

**BY- LAWS
OF
JOANE CARDINAL-SCHUBERT MUSIC PARENTS ASSOCIATION**

ARTICLE 1: NAME

The Society shall be known as the **Joane Cardinal-Schubert Music Parents Association**, hereinafter referred to as the **Association**.

ARTICLE 2: MEMBERSHIP

1. Membership in the Association shall be open to all students and parents of students who are enrolled in the music program at Joane Cardinal-Schubert High School.
2. Membership shall also be granted to any adult supporting the objectives of the music program at Joane Cardinal-Schubert High School, upon application to the Secretary.
3. Membership shall terminate at the Annual General Meeting following the student's completion of the music program, or immediately upon the student's termination from the music program, or at the next Annual General Meeting following receipt of membership application.
4. Any member wishing to resign may do so upon writing to the Board of Directors through its Secretary.

ARTICLE 3: ELIGIBILITY FOR OFFICE

Any member, excepting students, of the Association shall be eligible to be an Officer or a Director of the Association.

ARTICLE 4: BOARD OF DIRECTORS

1. The Board of Directors, hereinafter referred to as the **Board**, of the Association shall consist of: no less than five (5) members and no more than twelve (12) members, elected by the Association at its Annual General Meeting
2. The Board, subject to the provisions of these by-laws and the Societies Act and directions given it by majority vote at any properly constituted annual or special meeting, shall manage the business and affairs of the Association.
3. Meetings of the Board shall be held as often as may be required to conduct the affairs of the Association, but at least once every three months.

ARTICLE 5: OFFICERS

1. The Executive comprises the President, Vice-President, Secretary, and Treasurer.
2. Within one month of the Annual General Meeting, the Board of Directors shall meet and elect from among the Directors a President, Vice-President, Secretary and Treasurer.

3. The Executive shall exercise, in the intervals between meetings of the Board of Directors, all the powers of the Board of Directors, which may be lawfully delegated in managing the business and affairs of the Association.

ARTICLE 6: DUTIES OF THE OFFICERS

1. The President shall preside at all meetings of the Board. The President is responsible for ensuring that activities of the Association are in accordance with the spirit of its objectives. The President is also responsible for ensuring that the Board functions in accordance with the by-laws and that the Association files, in a timely manner, those reports that are required to keep the Association in good standing with the various government regulatory agencies. The President shall only vote if there is a tie amongst the Officers or Directors of the Board. The President shall be an ex-officio member of all committees.

2. Should the President be absent, the Vice-President shall assume the chair at Association meetings and all duties of the President.

3. The Secretary shall attend all meetings of the members of the Association and the Board and shall keep minutes of all proceedings. The Secretary shall ensure notice of meetings, elections, and the voting on any Special Resolutions, is provided in writing or electronically to all members.

4. The Treasurer, using good accounting practice, shall oversee the receipt and disbursement of all monies received and paid by the Association. In time for the Annual General Meeting, each year, the Treasurer shall ensure that an audit of the Association books for the previous year is completed and shall submit a financial statement to the Board for its review and approval. The Treasurer shall also prepare and submit such financial reports on the Association's activities as may be required by the various regulatory agencies.

ARTICLE 7: MEETINGS

1. General Meetings, including the Annual General Meeting and any Special General Meeting of the Association, shall be held at such times as may be determined by the Board of Directors.

2. The Annual General Meeting of the Association for the installation of Directors shall be held at Joane Cardinal-Schubert High School no later than October 31st each year. All Association members shall be informed of the Annual General Meeting either by telephone, in writing, or electronic mail a minimum of eight days prior to such meeting.

3. A Special General Meeting shall be called by the President or Secretary upon request by him/her of an petition signed by one-third of the members in good standing, setting forth the reasons for calling such a meeting, which shall be announced to the members by telephone, in writing, or electronic mail a minimum of eight days prior to the meeting.

4. The Officers shall be elected at the first Board Meeting within one month of the Annual General Meeting.

5. A quorum at a Special General or Annual General Meeting shall consist of the lesser of one-third of the Association membership or 9 members.

6. A quorum for a Board meeting shall be four, including at least two Officers.

7. Passage of any ordinary resolution at any meeting is by simple majority of the members present.

8. In relation to the *Societies Act*, a special resolution means,

- A resolution passed:
- At a general meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given, and
- By a majority of not less than 75% of the votes of those members who, if entitled to do so, vote in person or by proxy.
- A resolution proposed and passed as a special resolution at a general meeting of which no less than 21 days' notice has been given, if all the members entitled to attend and vote at that general meeting so agree.
- A resolution consented to in writing by all the members who would have been entitled at a general meeting to vote on the resolution in person or, if proxies are permitted, by proxy.

ARTICLE 8: VOTING

Any member of the Association in good standing shall have the right to vote at any meeting of the Association. Such voting must be made in person or by proxy.

ARTICLE 9: ELECTIONS OF OFFICERS AND DIRECTORS

1. The Directors of the Association shall be elected each year at the Annual General Meeting of the Association. The term of office for the Directors shall be until the following Annual General Meeting.

2. Prior to the Annual General Meeting of the Association, members of the Board, shall nominate candidates for the Board of Directors.

3. Nominations for each Association office shall also be solicited from the floor at the Annual Meeting. At the close of nominations, a Returning Officer named by the Executive shall conduct a vote. In the event of a tie for any position, the outcome shall be determined by lot.

4. Upon completion of the vote and naming of the successful candidates, the new Board of Directors shall be installed.

5. If a vacancy in the Executive occurs for any reason during the term, the position shall be filled for the remaining portion of the term by appointment of the Board.

6. Removal of a Director shall be done by Special Resolution of the members. Appointment of a replacement Director shall be by ordinary resolution.

ARTICLE 10: DUES AND FINANCES

1. There shall be no membership fee for the Association.
2. The expenses of the Association shall be paid from money appropriated from the treasury, as authorized by the Board.
3. Any family for whom any activity cost may cause undue financial hardship may be given the opportunity to receive an alternate payment schedule, a subsidy of fees or a full waiver of fees at the discretion of the Board.

ARTICLE 11: AUDITS

1. The fiscal year of the Association shall be September 1 to August 31 of the following year.
2. The accounts and records of the Association shall be audited at least once each year by an Audit Committee, comprised of two Officers of the Board plus the Treasurer. A complete and proper statement of the financial standing of the Association for the past year shall be submitted by the Audit Committee for approval at the Annual General Meeting of the Association.
3. The books and records for the Association may be inspected by any member of the Association at the Annual General Meeting or at any time upon giving reasonable notice and arranging a time satisfactory to the Executive.
4. Each member of the Board shall have access to the books and records.

ARTICLE 12: RENUMERATIONS

No Officer or Director of the Association shall receive any remuneration for his/her services to the Association.

ARTICLE 13: BORROWING POWERS

The Association may, for the purpose of carrying out its objects, raise money in such a manner as it deems appropriate. The Association shall not, however, raise money by borrowing or issuing debentures.

ARTICLE 14: AMENDMENTS TO THE BY-LAWS

The by-laws may be rescinded, altered, or added to by a "Special Resolution".