

CR0701330 0002

Special Resolution

I hereby certify that the following special resolution was passed at a meeting of the members of

Winston Churchill High School Parent Association on January 17, 2007.

The by-laws were changed as follows:

- the existing by-laws are repealed.
They are replaced by the attached by-laws.

Date: September 6/07
Signature: *[Handwritten Signature]*
Title: Treasurer

FILED 201
SEP 10 2007
Registrar of Corporations
Province of Alberta

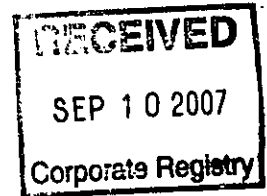
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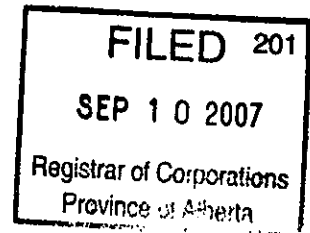
**Winston Churchill High School
Parent Association**



Objectives

The objectives of the Association, in keeping with the policies, regulations and procedures as set out by the School Act, the School Councils' Regulations and Lethbridge School District #51 are as follows:

- a. To raise money in an appropriate manner to be used for funding approved events and purchases of Winston Churchill High School, Lethbridge, Alberta.
- b. To continuously promote and facilitate community support and participation in school activities
- c. To provide advice and support to the staff and principal on issues of fund raising importance.
- d. To encourage greater parent participation in the projects of the School Council and the Association.



**Winston Churchill High School
Parent Association**

By-Laws

1. Name

The name of the organization shall be the Winston Churchill High School Parent Association hereinafter referred to as the Association.

2. Responsibility of the Association

As an Association, we uphold the objectives of the Association.

3. Membership

The membership of the Winston Churchill High School Parent Association (meeting the criteria set out by Alberta Education and Lethbridge School District #51) shall consist of the following.

- A. The membership of the Association shall consist of the following:
 - a. parents of students enrolled in Winston Churchill High School
 - b. the principal of the school and associate principal(s).
 - c. the past Chairperson of the Association.
 - d. at least two teachers elected by the teaching staff of the school
 - e. at least one person from the community approved by the Association who has an interest in the school.
 - f. at least one student enrolled in the school.

- B. Members have the right to attend all meetings of the Association and to vote at all meetings of the Association. For the purpose of voting at meetings, the majority of the voting members must be parents of students enrolled at the school. Each *student family* registered is entitled to one parent (guardian) vote. The quorum for any meeting is seven members and the majority of members must be parents of students attending the school.

- C. The membership of the executive committee shall consist of the following:
 - a. the principal of the school
 - b. four parents of students from the school elected by parents at a meeting called for this purpose. The four positions will be Chair, Vice-Chair, Secretary, and Treasurer.

- D. Any member wishing to withdraw from membership may do so upon a notice in writing to the Executive Committee through its Secretary. Any member

upon a majority vote of all members of the Association in good standing may be expelled from membership for any cause which the Association may deem reasonable

4. Executive

Board of Directors, Executive Committee or Officers shall mean the Executive Committee of the Society.

The following four positions of the executive committee will be elected from its membership: Chair, Vice-Chair, Treasurer and Secretary for the purpose of meeting the requirements of the Alberta Societies Act. The power of the executive committee will be to manage the affairs of the Association. No officer, director or member of the Association shall receive any remuneration for his/her services.

Any director or officer, upon a majority vote at a special meeting that has quorum, may be removed from office for any cause which the Association may deem reasonable. The officer or director involved must be notified in writing 21-days in advance of the date of this special meeting by a hand-delivered letter or registered mail.

It is the responsibility of the Secretary to attend all meetings of the Association and to keep accurate minutes of the same. In the case of the absence of the Secretary, his/her duties shall be discharged to an officer as may be appointed by the Chair. The Secretary is responsible for keeping accurate up-to-date records of all of the Association business and correspondence.

- a. Every member of the Association is eligible to be elected as an officer of the Association except those persons who are employed by Winston Churchill High School, Lethbridge, Alberta
- b. Election of the Executive Officers shall be held each year at the Annual General Meeting held in September of each year, and terms shall be for a one-year period. An opportunity will be provided at the Annual General Meeting for persons interested in serving on the Association to indicate their willingness to hold those positions.
- c. The term of office shall run from 01 October to 30 September.
- d. The same executive position may not be held for more than two consecutive years by one Association member.
- e. Members holding an executive position who wish to resign must do so in writing to the chair of the Association. If the Chair wishes to resign he/she will provide his/her resignation in writing to the Vice-Chair of the Association.

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5. Duties of the Executive Officers:

a. The Chairperson

The Chairperson shall:

- Call all annual, Association and special meetings.
- Plan the agenda for the meetings.
- Convene and preside at all meetings of the Association.
- Act as an ex. Officio member of all committees.
- Ensure that all decisions of the Association are carried out.
- Represent the Association to the School Board.
- Prepare and submit an Annual Report to the Winston Churchill High School Council, Lethbridge Alberta.
- Designate, in his or her absence, the Vice-Chairperson or some other member, to assume his/her responsibilities.
- Assume other duties and responsibilities as assigned by the Association.

b. The Vice-Chairperson

The Vice-Chairperson shall:

- Assume the responsibilities of the Chair in the absence of the Chair.
- Assume other duties and responsibilities as assigned by the Association.
- Assist the Chair in the discharge of his/her duties.

Continuity may be provided by the Vice-Chair extending his/her appointment to the following term by allowing their name to stand as Chairperson of the Association.

c. The Secretary

The Secretary shall:

- Take, keep and distribute the minutes of the Association. Copies shall be made available for distribution at the next meeting.
- Be responsible for keeping an accurate record of the proceedings of all annual, Association and special meetings.
- Ensure that the principal and school office are given a copy of each set of minutes where they are filed and stored for seven years
- Look after the correspondence of the Association.

d. The Treasurer

The Treasurer shall:

- Keep accurate record of the receipts and disbursements of the Association and be responsible for informing the Association of all bills of the Executive.
- Pay bills and expenses approved by the Association
- Present a brief of current receipts, disbursements and balances at all scheduled meetings of the Parent Association, as well as a report at the Annual Meeting
- Be responsible for submitting the proper forms and information to the Corporate Registry Office of the Government of Alberta by the appointed anniversary date and to keep records with that organization in good standing.
- Ensure that all books are properly audited in accordance with the current regulations of the Societies Act and following the School Council Regulations Handbook. The books/records must be audited by August 31 of any given year and must be completed by an individual appointed by the Association. This report will be presented at the Annual General Meeting the following September.

e. Other Member Duties

i) Sub-committee Chairpersons

- Sub-Committee Chairpersons shall be elected to coordinate any special functions or Fund Raising events approved by the Association. They shall be elected from the Association membership.
- The Sub-Committee Chairperson shall be responsible for keeping accurate records of all meetings held and all financial matters related to the specific function.
- The Sub-Committee Chairperson shall report on and file a financial report and/or minutes of their meeting with the Association at the following monthly meeting.
- The Sub-Committee Chairperson remains entitled to vote at the Association Meeting.

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ii) Principal and Associate Principal(s)

- The Principal and Associate Principal(s) shall have full voting privileges at Association Meetings

iii) Past –Chairman

- The Past-Chairman remains a member of the Association with full voting privileges at Association meetings, irrespective of whether he/she has children at the school.

iv) Teacher Representatives

- There shall be a minimum of two teacher representatives on the Association
- The teacher representatives shall be elected by the teachers of the school.
- It shall be the responsibility of the teacher representatives to uphold the aims and objectives of the Association.
- It shall be the teachers' responsibility to represent the interest of the teaching staff objectively.
- It shall be the teachers' responsibility to represent the interest of the students of the school objectively.
- It shall be the teachers' responsibility to communicate back to the rest of the teaching staff the proceedings from the Association Meetings.
- They shall have full voting privileges at Association meetings.
- It will be the responsibility of the teachers to advise and work with the Association in deciding on how the Fund Raising money shall be used to best benefit the students and staff

v) Parent Representatives.

- Individual parents (or guardians) attending a meeting of the Association, who have a child attending Winston Churchill High School, Lethbridge, Alberta have a right to vote on an issue, however, voting is limited to one vote per each *student family* registered.
- It shall be the responsibility of the parent representative to uphold the aims and objectives of the Association.

6. Duties of all Association Members

It shall be the duty of a Member to act in a manner consistent with the Winston Churchill School Parent Association By-laws and Objectives and in the best interests of the school and the students.

7. Vacancies

With the exception of the Association position filled by the principal, the Association may appoint qualified persons to fill vacancies until the vacancies can be filled by the appropriate constituents or, in the case of new officers, until the next annual General Meeting where elections are held.

8. Meetings

Our Association Meetings are General Meetings.

- The first meeting of the Association shall be held within forty days of the start of the school year.
- Association meetings will be held on a specified day of the month of the school year (minimum of three per school year) as determined by the Winston Churchill High School Council, Lethbridge, Alberta
- Individual parents (or guardians) attending a meeting of the Association, who have a child attending Winston Churchill High School, Lethbridge, Alberta, have a right to vote on an issue, however, voting is limited to one vote per each *student family* registered. Only parents in attendance are eligible to vote, there is no proxy voting.
- The quorum for Association Meetings shall be any seven of the Association members provided the majority consists of parents of student enrolled in the school.
- The Association Meetings shall have a Town Hall form of governance.
- In all procedural matters not covered by these by-laws, Roberts "Rules of Order" shall be employed.

9. Voting Procedures

- a. Decisions at Association meetings will be made by consensus as much as possible.

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- b. If a vote is taken, the motion must be moved and seconded and passed by a simple majority.
 - c. The quorum for Association Meetings shall be any seven of the Association members provided the majority consists of parents of students enrolled in the school.

10. Annual General Meeting

- a. The principal shall give at least twenty-one (21) days notice to parents of all students of Winston Churchill High School, Lethbridge, Alberta of the Annual General Meeting and requesting volunteers to serve on the Association. This Annual General Meeting will be held within the first forty days of the start of the school year.
- b. The Winston Churchill Newsletter will be the written means by which all members of the Association are notified of the Annual General Meeting and any special meetings. The notice of the Annual General Meeting will be mailed in the June newsletter and is mailed to the last known address of all Association members.
- c. Any other practical means of bringing this notice to all parents must be employed, following the proper notification procedures as described in the School Act – School Councils Regulations – Alberta Regulations 124/95.
- d. The business of the Annual General Meeting shall include:
 - o the election of the executive
 - o any proposed by-law amendments
 - o appointment of auditors
 - o discussion of any major issue in which all parents should have input such as, but not restricted to: changes to the vision and mission statement of the school, new student evaluation or discipline policy, or other items.
 - o any formal evaluation of the Association.
 - o election of the representatives of the parent community. All parents of students attending the school are eligible for election, unless they are an employee of Winston Churchill High School, Lethbridge, Alberta.
- e. The quorum of all Annual General Meetings shall be seven (7) parents of students enrolled in the school and one (1) administrator. These meetings will be intended to inform all parents of students of Winston Churchill High School, Lethbridge, Alberta, of the activities of the past year's Association and elect a new executive. Only members of the Association (as detailed in item 6 above) who attend the Annual General Meeting are entitled to vote on matters raised at the Annual General Meeting. Individual parents (or guardians) attending a meeting, who have a child attending Winston Churchill High School, Lethbridge, Alberta, have

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a right to vote on an issue, however, voting is limited to one vote per each *student family* registered.

- f. In all procedural matters not covered by these by-laws, Roberts "Rules of Order" shall be employed.
- g. The Association year will run 01 October to 30 September.

11. Special Meetings

Special meetings will be called by the Association as required, and shall be governed by the same process as the monthly General meetings. Written notice will be given to members via the Winston Church Newsletter giving at least 21-days notice of any special meeting.

The quorum of all special meetings shall be seven (7) parents of students enrolled in this school, one (1) administrator and two (2) teachers. Only members of the Association (as detailed in item 6 above) who attend the special meeting are entitled to vote on matters raised at the special meeting. Individual parents (or guardians) attending a meeting of School Council, who have a child attending Winston Churchill High School, Lethbridge, Alberta, have a right to vote on an issue, however, voting is limited to one vote per each *student family* registered.

In all procedural matters of the special meeting not covered by these by-laws, Roberts "Rules of Order" shall be employed.

12. Annual Reports

- a. In accordance with Winston Churchill High School Council, Lethbridge, Alberta Regulations, the Association, through the out-going Chair, must prepare and provided the School Council with an annual report which includes a summary of Association's activities for the year, copies of the minutes for each meeting, such report to be submitted to the Council by June 30th.
- b. The Association shall make the report available to all concerned members of the school community.
- c. The books and records of the Association are open to inspection by members and this may be done at the Annual General Meeting of the Association or by making special arrangements with the Chairperson of the Association.
- d. 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 society elected for that purpose at the Annual Meeting.

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13. Borrowing Powers

For the purpose of carrying out its objects, the society may not borrow or secure the payment of money by the issue of debentures.

14. Changes to the By-laws

- a. The by-laws remain in force form year to year, unless amended at the Annual General Meeting.
- b. The by-laws of the Association may only be rescinded, altered or added to by a special resolution of the members at a General Meeting.
- c. Notice of proposed by-law amendments must be circulated with the notice of meeting at least twenty-one days in advance of the meeting.
- d. At this meeting, a minimum of 75% of the members who, if entitled to do so, vote in person must support the Special Resolution.

15. Dissolution

The Association may, by special resolution, surrender its certificate of incorporation.

Should the Association surrender its certificate of incorporation, any assets remaining after paying the debts and liabilities of the Association will be disbursed to eligible charitable groups; or transferred in trust to a municipality until such time as the assets can be transferred from the municipality to a charitable group or purpose approved by the Board.

16. Conflict resolution process

In accordance with s17 (7.1) of the School Act 1995, the Association will abide by the conflict resolution procedure as set out therein.

These by-laws were approved at a special meeting held for that purpose on January 17, 2007 at Winston Churchill High School, Lethbridge, Alberta