank or other financial institution the Board may order, properly account for funds of the Association, keep such books as may be directed, present an account of receipts and expenses whenever requested, and prepare the financial statements for presentation at the Annual General Meeting per the requirements of the Act.

- e) Casino Chairperson: Responsible for maintenance of the casino license from the Alberta Gaming and Liquor Commission (AGLC) for the Association, including sourcing of the School Community to participate in casinos. They will work with the Treasurer on any documentation to support the license and ensuring proper approvals are in place prior to allocation of any money.

ARTICLE 5 COMMITTEES

5.01 Standing Committees

Unless determined otherwise by the Board or the Members, the Association shall have the following committees:

- a) Fundraising Committee: This committee shall be chaired by a Member elected at the Annual General Meeting or such other meeting of the Members as may be held for the purpose of filling the vacancy of the chair for this committee. Additional members shall be recruited as required throughout the year for specific projects. This committee shall oversee and coordinate fundraising for the Association (save and except for AGLC Casino fundraiser) and shall report regularly to the School Council.

5.02 Other Committees

The Board or the Members may appoint other committees from time to time as may be required.

Article 6: MEETINGS OF MEMBERS

6.01 Annual General Meeting

Every year, the Association shall hold an Annual General Meeting in May, or at an appropriate time during the school year as determined by the Directors, and shall be held on the same date as the AGM of the SJ-AJA School Council. The date of the Annual General Meeting shall be advertised at least fourteen days in advance of the meeting in the manner set out in 7.01 herein.

The business to be transacted at the Annual General Meeting shall include:

- a) The election of Directors, Officers, and Committee Chairs for the ensuring year; and
- b) Presentation of the financial statements of the Association.

6.02 Other Meetings

General Meetings of the Members may be called at any time by the Secretary upon the instruction of the president, and notice of such meeting shall be given in accordance with section 7.01. A Special Meeting of the Members shall be called by the President or Secretary upon receipt of a

petition setting forth the reasons for calling a special meeting and signed by at least ten Members. The Association may appoint a day or days in any month or months for regular meetings and even though no further notice of such meetings shall be required, the Board shall ensure that concerned participants of the School Community are made aware of these meetings by following the practices described in section 7.01.

6.03 Quorum for Member's Meetings

Quorum will be attained when the majority of voting members present at a meeting are parents or guardians of students enrolled in SJ School, excluding those in the AJA program. If this first criterion cannot be met, then alternatively quorum may be met with a majority of the Board present.

Article 7: NOTICES

7.01 Time and Method of Notice

Except where otherwise specified in these By-Laws or in the Act, it is expected that at least twenty-one days prior notice will be given for all meetings and proceedings of the Members and that such notice will be given by one or more of the following means in order to reach a minimum of 75% of Members:

- a) Posted on the sign outside the School;
- b) Included with newsletters or other communications sent to the home of the Members, and/or;
- c) Communicated through any electronic mail system.

7.02 Failure of Notice

Neither the failure to provide a notice to any particular Member or Director, nor any defect in any notice, nor the failure of any particular person to actually receive such notice, shall affect the sufficiency of the notice given to the other Members or Directors nor the validity of the business transacted at such meeting.

ARTICLE 8: GENERAL

8.01 Fiscal Year

The fiscal year of the Association will be from December 1 to November 30 each year.

8.02 Signing Authority

Unless otherwise specified by resolution of the Members, any two persons holding the following positions are authorized, together, to execute agreements and other documents on behalf of the Association and to sign cheques on behalf of the Association:

- a) President;
- b) Vice President;
- c) Secretary;
- d) Treasurer;
- e) Casino Chairperson; and,
- f) Any other Director, Officer, or Member who is a Parent, appointed by the Members for such purpose.

8.03 Seal of the Society

In lieu of a seal of the Society, the Secretary shall authenticate documents, as needed, by the signature of two people having signing authority for the Association as described in section 8.02.

8.04 Audit

The books, accounts and records of the Association may be inspected by any Member at the Annual General Meeting or at any time upon giving reasonable notice to the Secretary and the Treasurer. Each Director shall at all times have access to such books and records.

A formal audit of the books, accounts and records of the Secretary and Treasurer shall occur annually prior to the AGM. If a duly qualified Accountant is not commissioned, then two Members without signing authority may be elected or appointed to attest to them prior to the AGM.

Borrowing

8.05

For the purposes of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, but this power shall be exercised only under the authority of the Association and in no case shall the Association borrow money without the sanction of a Special Resolution of the Members.

Amendment of By-Laws

8.06

Amendments to these By-laws may be made only by a Special Resolution of the Members.

ARTICLE 9: CHARITABLE STATUS

9.01 All of the resources of the Association shall be devoted to charitable activities carried on by the Association itself.

9.02 No Director, Officer or Member shall receive any remuneration for his/her services as such and no part of the income of the Association shall be paid to or otherwise made available for the personal benefit of any Parent, Member, Director or Officer, provided however, that a Parent, Member, Director or Officer may be reimbursed by the Association for reasonable expenses incurred on behalf of the Association.

9.03 Upon the wind-up or dissolution of the Association, the remaining assets of the Association after payment of all proper debts shall be transferred to Alice Jamieson Girls' Academy Parent Association. If that is not possible, then another registered charity in Canada having objects consistent with those of the Association.

Article 10: EFFECTIVE DATE

10.01 These By-Laws shall come into force only after approval by the Members by Special Resolution at a meeting of the Association called for that purpose.

These By-Laws were approved by a Special Resolution of the Members of the Stanley Jones Elementary School Parent Association on the 13th day of December, 2022.

Alicia Maxim-Welsh
President (print name)

Alicia Maxim-Welsh
President's Signature

Secretary (print name)

Secretary's Signature