

Leduc Composite High School Parent Association (CAN#50509756) Bylaws

MEMBERSHIP

1. Any person having a vested interest in the educational well-being of Leduc Composite High School (LCHS) students, residing in Alberta, and being of the full age of 18 years is eligible to become a member of the Association, with the approval of the Association.
 - a. The majority of the members of the association will be parents or guardians of students attending LCHS.
 - b. Parents or guardians of students attending LCHS are automatically deemed members of the Association. Associate members (as defined in Section 4) may not also serve as parent/guardian members.
2. Any member wishing to withdraw from membership may do so upon a notice in writing or verbally to the Board through its Secretary. Parents/guardians are considered to have withdrawn from membership at the end of the school year that their child(ren) leaves LCHS, unless they seek approval of the Association.
3. Any member, upon a majority vote of all members of the Association in good standing and present at a Special Meeting called for that purpose, may be expelled from membership for any cause which the Association may deem reasonable.

ASSOCIATE MEMBERSHIP

4. The Principal or the Principal's designate will be considered to have an Associate Membership and shall serve as in an advisory capacity to the Association.
 - a. The LCHS staff shall determine/appoint a Staff Representative (or designated) to also serve as an Associate Member.
 - b. As Associate Members, the Principal and the Staff Representative will **not** have voting rights at any meeting of the Association.
 - c. Neither the Principal nor any LCHS staff member shall have signing authority for the Association.
 - d. The Principal, by virtue of the School 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.

BOARD OF DIRECTORS

5. "Board of Directors", "Executive Committee or "Board" shall mean the Board of Directors of the Association.
6. COMPOSITION OF THE BOARD
 - a. The Board of Directors will be composed of the following Officers and Directors:
 - i. Mandatory Officers: Chair, Vice Chair(s), Secretary, Treasurer, Casino Coordinator; and
 - ii. Optional Directors: A maximum of two (2) Directors at Large.
 - b. Any member in good standing shall be eligible to any office in the Association.
7. The Board shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Association.
 - a. Meetings of the Board shall be held as often as may be required, but at least once every three months.
 - b. Meetings shall be called by the Chair.
 - c. Officers/ Directors unable to attend any meeting may provide another Officer/ Director with a general or limited proxy in writing.
8. Persons appointed or elected as Directors become Directors if they were present at the meeting when being appointed or elected and did not refuse the appointment.
 - a. They may also become Directors if they were not present at the meeting but consented in writing to act as Directors before the appointment or election or within ten (10) days after the appointment or election, or if they acted as a Director pursuant to the appointment or election.

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- b. The Term of Office is for one year following recruitment and placement unless written notice of resignation is submitted to the Board.
 - c. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting.
 - d. The maximum number of consecutive terms in the same Officer position on the Board shall be five (5).
9. Any Director or Officer, upon a majority vote of all members in good standing, may be removed from office for any cause which the Association may deem reasonable.

CHAIR

10. The Chair shall be an ex-officio (non-voting) member of all Committees. He/she shall, when present, preside and maintain order at all meetings of the Association and of the Board. As a chief executive officer, the Chair exercises general supervision over the management of the Association's affairs.
- a. The Chair shall not have a vote at any meeting, unless in the case of a tie.
11. The Chair will authenticate, by signature, the Seal of the Association as incorporated under the Societies Act and will accept responsibility for keeping the Seal of the Association.

VICE-CHAIR (or Co-Chair)

12. In absence of the Chair, the Vice-Chair shall preside at any meetings.
- a. In the absence of both, a chairperson may be elected at the meeting to preside.
13. In the absence of the Chair, the Vice-Chair will authenticate, by signature, the Seal of the Association as incorporated under the Societies Act.

SECRETARY

14. It shall be the duty of the Secretary to attend all meetings of the Association and of the Board and to keep accurate minutes of the same.
- a. The Secretary shall have charge of all the correspondence of the Association and be under the direction of the Chair and the Board.
 - b. He/she shall have charge of the Seal of the Association, if applicable, which whenever used shall be authenticated by the signature of the Secretary and the Chair, or, in the case of the death or inability of either to act, by the Vice-Chair.
 - c. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board.
15. The Secretary shall also keep a record of all the Officers/Directors and participating members of the Association and their addresses and send all notices of the various meetings as required.

TREASURER

16. The Treasurer shall receive all monies paid to the Association and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union, or Treasury Branch the Board may order.
- a. He/she shall properly account for the funds of the Association and keep such books as may be directed.
 - b. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the Association and submit a copy of same to the Secretary for the records of the Association.
17. The signing signatures of the financial accounts will be any two of the elected Officers of the Association, except that the Treasurer may not have signing authority for financial accounts.
- a. Where expense reimbursement is to be made to any elected Office of the Association, that Officer may not be signatory to the transaction.
18. The Office of the Secretary and Treasurer may be filled by one person if the membership at any Annual General Meeting for the election of officers shall so decide.

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CASINO COORDINATOR

19. The Casino Coordinator is responsible for the coordination of casino fundraising activities and shall do all of the following:
 - a. Coordinate the application for casinos awarded by AGLC;
 - b. Coordinate the recruitment, verification, and scheduling of all volunteers for any casino events;
 - c. Make recommendation to the Board on which AGLC Registered Casino Advisor to contract for a casino event;
 - d. Ensure that appropriate documentation is filed, in a complete and timely manner, with the Alberta Liquor and Gaming Commission (AGLC) relative to licenses for casinos; and,
 - e. Assist the Treasurer as needed with filing reports to AGLC casinos.

AUDITING

20. The books, accounts, and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association appointed for that purpose by the Board. If one of the Officers who has signing authority is also a Black Gold Regional School District (BGRSD) employee, then the audit may be completed by BGRSD, at BGRSD's discretion; however, if BGRSD chooses not to conduct the audit, then the completed audit will be submitted to BGRSD for review.
21. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual General Meeting of the Association.
22. The fiscal year of the Association in each year shall be September 1st to August 31st.
23. The books and records of the Association may be inspected by any member of the Association at the Annual General Meeting or at any other time upon giving reasonable notice and arranging a time satisfactory to the Officer or Officers having charge of same.
24. Each member of the Board shall at all times have access to such books and records.

SPECIAL RESOLUTION

25. Special Resolution means a resolution passed at the Annual General Meeting or a Special Meeting for which not less than ten (10) days' notice was provided in the school newsletter on the school website or not less than three (3) days' notice by telephone or email specifying the intention to propose the resolution and that was approved by not less than seventy-five percent (75%) of those members entitled to vote at that meeting.

MEETINGS

26. The Association shall hold an **Annual General Meeting** on or before October 31st in each year, by providing ten (10) days' notice in writing in the school newsletter or website, or three (3) days' notice by telephone or email.
 - a. At this meeting there shall be elected a Chair, Vice-Chair, Secretary, Treasurer (or Secretary-Treasurer), Casino Coordinator, and, optionally, up to two Directors-at-Large.
 - b. The Officers and Directors so elected shall form a Board and shall serve until their successors are elected and installed.
 - c. Four (4) members, excluding the Associated Members, shall constitute a quorum at an Annual General Meeting.
 - d. If quorum cannot be attained at the meeting, whoever attends the next regularly scheduled meeting of the Association will constitute quorum for the purposes of conducting Annual General Meeting business such as election of Officers and approval of financial statements.
27. A **Regular Meeting of the Association** may be called monthly by the Chair with each date set by majority vote of the members present.

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- a. Regular Meetings shall be announced to all members in the school newsletter or website or by telephone or email.
 - b. Four (4) members, excluding the Associate Members, two (2) of whom must be elected Officers of the Association, shall constitute a quorum at any Regular Meeting.
28. A **Special Meeting of the Association** shall be called if a Special Resolution(s) is proposed.
- a. Special Meetings of the Association may be called at any time by the Secretary upon the instructions of the Chair or Board by providing ten (10) days' notice in writing or three (3) days' notice by telephone or email to all members, specifying the intention of the Special Resolution.
 - b. Seven (7) members, excluding the Associated Members, shall constitute a quorum at a Special Meeting of the Association.
29. A **Special Meeting of the Board** shall be called by the Secretary upon the instructions of any two (2) Board Members by providing no less than ten (10) days' notice in writing or three (3) days' notice by telephone or email to all Board Members.
- a. Any four (4) Board Members shall constitute a quorum at a Board Special Meeting.

VOTING

30. Any member, excluding the Associated Member, who has not withdrawn from membership nor has been either suspended or expelled shall have the right to vote at any meeting of the Association. Members unable to attend any meeting may provide another member with a general or limited proxy in writing.
31. Members will vote by show of hands or by secret ballot. Fifty percent (50%) plus one will be considered the majority, except in the case of a Special Resolution where a seventy-five percent (75%) vote in favour is required.

COMMITTEES

32. The Board may appoint committees that consist of Association members and/or school community members. Committees may meet outside of Association meetings to complete their assigned tasks and present a report of their activities at Association meetings.
33. All events and activities planned by committees must be approved by the Board.
34. All financial undertakings by committees must be directed to and through and reported by the elected Association Treasurer and approved by the Association.

FUNDRAISING/FINANCIAL AFFAIRS

35. The Executive is authorized to spend as required to carry out the affairs of the Association, leaving a minimum balance of \$300.00 for the next year.
36. The Executive may endorse and carry out fundraising plans as deemed appropriate and as defined by the bylaws related to borrowing.
37. The Executive may recommend to the Association membership methods of raising funds and school projects and activities that may be supported by these funds.

REMUNERATION

38. Unless authorized at any meeting and after notice for same shall have been given, no officer, director, or member of the Association shall receive any remuneration for his/her services. Expense may be reimbursed upon submission of receipts and majority approval from the Board. Expenses may not be reimbursed by cash.

BORROWING POWERS

39. For the purpose of carrying out its objectives, the Association may borrow or raise or secure the payment of money in such 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 and in no case shall debentures be issued without the sanction of a Special Resolution of the Association.

DISSOLUTION OF THE ASSOCIATION

40. The dissolution (closing) of the Association shall require a Special Resolution of the membership.

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41. Pursuant to Provincial regulation and subject to approval by the appropriate Provincial Authority, gaming-related assets of the Association will be disposed of through donations to one or more charitable organizations with similar objectives related to supporting teaching and learning which are agreed upon by the Board.
42. Non-gaming related assets may be disposed of through donation to the LCHS, BGRSD, or any other organization agreed upon by the Board, provided such donation conforms to Provincial regulation.

BYLAWS

43. The By-Laws may be rescinded, altered or added to by a Special Resolution. Changes to the by-laws do not come into effect until the Special Resolution(s) is registered at Corporate Registries.
44. A Special Resolution(s) sent to the Corporate Registries shall be dated and verified by a person authorized to the Association.