



Society By-laws

The name of the Society is: THE ASSOCIATION OF ALBERTA PUBLIC CHARTER SCHOOLS

1. Membership

Membership in The Association of Alberta Public Charter Schools will be open to all charter school authorities which are authorized by the Minister of Education under the Alberta School Act. Any member school wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. If any member school is in arrears for fees or assessments for any year, such member will be automatically suspended at the expiration of six months from the end of such year and will thereafter be entitled to no membership privileges or powers in the society until reinstated. Upon a majority vote of the Board of Directors of the society who are in good standing, any member school may be expelled from membership for any cause which the society may deem reasonable.

2. Board of Directors

Each member charter school will have one representative on the Board of Directors. The Board of Directors will, subject to the bylaws, manage the affairs of the Association. Attendance at association meetings is open to members from each school authority, however each member school holds only one vote on the Board of Directors. Member schools whose annual dues have been paid in full within three months of the Annual General Meeting will be eligible to vote. Upon a majority vote of all members in good standing, any director may be removed from office for any cause the society may deem reasonable.

Member schools will have one designated director, either a Charter School Board member or Senior Administrator, on the Board of Directors. The designated director will be elected at the member school's AGM or organizational meeting. Each school may appoint an alternate director who is entitled to vote in place of the designated director. The names of each director will be forwarded to the Association's Secretary prior to the Annual General Meeting.

3. Quorum

A simple major of 51% of directors will constitute a quorum for the transaction of business at any meeting of the Association.

4. Voting

Each member school will have one vote and it will be cast by its Board of Directors' representative (or alternate) through a show of hands, unless a request is made for secret ballot.

5. Meetings

Frequency

Meetings of the Board of Directors will be called by the President, and shall be held no fewer than three times annually. Other meetings may be called as required.

Notice

Written notice of any meeting will be sent to each director not less than twenty-one days before the date of the meeting. The purposes for the meeting will be stated in the notice.

Location

The **President** will determine the location for any meeting.

Meetings may include teleconferencing, interactive computer linkages, or other means that allow members of the Board to participate contemporaneously. Any director participating by such device is deemed present at the meeting.

Unanimous Consent in Lieu of Meeting

Any action which may be taken at a Board of Directors' meeting may be taken without a meeting if consent in writing is obtained from all representatives entitled to vote.

Annual Meeting

The Annual Meeting will be called within three months of the end of the fiscal year. Written notice will be sent to all directors and schools at least twenty-one days before the meeting. At this meeting, the Officers of the Association will be elected by the directors. Upon the recommendation of the Treasurer, the Board of Directors will establish a budget and set membership dues for the upcoming fiscal year.

6. Special Meeting

A special meeting may be called by a majority vote of the Board of Directors. Written notice of such a meeting will be not less than ten days before the date of such a meeting. Each member school will have one vote and it will be cast by its representative through a show of hands, unless a request is made for secret ballot.

7. Officers

The officers of The Association of Alberta Public Charter Schools will be President, Past President, Vice-President, Treasurer and Secretary. The Association may choose to have co-positions in the event it is felt necessary. The Executive Director will serve as a non-voting, ex-officio member of the Association.

Should an officer be unable to complete her/his term, the remaining officers will appoint a replacement

for the duration of the term.

Upon a majority vote of all member schools in good standing, any officer may be removed from office for any cause which the society may deem reasonable.

Unless directed by the membership, the officers are not authorized to borrow money on the Association's behalf.

President

The President will serve as chief executive officer of the Association and will have other powers and duties as prescribed by the Board of Directors.

The President will preside at meetings of the Board of Directors.

The President will sign, with any other officer of the Association authorized by the Board of Directors, any contracts or other instruments which the Board of Directors has authorized to be executed.

The President will serve as the primary spokesperson for the Association.

The President and, when possible, the Executive Director will meet with the leadership of other organizations as necessary to maintain productive, professional relationships.

Past President

The President, at the conclusion of a one-year term, will be appointed Past President. The duties of the Past President will include but not be limited to, serving on the committees which the President may deem as appropriate.

Vice-President

The Vice-President, will be elected annually and serve in place of the President when necessary. S/he will also serve as Chair of the Education Advisory Committee, and will perform other duties as may be determined by the President or by the Board of Directors. At the Annual General Meeting, the incumbent Vice-President will be appointed President.

Treasurer

The Treasurer will be elected annually at the AGM.

The Treasurer will keep and maintain accurate accounts of the property and business transactions of the Association. The books of account will at all times be open to inspection by member schools.

The Treasurer will deposit all monies and other valuables in the name and to the credit of the Association in such banks, trust companies or other depositories designated by the Board of Directors.

The Treasurer will supervise the development of the annual budget and oversee its implementation.

The Treasurer will regularly report the status of the Association finances to the Board of

Directors.

The Treasurer will prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The audit will be conducted by a qualified individual or committee approved by the Education Advisory Committee.

Secretary

The Secretary will be elected annually at the AGM.

The Secretary will keep the minutes of the meetings of the Association; see that all notices are duly given in accordance with the provisions of these by-laws; be custodian of the corporate record; keep a register of the contact information of each member school; and in general perform all duties associated with the office of Secretary. The Association does not have a corporate seal.

Executive Director

The Executive Director will be engaged by the Association and will perform the duties which are assigned by the Officers. The Executive Director will report to a committee appointed by the Association.

8. Decision-making

The Board of Directors will strive for consensus, but decisions will be made by majority vote and will therefore require at least 51% of the votes to pass.

9. Financial Contributions

Member schools will pay annual dues. The amount of the dues will be determined by the Board of Directors. The dues structure will be approved at the Annual General Meeting by the Board of Directors.

10. Amending Bylaws

The bylaws of the Association may be amended at any time by a "Special Resolution". Thirty days written notice is required. Such a special resolution would require a vote of not less than 75% of the members who are in attendance at the meeting.

11. Fiscal Year

The fiscal year will begin on September 1st of any given year and continue through to August 31st of the following year.

12. Remuneration

Unless authorized by the Board of Directors, no director or officer of the Association will receive remuneration for services rendered.