

**Greely Road Parent Association
CAN #505230292**

Association Bylaws

1. Membership

- A. Any person having a vested interest in the educational well-being of students enrolled in Greely Road School, residing in Alberta, being of the full age of 18 years, who has completed the membership requirements and is in good standing with the Association, is eligible to become a Member of the Association with voting privileges at any General Meeting of the Association Membership.
- B. The majority of the Members of the Association will be parents or guardians of students currently enrolled in Greely Road School.
- C. Membership must be renewed annually. Membership fees, if any, in the Association shall be determined from time to time by the Members at an Annual General Meeting.
- D. Any Member wishing to withdraw from membership may do so upon giving notice in writing or verbally to the Board through its Secretary.
- E. 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. Associate Membership

- A. The Principal and staff members of Greely Road School can choose to have an Associate Membership only.
- B. As Associate Members, the Principal and all other staff members shall serve as resource people and in an advisory capacity, however they will not have voting rights at any General Meetings of the Membership or Meetings of the Board.
- C. Neither the Principal nor any 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.

3. Board of Directors

- A. "Board of Directors," "Executive," or "Board" shall mean the Board of Directors of the Association.

COMPOSITION OF THE BOARD

The Board will be composed of the following Officers and Directors.

- 1. Officers: President, Secretary, Treasurer – These positions are mandatory.
- 2. Directors: A maximum of 2 Directors at Large – These positions are optional and at the discretion of the Executive Officers. The election for the Director positions will occur at the Annual General Meeting provided there are Members willing to fill the positions.

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- v. Review the Bylaws and recommend Board-approved Bylaw changes to the membership.
- vi. Review the Board's structure, approve changes, and prepare necessary Bylaw amendments.
- vii. Participate in the development of the Association's plan and annual review.
- viii. Review the annual budget for the Association and submit to the membership for approval.
- ix. Assist in developing and maintaining positive working relations among the Board, committees, School and School Council to support and enhance education in the School community.
- x. Allow for opinions and positions of all Members to be voiced and heard in a safe, respectful environment.
- xi. Act as a leader and an ambassador of the Association.
- xii. Strive to reach consensus in all areas. If a consensus cannot be reached, Board Members will accept, and adhere to, the majority decision of the Board.
- xiii. Address operational concerns openly and with input from Board Members.
- xiv. Address personal concerns relating to Board Members roles privately, constructively, respectfully and in a timely manner.

B. The Board shall, subject to the Bylaws 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.

C. Any Director or Officer may resign his/her position by providing written notice to the Board.

D. Any Director or Officer may be removed from the Board at any time with cause by a majority vote of the Board whenever, in its judgment, the best interest of the Association will be served.

4. Auditing

A. 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 without signing authority, elected or appointed for that purpose at the Annual General Meeting of the Membership.

B. A complete and proper statement of the standing of the books for the previous year shall be submitted to the Treasurer by such auditor to be presented at the Annual General Meeting of the Membership.

C. The fiscal year of the Association in each year shall be September 1st to August 31st.

5. Standing and Ad Hoc Committees

A. Standing and ad hoc committees will be formed as necessary by the Board and will operate on an ongoing basis with specified lengths of terms for Members.

B. Committees will meet outside of Meetings of the Board or General Meetings of the Membership to complete their assigned tasks as per the direction of the Board and present a report of their activities at meetings as requested.

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- iii. Quorum at any Regular Meeting of the Board shall be 3 Board Members, 2 of whom must be elected Officers.
- iv. Regular Meetings of the Board may be held without notice if a quorum of the Board is present, provided that any business transactions shall be ratified at the next Regular Meeting of the Board; otherwise they shall be null and void.
- v. A topic to be discussed at a Regular Meeting of the Board may be deemed to be "in camera" or closed to anyone the Board chooses should the Board determine, by a majority vote of those present, that the topic is of a personal, sensitive or confidential nature.

D. Special Meeting of the Board

- i. A **Special Meeting of the Board** shall be called by the Secretary upon the instructions of any 2 Board Members, by providing no less than 10 days' notice in writing using a newsletter, website, email, text and/or social media or 3 days' notice verbally by telephone or in person, to all Board Members setting forth the reasons for calling such meeting.
- ii. Quorum at a Special Meeting of the Board shall be any 3 Board Members.
- iii. All or any portion of a Special Meeting of the Board may be deemed to be "in camera" or closed to anyone the Board chooses should the Board determine, by a majority vote of those present, that the content of the meeting or agenda item is of a personal, sensitive or confidential nature.

7. Special Resolution

Special Resolution will mean a resolution passed at a General Meeting the Membership of which not less than 21 days' notice in writing using a newsletter, website, email, text and/or social media, or provided verbally by telephone or in person, specifying the intention to propose the resolution has been duly given, and by the approval of not less than 75% of those Members entitled to vote in attendance.

8. Election Process

- A. Board Members are elected by the voting Members at an AGM held annually on or before October 31st.
- B. Candidates must be voting Members in good standing.
- C. Notification of the nomination procedure will be included with the notice of the election.
- D. The term of office shall be complete at the end of the meeting at which successors are elected unless written notice of resignation is submitted to the Board.
- E. The maximum number of consecutive terms, in the same Officer or Director position on the Board, shall be 4 consecutive terms.
- F. Any vacancy occurring during the year may be filled at the next meeting, provided it is so stated in the notice calling such meeting.

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13. Association Seal

- A. The Association has not adopted an Association Seal.

14. Insurance and Indemnity

- A. **Insurance:** For the purpose of carrying out its objectives, the Association will annually review and carry liability insurance as deemed necessary by the Board, or if required by the policies of the School or School Board.
- B. **Indemnity:** Provided appropriate insurance is in place, each Officer and Director holds office with protection from the Association.
 - i. The Association indemnifies each Officer and Director against all costs or charges that result from any act done in her/his role for the Association.
 - ii. The Association does not protect any Officer or Director for acts of fraud, dishonesty or bad faith.
 - iii. No Officer or Director is liable for the acts of any other Officer, Director or Member.
 - iv. No Officer or Director is responsible for any loss or damage due to the bankruptcy, insolvency, or wrongful act of any person, firm or corporation dealing with the Association.
 - v. No Officer or Director is liable for any loss due to an oversight or error in judgement, or by an act in his role for the Association, unless the act is fraud, dishonesty or bad faith.

15. Privacy

- A. The Association shall not collect, use, share or store personal information for purposes other than those of Association business, and shall destroy it appropriately once it is no longer needed.
- B. The Association will adhere to *Personal Information Protection Act* (PIPA) guidelines as required by Alberta legislation, and voluntarily where appropriate.

16. Conflict Resolution

- A. If at any time 10 Members, or 5 Members and greater than 50% of the Board Members, of the Association are of the opinion that the Association is in a state of conflict such that its operation is significantly impaired, they may deliver a written "Special General Meeting of the Membership" request signed by them to all Board Members.
- B. Upon receipt of such, the President will call a Special General Meeting of the Membership, providing due notice as stated, and Members in attendance will have an opportunity to hear and discuss the issues causing conflict.
- C. On motion, a vote shall be held respecting a proposed resolution to the conflict, and if a majority of voting Members present vote in favour of the resolution proposed, the Association will immediately act upon the resolution, as directed by the assembly.