

Fellowship of St. Francis Xavier Elementary School Society Bylaws

ARTICLE 1 - PREAMBLE

1.1 The Society

The name of the society is *Fellowship of St. Francis Xavier Elementary School*, which may also be known or referred to as *FSFES* or the Society.

1.2 The Bylaws

The following articles set forth the Bylaws of the *Fellowship of St. Francis Xavier Elementary School*.

ARTICLE 2 - DEFINING AND INTERPRETING THE BYLAWS

2.1 Definitions

In these Bylaws, the following words have these meanings.

2.1.1 **Act** means the Societies Act R.S.A. 1980, Chapter S-18 as amended, or any statute substituted for it.

2.1.2 **Annual General Meeting** means the annual general meeting described in Article 5.1.

2.1.3 **Board** means the Board of Directors of this Society.

2.1.4 **Bylaws** means the Bylaws of this Society as amended.

2.1.5 **General Meeting** means the Annual General Meeting and a Special General Meeting.

2.1.6 **Register of Members** means the register maintained by the Board of Directors containing the names of the Members of the Society.

2.1.7 **Society** means the *Fellowship of St. Francis Xavier Elementary School*.

2.1.8 **Special Resolution** means:

(a) a resolution passed at a General meeting of the membership of this Society. There must be twenty-one (21) days notice for this meeting. The notice must state the proposed resolution. There must be approval by a vote of 75% of the voting Members who vote in person;

(b) a resolution proposed and passed as a Special Resolution at a General Meeting with less than twenty-one (21) days notice. All the Voting Members eligible to attend and vote at the General Meeting must agree; or

(c) a resolution agreed to in writing by all the Voting Members who are eligible to vote on the resolution in person at a General Meeting.

2.1.9 **Voting Member** means a Member entitled to vote at the meetings of the Society.

2.2 Interpretation

2.2.1 **Headings** are for convenience only. They do not affect the interpretation of these Bylaws.

2.2.2 **Liberal Interpretation:** these Bylaws must be interpreted broadly and generously.

ARTICLE 3 – MEMBERSHIP

3.1 Admission of Members

Any parent or guardian of a student of St. Francis Xavier who supports the objectives of the Society and who has attained the age of 18 years may become a member of the Society.

3.2 Membership Year

The membership year is September 1 to August 31.

3.3 Rights and Privileges of Members

3.3.1 **Any Member in good standing is entitled to:**

(a) receive notice of meetings of the Society;

- (b) attend any meeting of the Society;
- (c) speak at any meeting of the Society; and
- (d) vote

3.3.2 Number of Votes

A Voting Member is entitled to one (1) vote at a meeting of the Society.

3.3.3 Member in Good Standing

A member is in good standing when:

- (a) the Member is not suspended as a Member as provided for under Article 4.4.

3.4 Suspension of Membership

3.4.1 Decision to Suspend

The Society, at a Special Meeting called for that purpose, may suspend a Member's membership for any cause, which the society may deem reasonable.

3.4.2 Notice to the Member

3.4.2.1 The affected Member will receive written notice of the Society's intention to deal with whether that Member should be suspended or not.

3.4.2.2 The notice will be sent by mail to the last known address of the Member shown in the records of the Society.

3.4.2.3 The notice will state the reasons why suspension is being considered and the date and location of the special meeting to enable the member to opportunity to attend the meeting if he/she so chooses.

3.4.3 Decision of the Society

3.4.3.1 The Member will have an opportunity to appear before the Society to address the matter.

3.4.3.2 The Society will determine how the matter will be dealt with.

3.4.3.3 The decision of a majority vote of all members of the Society in good standing is final.

4.5 Withdrawal from Membership

4.5.1 A member wishing to withdraw from the executive in the Society may do so by notice in writing to the Secretary or Chair of the Society.

4.5.2. A parent or guardian ceases to be a member of the Society when their youngest child is no longer a student at St. Francis Xavier.

ARTICLE 4 – MEETINGS OF THE SOCIETY

4.1 The Annual General Meeting

The Society holds its annual general meeting each year on the date and in the location to be fixed by the Officers, such day to be not more than 15 months following the previous annual general meeting. The Society shall ensure that the members are made aware of this meeting by notice being posted at the School and included in the appropriate newsletter with not less than 5 days notice.

4.2 Special General Meeting

4.2.1 A special meeting may be convened by order of the Officers at any time and at any place as the Officers shall determine.

4.2.2 Not less than 5 days notice of a special meeting shall be given to all members of the Society via email. Any notice of a special meeting must contain the purpose of such a meeting and the specific nature of any proposed action shall be set out in the notice with sufficient information to permit a member to develop a position with respect to the specific proposed action.

4.3 Regular Meetings

4.3.1 The Society may appoint a day in any month or months for regular meetings and even though no further notice shall be required for Members, the Society shall ensure that the members are made aware of these meetings by notice being posted at the School and included in the newsletters.

4.3.2 Meetings of the Society shall ordinarily be held at the school

4.4 Proceedings at Meetings

4.4.1 Voting

(a) Every member present at the meeting is entitled to one vote.

(b) Members will vote by a show of hands with the majority determining the outcome of the vote.

4.4.2 Quorum

4 The quorum for the transaction of business at any meetings of the Society shall be a majority of the number of Members present.

ARTICLE 5 – THE GOVERNMENT OF THE SOCIETY

5.1 The Board of Directors

The board (made up of the executive of St. Francis Xavier parent council) shall, subject to the by-laws or directions given it by majority vote at any meeting govern and manage the affairs of the Society.

5.1.1 Composition of the Board

The Board consists of:

- (a) President
- (b) Vice President
- (c) Treasurer
- (d) Secretary
- (e) Past President

5.1.2 Election of the Board

5.1.2.1 Each member of the Board of Directors shall be voted in at the annual general meeting and shall serve a one-year term.

5.1.2.2 Voting members may re-elect any Board member for a maximum of 6 consecutive terms.

5.2 Duties of the Board of the Society

5.2.1 President:

- shall be ex-officio a member of all committees,
- he/she shall, when present, preside at all meetings of the society.

5.2.2 Vice-President:

- presides at meetings in the presidents' absence. In the absence of both, a chairperson may be elected at the meeting to preside.

5.2.3 Secretary:

- attend all meetings of the society,
- to keep accurate minutes of these meetings,
- in the case of the absence of the Secretary, his/her duties shall be discharged by such Member as may be appointed by the Board,
- keeps original signed copy of meeting minutes,
- is custodian of the Seal of the Society,

- has charge of the Boards correspondence,
- collects and receives the annual dues as levied by the society, such monies are turned over to the Treasurer,
- keeps a record of all the members of the society and their addresses,
- makes sure all notices of various meetings are sent,
- files the annual return, changes in the board of the society, amendments in the bylaws and other incorporating documents with the Corporate Registry.

5.2.4 ***Treasurer***

- makes sure all monies paid to the Society are deposited in a chartered bank, treasury branch or trust company chosen by the board,
- present a full and detailed account of the receipts and disbursements to the Board monthly,
- ensure that complete and duly audited reports are available at the annual general meeting and submit a copy of these to the Secretary for the record of the Society,
- upon termination of his/her office, deliver to her successor all papers, funds and financial documents in his/her possession.

5.3 **Removal of Directors/Officers**

5.3.1 ***Decision to Remove***

The Society, at a Special Meeting called for that purpose, may suspend a Director/Officer's membership for any cause, which the society may deem reasonable.

5.3.2 ***Notice to the Director/Officer***

- 5.3.2.1 The affected Director/Officer will receive written notice of the Society's intention to deal with whether that Director/Officer should be removed or not.
- 5.3.2.2 The notice will be sent by mail to the last known address of the Director/Officer shown in the records of the Society.
- 5.3.2.3 The notice will state the reasons why removal is being considered and the date and location of the special meeting, to enable the Director/Officer the opportunity to attend the meeting if he/she so chooses.

5.3.3 ***Decision of the Society***

- 5.3.3.1 The Director/Officer will have an opportunity to appear before the Society to address the matter.
- 5.3.3.2 The Society will determine how the matter will be dealt with.
- 5.3.3.3 The decision of a majority vote of all members of the Society in good standing is final.

ARTICLE 6 – FINANCE AND OTHER MANAGEMENT MATTERS

6.1 The Registered Office

The Registered Office of the Society is located in Medicine Hat, Alberta.

6.2 Financing and Auditing

- 6.2.1 The fiscal year for the financial activities of the Society shall be September 1 to August 31 of each year.
- 6.2.2 A duly qualified auditor shall audit the books, accounts, and records of the Secretary and Treasurer at least once each year. The audited financial statement will be presented to the society members every year at the annual general meeting.

- 6.2.3 The books and records of the society may be inspected by any member of the society at the Annual meeting or at anytime upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same.
- 6.2.4 Each member of the Board shall at all times have access to such books and records.
- 6.3 Cheques and Contracts of the Society**
- 6.3.1 The designated Board members may sign all cheques drawn on the monies of the Society. Two signatures are required on all cheques.
- 6.3.2 The President and Vice-President or Secretary or Treasurer must sign all contracts of the Society.
- 6.4 Borrowing Powers**
- 6.4.1 The Society may borrow or raise funds to meet its objectives. The Board decides the amounts and ways to raise money, including giving or granting security.
- 6.5 Remuneration**
- 6.5.1 No Member or Board member of the Society receives any payment for his services as a Member or Board member.
- 6.5.2 Reasonable expenses incurred while carrying out duties of the Society may be reimbursed upon Board approval.

ARTICLE 7 – AMENDING THE BYLAWS

- 7.1 These Bylaws may be cancelled, altered or added to be a Special Resolution at any Annual General or Special General Meeting of the Society.
- 7.1.1 The twenty-one (21) days' notice of the Annual General or Special General Meeting of the Society must include details of the proposed resolution to change the Bylaws.
- 7.1.2 The amended bylaws take effect after approval of the Special Resolution at the Annual General Meeting or Special General Meeting and accepted by the Corporate Registry of Alberta.

ARTICLE 8 – SOCIETY SEAL

- 8.1.1 At this time, there is no Society Seal for the Fellowship of St. Francis Xavier Elementary School – 509930400.

Dated at the City of Medicine Hat, in the Province of Alberta, this _____ day of _____, 20 _____.

Incorporator

Address

Incorporator

Address

Incorporator

Address

Incorporator

Address

Incorporator

Address

Witness

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Witness

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Witness

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Witness

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