

# **COVE CLIFF PARENT ADVISORY COUNCIL (the “Council”)**

## **BYLAWS**

### **1. INTERPRETATION**

#### **1.1. Definitions**

In these By-laws, unless the context otherwise requires:

- (1) “board of directors”, “directors”, “board” or “executive” mean the directors of the Council, for the time being;
- (2) “Cove Cliff” means Cove Cliff Elementary School
- (3) “Societies Act” means the *Societies Act* (British Columbia) from time to time in force and all amendments thereto and includes all regulations and amendments thereto made pursuant to that Act;

### **2. MEMBERSHIP**

#### **2.1. Voting and Non-Voting Members**

- (1) All parents and guardians of students registered in Cove Cliff are voting members of the Council.
- (2) Administrators and staff (teaching and non-teaching) of Cove Cliff are entitled to attend all meetings of the Council, however, they are not entitled to vote on any resolution to be passed.
- (3) At no time will the Council have more non-voting members than voting members.

#### **2.2. Compliance with Bylaws**

Every member of the Council, whether voting or non-voting, will uphold the constitution of the Council and shall comply with these bylaws.

#### **2.3. Ceasing to be a member of the Council**

A person shall cease to be a member of the Council when:

- (1) They no longer have a child attending Cove Cliff;
- (2) They no longer are an administrator or staff (teaching or non-teaching) of Cove Cliff; or
- (3) Upon their death.

### **3. EXECUTIVE**

#### **3.1. Executive Defined**

- (1) The executive will include the President, Vice-President, Treasurer, Secretary and the District Parent Advisory Council Representative (“**DPAC Rep**”) (the “**Executive**”) and the Executive will be the directors of the Council.
- (2) Pursuant to the *School Act*, the Executive must always maintain a President, Treasurer and Secretary.

#### **3.2. Role of the Executive**

- (1) The Executive will manage the Council’s affairs between and during general meetings.
- (2) Duties of the Executive are as follows:
  - (a) **The President shall:**
    - (i) Preside as Chair of meetings of both the Executive and Council;
    - (ii) Consult with Council;
    - (iii) Act as liaison between the Council and the Principal and Vice-Principal of Cove Cliff;
    - (iv) Prepare the Agenda for all Council meetings and provide to the Secretary for distribution;
    - (v) Appoint committees where authorized by the Council or Executive;
    - (vi) Ensure the Council is represented in all school and districted activities;
    - (vii) Ensure that the Council’s activities are aimed at achieving the purposes set out in the constitution;
    - (viii) Be a signing officer; and
    - (ix) Ensure the filing of the annual report with the British Columbia Registrar of Companies every year.
  - (b) **The Vice President shall:**
    - (i) Support the President as required;
    - (ii) In the absence of the President, or upon the President’s direction, the Vice President is authorized to act as Chair of all meetings of the Executive and Council;

- (iii) Assume the duties of the President in the President's absence or upon request;
- (iv) Assist the President in the performance of their duties;
- (v) Accept extra duties as required by the Executive or Council;
- (vi) Ensure all members are notified of all meetings of the Council;
- (vii) Be a signing officer; and
- (viii) Ensure the filing of the annual report with the British Columbia Registrar of Companies every year.

(c) **The Treasurer shall:**

- (i) Ensure all funds of the Council are properly accounted for;
- (ii) Disburse funds as authorized by the Executive or Council;
- (iii) Ensure that proper financial records and books of account are maintained in a complete manner;
- (iv) Report on all receipts and disbursements at both general and Executive meetings;
- (v) Make the financial records and books of account available to members upon request;
- (vi) Have the financial records and books of account ready for inspection or audit annually;
- (vii) With the assistance of the Executive, draft an annual budget;
- (viii) Be a signing officer;
- (ix) Ensure that another signing officer has access to the financial records and books of account in the Treasurer's absence; and
- (x) Submit an annual financial statement at the annual general meeting.

(d) **The Secretary shall:**

- (i) Record and file minutes of all meetings;
- (ii) Keep an accurate copy of the constitution and bylaws and make copies available to members upon request;
- (iii) Prepare and maintain other documentation as requested by the Council or the Executive;

- (iv) Ensure safekeeping of all records of the Council; and
- (v) May be a signing officer.

**(e) The DPAC Rep shall:**

- (i) Attend all meetings of the North Vancouver District Parents Advisory Council (“NVD PAC”) and represent, speak and vote on behalf of the Council;
- (ii) Maintain current registration of the Council with NVD PAC;
- (iii) Report regularly to the Council and Executive on all matters relating to the NVD PAC;
- (iv) Seek and give input to the NVD PAC on behalf of Council;
- (v) Receive, circulate and post all NVD PAC newsletters, brochures and announcements, or provide such materials to the President or Vice-President for distribution to Council; and
- (vi) Liaise with other parents and NVD PAC representatives.

**(f) The Immediate Past President shall:**

- (i) Support the Executive when needed; and
- (ii) Provide information about resources, contacts and other matters.

**3.3. Eligibility and Responsibility of Executive**

- (1) Any voting member of the Council is eligible to service of the Executive.
- (2) Every Executive member must act solely in the interest of the Council.
- (3) Any information received in confidence by an Executive member from school personnel, a student, a parent, or other member of the school community is privileged and must not be divulged without permission of the person giving the information.
- (4) An Executive member who is interested, either directly or indirectly, in a proposed contract or transaction with the Council must disclose fully and promptly the nature and extent of their interest to the Executive and the Council.
- (5) An Executive member must avoid using their position on the Council for personal gain.

**3.4. Election of Executive**

- (1) The Executive will be elected at each Annual General Meeting.

- (2) Elections will be conducted by the Secretary of the meeting and shall be conducted by poll of all attending members of the meeting for each Executive position to be filled.

### **3.5. Term of Office**

- (1) The Executive will hold office for a term of one year beginning immediately following the election at the Annual General Meeting.
- (2) No person may hold the same position on the Executive for more than two (2) years, unless, in the event that no nominations are put forth at the end of a two year term, then the person previously elected or appointed to such Executive position may continue to hold office as elected by the members.

### **3.6. Vacancy on the Executive**

If an Executive member resigns or ceases to hold office for any other reason, the remaining Executive may appoint an eligible member of the Executive or a voting member of Council to fill the vacancy until the next Annual General Meeting.

### **3.7. Removal of Executive**

- (1) The voting members may, by a majority of not less than 75% of the votes cast, remove an Executive member before the expiration of their term of office, and may elect an eligible member to complete the term.
- (2) Written notice specifying the intention to make a motion to remove the Executive member must be given to all members not less than 14 days before the meeting.

### **3.8. Remuneration of the Executive**

No Executive member may be remunerated for serving on the Executive, but may be reimbursed for expenses reasonably and necessarily incurred while engaged in the Council's affairs.

## **4. EXECUTIVE MEETINGS**

### **4.1. Meetings**

Executive meetings will be held at the call of the President and can be held either in person, teleconference or video conference, and should be held prior to each general meeting of the Council.

### **4.2. Quorum for Executive Meetings**

A quorum for executive meetings shall be a majority of the Executive members.

### **4.3. Notice**

Executive members will be given no less than two (2) days notice of Executive meetings, unless 75% of the Executive agree to waive such notice.

#### **4.4. Voting of Executive**

- (1) All matters requiring a vote at Executive meetings will be decided by a simple majority of the votes cast.
- (2) In the case of a tie, the chair does not have a second or casting vote and the motion shall be defeated.

### **5. COMMITTEES**

- (1) The Executive may create committees to further the Council's purposes and carry on its affairs.
- (2) The terms of reference of each committee will be specified by the Executive at the time the committee is established, and such terms will be presented for approval at the next general meeting of the Council.
- (3) Committees will report to the Council and Executive as required.
- (4) Committees can be comprised of both voting and non-voting Council members.

### **6. FINANCIAL MATTERS**

#### **6.1. Financial Year**

The financial year of the Council shall be June 30 of each year.

#### **6.2. Power to Raise Money**

The Council may raise and spend money to further its purposes.

#### **6.3. Bank Accounts and Signing Authority**

- (1) All funds of the Council must be kept on deposit in the name of the Council in a bank or financial institution registered under the Bank Act.
- (2) The President, Vice President, Treasurer or Secretary shall be the only members of the Council and the Executive authorized to sign banking or legal documents on behalf of the Council, and two signatures shall be required on all banking and legal documentation.

#### **6.4. Annual Budget**

The Treasurer, with the assistance of the Executive, shall prepare a budget and present it to the Council for approval before the current budget expires.

#### **6.5. Non-budgeted Expenditures**

- (1) The Executive will present all proposed expenditures beyond the current budget for approval at the next general meeting.

- (2) Shall an expenditure arise which requires immediate approval, the Executive shall be authorized to approve such expenditure by a majority vote, so long as such expenditure is under \$200. If an expenditure of this nature is approved, it must be presented at the next general meeting of the Council in the Treasurer's Report and will be included in the updated financial report.

#### **6.6. Treasurer's Report**

A report from the Treasurer will be presented at each general meeting.

#### **6.7. Auditor**

At the Annual General Meeting of the Council the voting members may appoint, or waive the appointment, of an auditor for the current financial year.

### **7. MEETINGS OF THE MEMBERS**

#### **7.1. General Meetings**

- (1) General meetings will be held each month during the school year, with one of the meetings being the annual general meeting.
- (2) Meetings can be held in person, by teleconference or by videoconference

#### **7.2. Notice of General Meetings**

Members will be given reasonable notice of general meetings. Reasonable notice includes one of the following:

- (1) A calendar of meetings for the year published in the School's calendar;
- (2) E-mail from the Executive to the membership;
- (3) Notice in a newsletter sent by either Council or the school, by any form of communication (including, but not limited to, e-mail or facsimile);
- (4) Publication on the Council's website; or
- (5) Publication on a social media platform as approved by the Executive members.

#### **7.3. Conduct at General Meetings**

- (1) General meetings will be conducted with fairness to all members.
- (2) Members will not discuss individual school personnel, students, parents or other member of the Cove Cliff community.
- (3) The Council will refrain from partisan political action or other activities that do not serve the interest of the school or the public school system.

#### **7.4. Quorum**

A quorum for holding general meetings shall be five (5) persons.

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

#### **7.5. Voting**

- (1) Unless otherwise specified in these bylaws, all matters requiring a vote will be decided by a simple majority of the votes cast.
- (2) In the case of a tie, the Chair of the meeting does not have a second or casting vote and the motion is defeated.
- (3) Members must vote in person on all matters and are only entitled to one vote. Voting by Proxy will not be permitted.
- (4) Unless otherwise specified in these bylaws, voting is by show of hands, or in the case of a teleconference or videoconference, by means as approved by the Executive at the start of the meeting.
- (5) When voting at the annual general meeting, in the event two or more persons have been nominated for an Executive role, a ballot will be provided to each voting member in attendance. In the event a paper ballot cannot be used, voting instructions will be provided by the Executive at the start of the meeting.

### **8. CONSTITUTION AND BYLAW AMENDMENT**

- (1) The voting members may, by a majority of not less than 75% of the votes cast, amend the Council's Constitution and Bylaws.
- (2) Written Notice specifying the proposed amendments must be given to the members not less than 14 days before the meeting.
- (3) Where the proposed amendments exceed one page, they need not be given to every member, but must be posted in a conspicuous place in the school or made accessible to all members.

### **9. PROPERTY IN DOCUMENTS**

All documents, records, minutes, correspondence, or other papers kept by a member, executive member or committee member in connection with the Council shall be deemed to be the property of the Council and shall be turned over to the President when the member, executive member or committee member ceases to perform the task to which the papers related.

### **10. DISSOLUTION**

- (1) In the event of winding-up or dissolution of the Council, and after payments of all debts and costs of winding up are paid, the assets and remaining funds of the Council shall be



distributed to another parent advisory council or councils in School District No. 44 having purposes similar to those of the council, as the members of the Council may determine at the time of winding-up or dissolution.

- (2) In the event of winding-up or dissolution all records of the Council shall be given to the Principal of Cove Cliff.

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