

**BYLAWS OF THE  
MANACHABAN SCHOOL FUNDRAISING SOCIETY**

**Updated September 18, 2023**

**1.0 BYLAWS ENACTMENT**

The Manachaban School Fundraising Society Board of Directors, a body pursuant to the Societies Act of Alberta and Charitable Foundation Act hereby enact the following general BYLAW governing the organization and operation of the Manachaban School Fundraising Society and is in addition to the Incorporation BYLAWS.

**2.0 DEFINITIONS**

For the purpose of these Bylaws and any rules established hereunder:

“Act” means the Society Act of Alberta and its Regulations as amended from time to time.

“Society” means Manachaban School Fundraising Society.

“Board” means the Manachaban School Fundraising Society Board of Directors.

“Members” means a member of the association as listed in Article 4

“Motion” means a decision made by the Manachaban School Fundraising Society Board of Directors as defined in the latest edition of Roberts’s Rules of Order.

“School” means Manachaban Middle School.

“Students” means the students enrolled in the Manachaban School.

**3.0 CODE OF ETHICS**

All Board Members shall:

- be guided by the Objectives and Vision Statement of the Society;
- endeavor to be familiar with the Society policies and operating practice and act in accordance with them;
- not disclose confidential information;
- practice the highest standards of honesty, accuracy, integrity, and truth;
- recognize and respect the personal integrity of each member of the Society Community;
- encourage a positive atmosphere where individuals contributions are encouraged and valued;
- apply democratic principles according to Robert’s Rules of Order;
- consider the best interest of all Students;
- respect the confidential nature of some Society business and respect limitations this may place on the operation of the Societies Board;
- limit discussion at Societies Board Meetings to matters concerning the Society;
- promote high standards of ethics practice and declare any conflict of interest.

#### **4.0 MEMBERSHIP AND ELECTIONS**

##### **MEMBERSHIP:**

1. Any person having a vested interest in the educational well-being of students enrolled in Manchaban 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.
2. The majority of the Members of the Association will be parents or guardians of students currently enrolled in Manachaban School.
3. 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.
4. Any Member wishing to withdraw from membership may do so upon giving notice in writing or verbally to the Board through its Secretary.
5. 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.

##### **ASSOCIATE MEMBERSHIP:**

1. The Principal and staff members of Manachaban School can choose to have an Associate Membership only.
2. 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 Meeting of the Membership or Meeting of the Board.
3. Neither the Principal nor any staff member shall have signing authority for the Association.
4. The Principal, by virtue of the Education 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.

ALL BOARD POSITIONS WILL BE FILLED BY ELECTION BY THE Members at the Annual General Meeting and be filled by Members only excluding those that are specially appointed by the Board and according to these Bylaws. These positions are unpaid, volunteer positions only.

The Board shall consist of Chairperson; Vice Chairperson; Secretary; Treasurer; parent volunteers and any person as outlined under MEMBERSHIP.

All Board Members and Members are responsible for behaving in accordance with the Bylaws and Objectives of the Society and for adhering to the Board Member's Duties. All Board Members must attend the monthly Society Board Meeting with full voting rights (pursuant to Bylaw 5.6 ) at the monthly Society Meeting.

A Board Member can be expelled from the Society Board if they fail to attend three (3) meetings during the Society year and if they fail to adhere to any of the Society Bylaws. Expulsion is only carried out after all the facts are presented at a Society Board meeting and a vote of the Society Board has been held. A board Member can also be expelled subject to Bylaw 4.7.

#### **4.1 BOARD MEMBERS DUTIES**

The Board Members are responsible for managing the affairs of the Society and it is the duty of all the Board Members to take the responsibility of their office as following and in addition to:

- act in the best interest of the Society and the Students and according to these Bylaws;
- attend and participate in all Board Meetings or:
- inform the Chairperson if unable to attend a meeting;
- keep individual Board Member books and records up to date so they may be passed onto future Board Members;
- work with all members of the Board as a team to produce a positive public opinion and for the betterment of the Society;

#### **THE CHAIRPERSON SHALL:**

- preside when present at all meetings of the Board or **advise the vice-chair if they will be absent;**
- call all meetings of the Board including emergency meetings as required;
- prepare the agenda for all meetings of the Board and co-ordinate with the Secretary;
- be one of the two signing authorities on complete Society cheques along with the Vice-Chairperson and Treasurer;
- have general supervision of all activities of the Board;
- form all committees including subcommittees and ad-hoc committees;
- keep vice-chairperson advised of all activities and issues;
- be an ex-officio member of all committees and subcommittees, standing fund raising committees and any other fundraising activities;
- speak on behalf of the Board of Directors and handle correspondence with the school along with the Secretary
- prepare a report detailing the Boards activities at the end of the Board's term, for presentation at the Annual General Meeting.

#### **THE VICE-CHAIRPERSON SHALL:**

- assure the responsibilities of the Chairperson in the Chairperson's absence including ex-officio member statue of all communities;
- be one of the two signing authorities on complete Society cheques along with the Chairperson and Treasurer;
- aid the Chairperson and undertake task assigned by the Chairperson;
- work directly with the Secretary on all correspondence regarding maintenance and repair including correspondence of gratitude for volunteers and/or donated material;
- be responsible for grant applications;
- coordinate all advertisement.

#### **THE SECRETARY SHALL:**

- accurately record, distribute, and maintain copies of the minutes of Board meetings;
- check and distribute the mail accordingly;
- be responsible, along with the Chairperson, for the Board's correspondence to the school and official records;

## **THE TREASURER SHALL:**

- maintain the financial records of the Society and its Board
- be one of the two signing authorities on completed Society cheques along with the Chairperson and the Vice Chairperson;
- issue cheques and deposit money on behalf of the Society;
- prepare and present an oral update activity report at each Board meeting.

## **MEMBERS AT LARGE:**

- attend monthly meetings and support/advise executive as needed

## **4.3 STANDING COMMITTEES**

The Board shall approve and appoint Board Members and Volunteers to Standing Committees, with delegated powers and advisory responsibilities, as required.

## **4.4 AD HOC COMMITTEES**

The Board may appoint AD HOC COMMITTEES consisting of Board Members and Volunteers with delegated powers or advisory responsibilities, as required and assigned.

## **4.5 ELECTIONS**

The member shall be elected to the Board for a one-year term at the Annual General Meeting. Members shall either be nominated or announce their willingness to stand for election for a specific position at the meeting. If unable to attend the Annual General Meeting, Members may indicate their willingness to stand for election for a specific position in writing to the Chairperson prior to the meeting. Members may stand for any number of positions but shall only be elected to one.

Elections to the Board shall be by show of hands. Each Member in Attendance at the Annual General Meeting shall be allowed one vote for each elected position on the Board.

Voting shall commence with the position of Chairperson, followed by Vice-Chairperson, Secretary, Treasurer, Volunteer Coordinator.

## **4.6 WITHDRAWAL/RESIGNATIONS**

A Board Member or Member may withdraw by notice in writing to the Chairperson. If the withdrawing Board Member is the Chairperson, they may withdraw by notice, in writing to the Vice-Chairperson.

## **4.7 DISQUALIFICATION**

A Board Member or a Member shall be disqualified when that person no longer meets the qualifications of the Act. If absent from three (3) or more meetings, or no longer abides by these Bylaws.

## **4.8 VACANCIES**

The Board as a whole may appoint individuals to replace Board Members who have withdrawn or who no longer qualify for membership. The appointment shall be for the remainder of the term of the replace Board Member and the appointed individual shall have the same qualifications for members as the replace individual.

## **5.0 MEETINGS AND VOTING OF THE BOARD**

### **5.1 ROBERT'S RULES OF ORDER**

Meetings of the Board shall be conducted following the latest edition of Robert's Rules of Order.

### **5.2 MINUTES**

The minutes of all meetings will be recorded by the secretary, emailed to all in attendance and available to any member or interested affected parties that request to view them.

Minutes of each meeting will be presented for approval at the next Board meeting immediately following.

The Bylaws – minutes for the Society are open to be inspected by society members along with a Board member within 1 week's notice at Manachaban School.

### **5.3 ANNUAL GENERAL MEETING**

There shall be an Annual General Meeting of the Society and all Members held within 180 days of our financial year end of each year. Notice of the Annual General Meeting shall be given in writing to the Members at least 21 days in advance of the meeting, not including the day of the meeting and the day written notice is given. The Annual General Meeting shall be chaired to its adjournment by the incumbent Chairperson. A report of the activities and the financial statement of the incumbent Board shall be presented at the incumbent Board Members. This meeting shall be for the purpose of electing the Members of the Board for the next school year and for the amending of these Bylaws.

### **5.4 BUSINESS MEETINGS**

Business Meetings of the Society Board, that are open to all members, shall be conducted on a regular basis and place (approximately 8 times a school year) designated by the Board. Meeting dates, times and location will be communicated by the school to all members.

### **5.5 PLANNING MEETINGS**

Planning meetings shall be for the purpose of the Board of Directors, are confidential and closed to the members. Emergency Planning Meetings shall be called by the Chairperson with a 48-hour notice as deemed appropriate.

## **5.6 VOTING**

Each Board Director shall have one vote which must be delivered in person or by virtual meeting attendance. In the event of a tie, the Chairperson's vote in favor or against settles the decision.

At the AGM all members will vote on motions and during the regular meeting votes will only be cast by board members. A show of 50% plus one (1) will deem a majority.

## **5.7 QUORUM**

50% of the Board must be present (in person or virtually) at all meetings to evoke a quorum.

## **6.0 HOURS AND HOLIDAYS**

The Society will officially operate from the last week of August to June 30 of each school year with regular meetings (approximately 8 including the AGM) during this time. The Society shall acknowledge statutory holidays, other holidays as decided by the Board and major holidays as determined by the Rocky View School Division.

## **7.0 FUNDRAISING**

Any additional fundraising not listed in these Bylaws shall require Board approval.

### **7.1 DISBURSEMENT OF FUNDS**

All monies fundraised by the Board will be disbursed to the School Administration upon requests and approval. All funds raised are to be used for the benefit of the students and use must be approved by the board members in attendance (in person or virtually) at a meeting.

## **8.0 BORROWING MONEY**

The Society may only borrow money after having the books audited and on the advice of the auditor. Only after being presented at a Special Meeting with (2) weeks notice of all Board Members and the Members, along with a majority vote, may any business loan be applied for.

## **9.0 GENERAL**

### **9.1 RENUMERATION**

Manachaban School Fundraising Society is a non-profit fund-raising group which raises funds for the students of Manachaban School.

Members of the Board shall receive neither salaries nor other remuneration for their services. Out of pocket expenses, as approved by the Board, may be reimbursed.

## **9.2 FISCAL YEAR**

The Fiscal Year shall end May 31 and the begin June 1.

The books of the Society will be audited once a year by two members in good standing. The society books and records may be inspected only in the company of the Society Treasurer at a time and place to be specified by them.

## **9.3 SIGNING AUTHORITY**

Two (2) signatures shall be required on all cheques issued by the Board. Signing authority of the Board shall be the Chairperson and Treasurer.

## **9.4 CONFLICT RESOLUTION**

The Chairperson shall first be made aware of any conflict and decide if it is appropriate to bring the full Board of Directors. If not, the Chairperson shall act as adjudicator to the parties in private motion all proceeding in a confidential Memorandum of Records for the chairperson's notebook. If the conflict is with the Chairperson, the issue shall be brought before the Board in a confidential Planning Meeting.

## **9.5 DATING OF DOCUMENTS**

All documents shall be dated. Correspondence shall be dated in the usual manner alongside the addressee. Numerical date designation shall consist of month/date/year respectively.

## **9.6 AMENDMENTS**

These Bylaws shall be reviewed at least once every three (3) years and amended as needed.

Amendments to these Bylaws shall only be done by way of Special Resolution of the Members which must be registered at the Corporate Registry and passed at the Annual General Meeting.

## **10.0 DISSOLUTION**

In the event the MANACHABAN Middle School ceases operation, the project assets would be dispersed to other community sponsored, non profit, charity groups, dealing with children, at the discretion of the current Board.

