



Bylaws of Association APE-EPAL (the “Society”)

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CONSTITUTION

Name:

The name of the Association is APE-EPAL (Association des Parents d'élèves - École Provinciale d'Apprentissage en ligne).

Purpose:

The purpose of the Association is to support and encourage the best possible education for all students of l'école Virtuelle by contributing to the advancement of the school by:

- a) Facilitating communication between parents, students, staff and administration of the school;
- b) Ensuring a liaison with the Fédération des parents francophones de Colombie-Britannique (FPFCB) and the regional francophone communities;
- c) Participating in the development and implementation of the School Initiated Project (SIP) established by the school;
- d) Promoting all issues of interests relevant to education and well-being of the children in their school life and make related recommendations to the school's administration;
- e) Encouraging participation of parents and other members of the community in the affairs of the school;
- f) Assisting, helping and promoting communication among Francophone Education Authority of British Columbia (CSF), other Parent Associations and other School Districts;
- g) Organizing curricular and extracurricular activities including fundraising, volunteer programs or any other special events;
- h) Doing all that may be considered necessary and conducive to attaining the above purposes.

BYLAWS

PART 1 – DEFINITIONS AND INTERPRETATION

Definitions

1. In these Bylaws:

“**Act**” means the *Societies Act* of British Columbia as amended from time to time;

“**Board**” means the directors of the Society;

“**Bylaws**” means these Bylaws as altered from time to time.

“**Administration**” means the principal of the school or his representative.

“**School district**” means francophone education authority of british columbia (conseil scolaire francophone de la colombie-britannique) # 93.

“**Special resolution**” means a resolution passed in a general meeting by a majority of not less than seventy-five percent (75%) of the votes of the members who, being entitled to do so, vote in virtually.

“**School**” means École Virtuelle

“**Board of director**” means the officers elected by members at the annual general

Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

Part II – MEMBERSHIP OF THE ASSOCIATION

- 1) Parents or legal guardians of students registered at the school become members of the Association by filling the application form provided by the school.
- 2) All members are entitled to vote at general meetings, but only elected board members are entitled to vote at board member meetings.
- 3) A person ceases to be in good standing and ceases to be a member of the Association when:
 - a) Their children are no longer registered at the school.
 - b) The member loses legal custody of the children.
 - c) The person is expelled.
- 4) A member may be expelled by a special resolution of the members passed at the general meeting.

5) The notice of special resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion.

8) The person who is subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

Part III – GENERAL MEETINGS OF MEMBERS

9) The working language of every general meeting shall be French and English.

10) The annual general meeting of the Association must be held before October 20th of the current school year.

11) Every general meeting, other than an annual general meeting, is an extraordinary general meeting.

12) The directors or a minimum of ten percent (10%) of the members of the Association may, when they see fit, convene an extraordinary general meeting. The request for the convocation, if initiated by the members, must be presented in writing to the directors.

13) The following rules must be observed for a general meeting:

a) Notice of a general meeting must specify the place, day and time of the meeting and in case of an extraordinary general meeting, the general nature of that meeting.

b) Notice of a general meeting must be mailed, e-mailed or handed directly to a member at least fourteen (14) days preceding the meeting.

c) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

Part IV – PROCEEDINGS AT GENERAL MEETINGS

15) General meetings attendance

a) A quorum is five (5) members.

b) Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting if quorum has not been reached.

c) If at any time during a general meeting there ceases to be quorum, business then in progress must be suspended until there is quorum or until the meeting is adjourned or terminated.

16) If within thirty (30) minutes from the time appointed for an annual general meeting a quorum is not reached, the meeting must be adjourned to the same day in the following week, at the same time and place and if, at the next meeting, a quorum is not reached

within thirty (30) minutes from the time of the convocation for the meeting, the members present constitute a quorum. If within thirty (30) minutes from the time appointed for an extraordinary general meeting a quorum is not reached, the meeting, if convened by the members, must be terminated.

17) Subject to Bylaw 17 b), the president or the vice-president of the Association, or, in the absence of both, one of the other directors present, must preside as chairperson of a general meeting.

18) At a general meeting, the members present must choose one of their members to chair the meeting if:

- a) There is no president, vice-president or other director present within fifteen (15) minutes after the time indicated to start the meeting.
- b) The president, the vice-president and all the other directors present are unwilling to act as the chairperson.

19) General meeting adjournment

- a) A general meeting may be adjourned from time to time and resumed at a different location, but business should be the business left unfinished at the meeting from which the adjournment took place.
- b) When a general meeting is adjourned for ten (10) days or more, notice of the adjourned meeting must be given as in the case of the original general meeting.
- c) Except as provided in this bylaw, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.

20) A resolution proposed at a meeting needs to be seconded, and the Chair of the meeting may not move or propose a resolution.

- a) With the exception of special resolution, any other resolution will be passed if it receives the majority of the votes. In the case of a tie vote, the Chair will have one vote.
- b) A member in good standing, present at a meeting of members is entitled to one vote.
- c) Voting is by show of hand, unless a secret ballot is requested by one or more of the members.
- d) Voting by proxy is not permitted.

Part V – DIRECTORS AND OFFICERS

21) The Association is administered by a board of directors.

a) The directors may exercise all powers and perform all actions that the Association may exercise and do and that are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Association in a general meeting, but subject, nevertheless, to:

- i) All laws affecting the Association
- ii) These bylaws
- iii) Rules, not being inconsistent with these bylaws, that are made from time to time by the Association at a general meeting

b) A rule made by the Association at a general meeting does not invalidate a prior action of the directors that would have been valid if the rule had not been made.

22) Board of directors composition

- a) The number of directors must be at least eight (3) with no more than thirteen (7), elected with no specific position. The directors at their first meeting will elect who will hold the function of president, vice-president, secretary and treasurer.
- b) Staff member, other than the principal and/or his delegate, may be elected on the board of directors but may not hold the position of president or vice-president.
- c) The following members will have a status of non-voting directors:
- i) Past president elected
 - ii) School principal and/or his delegate
- d) The non-voting members may attend every meeting of the board of directors unless a decision is made by the president to restrict access to elected members only.
- 23) The working language of the board of directors is French.
- 24) In case of vacancies:
- a) The directors may at any time and from time to time appoint a member as a director to fill a vacancy on the board.
 - b) A director so appointed will hold office only until the conclusion of the next annual general meeting of the Association, but is eligible for election.
- 25) Resignation
- a) If a director resigns his office or otherwise ceases to hold office, the remaining directors must appoint a member to take the place of the former director in order to meet the composition requirement set forth in 21 a).
 - b) An act or proceeding of the directors is not invalid merely because there is fewer than the prescribed number of directors in office.
- 26) The members may, by special resolution, remove a director, before the end of his term, and may elect a successor to complete the term of office.
- 27) A director will not be remunerated for sitting on the board, but a director must be reimbursed for all expenses necessary and reasonably incurred by the director while engaged in the affairs of the Association.

Part VI – PROCEEDINGS OF DIRECTOR'S MEETINGS

- 28) Regular meetings
- a) The directors may meet when and where they see fit to conduct business. They also can adjourn and otherwise regulate their meetings and proceedings, as they see fit.
 - b) The quorum of a meeting of directors must be at least fifty percent (50%) of the directors then in office.

- c) The president is the Chair of all meetings of the board, but if the president is absent, the vice president must act as Chair; if both are absent the directors present may choose the Chair for that meeting.
- d) The president may at any time, or the secretary at the request of any directors, convene a board meeting.

29) Committee meetings

- a) The directors may delegate any, but not all, of their powers to committees as they see fit.
- b) A committee so formed, must conform to any rules and regulations imposed on it by the directors and must report every actions done in exercise of those powers at the earliest board meeting following the action being taken.
- c) A committee must elect a Chair. If the Chair is absent, the directors present on the committee will choose one of the members present to be the Chair.
- d) The members of a committee may meet and adjourn as they see fit.

30) Majority

- a) Questions arising at a board meeting, at a committee meeting or by e-mail must be voted on and accepted if fifty percent (50%) plus one (1) vote are in favor.
- b) In case of a vote by e-mail, 4 (four) answers received by the specified reasonable deadline will constitute quorum. The person who sends the proposition by e-mail must clearly indicate the deadline to answer and will be considered the proposer. The first one to vote in favor will be considered having seconded the proposition.
- c) In case of a tie vote, the Chair has a second or deciding vote.

31) A resolution proposed at a board meeting, a committee meeting or by e-mail needs to be seconded.

32) A resolution passed by e-mail must be placed with the minutes of the next board meeting and is as valid and effective as if regularly passed at a board meeting.

Part VII – DUTIES OF OFFICERS

33) The president:

- a) Presides at every general meeting and all board meetings.
- b) Is the chief executive officer of the Association and must supervise the other officers in the execution of their duties. The president is ex-officio member of all committees.
- c) Must have signing authority for issuing cheques.
- d) Is the representative and the official spokesperson of the Association.
- e) Answers correspondence of the Association.
- f) Issues notice of board meetings.
- g) Will take, during every general meeting of the Association, all reasonable means to put in place a “Buddy system” for parents who need help in understanding the proceedings in French.

34) The vice-president:

- a) Must carry out the duties of the president during the president's absence and will assume all other duties delegated by the president.
- b) Must have signing authority for issuing cheques.

35) The secretary:

- a) Keeps minutes of all Boards meetings and general meetings.
- b) Maintains the registrar of board members.
- c) Has custody of all records and documents of the Association except those required to be kept by the treasurer.

36) The treasurer:

- a) Keeps the financial records, including books of account necessary to comply with the Society Act.
- b) Renders financial statements to the directors, members and others when required.

37) In the absence of the secretary, the directors must appoint another person to act as secretary at the meeting.

38) Principal:

- a) The presence of the school principal and/or his delegate on the board is to increase the parents' accessibility to the school through consultation.
- b) The school principal and/or his delegate will consult the Association on the following:
 - i) School Educational Plan
 - ii) School budgets
 - iii) School management
 - iv) Any other issues of common interest
- c) The Association will give advice to the school principal and/or his delegate on these above issues. The school principal and/or his delegate will provide any information necessary as well as his support to the Association in order to address these issues.
- d) The Association's objectives and the school administration's objectives will often be fixed jointly.
- e) The principal acts as a liaison between the teachers of their respective level, the school administration and the Association.
- f) The principal informs the Association of the activities, projects, new programs and changes affecting the school.

39) Borrowing money is not allowed.

Part VIII – ELECTIONS

40) Nominations must be officially open fourteen (14) days before the annual general meeting until the elections. Nominations must be presented at the annual general meeting.

41) A member absent during the elections may be elected if he has previously submitted a written acceptance to the president.

42) Before the opening of the nominations, the members select an election committee composed of at most three (3) members – one of which will be appointed president of the election.

43) Voting

- a) There will be a vote if the number of candidates exceeds what is prescribed in 21 a).
- b) In the case of a vote, each candidate has the right to introduce himself before the vote takes place.
- c) Each member in attendance will vote for the maximum number of positions available.
- d) Each member present at the meeting is entitled to one (1) vote.
- e) Voting by proxy is not permitted.
- f) After a vote, the president of the election committee must tally the votes.
- g) If it is impossible to determine who will be elected because of a tie, there will be a second round of vote for those candidates who were tied.

44) Directors

- a) The directors must retire from office at each general meeting when their successors are elected.
- b) The directors are elected without appointment to a specific function. The elected members at their first meeting, in turn will decide who will hold the function of president, vice-president, secretary and treasurer.

Part IX – BYLAWS

45) Changes and amendments

- a) These bylaws must not be altered or added to, except by special resolution at an annual general meeting.
- b) A notice of an amendment to the bylaws must be communicated to the members, fourteen (14) days before the annual general meeting, where it will be discussed.

Part X – CODE OF CONDUCT

46) All personal information related to staff, students or their parents or to any other individual, that the Association may become aware of during the proceedings of the Association board's meetings must remain confidential. Members of the Association must respect this confidentiality. A breach of this code of conduct may lead to the expulsion of the member.

Part XI – PREVIOUS CONSTITUTIONAL PROVISION

47) In the event of dissolution, funds and assets of the Association remaining after payment of its debts and liabilities shall be given or transferred to Conseil Scolaire Francophone de la Colombie-Britannique (Francophone Education Authority). This provision was previously unalterable.

Presented and adopted by members on March 20, 2023 at the annual general meeting at École Virtuelle.