



## SR21-01 Special Resolution to Amend ASCA Bylaws

### TO AMEND THE BYLAWS OF ALBERTA SCHOOL COUNCILS' ASSOCIATION:

(BYLAWS = THE RULES BY WHICH THE ASSOCIATION REGULATES ITSELF)

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#### SPECIAL RESOLUTION 21-01

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##### SR21-01

##### ***Rationale/Background:***

The Bylaws of a Society, approved by its members, are considered the “rules” by which its governors – the Board of Directors – will direct the operations of the Society. Bylaws should be reviewed periodically for their relevancy and updated as needed.

In recent months, the ASCA 2020 -2021 Governance Committee undertook to review and revise as needed the Alberta School Councils' Association (ASCA) Bylaws.

To be approved, the Societies Act requires 75% of ASCA Member School Councils in attendance to vote in favour of the changes. Once passed by ASCA Member School Councils, the approved Bylaw changes do not take effect until approved by Corporate Registry.

Proposed **amended** language is underlined; proposed deleted language is struck through.

***Be it resolved that the Alberta School Councils' Association Bylaws be amended as follows:***

##### **HOUSEKEEPING:**

That all references within ASCA Bylaws to the *School Act* be replaced with Education Act.

That all sequential numbering be amended to reflect the insertion of a new 3.31 (see below)

##### **ARTICLE 3 DEFINITIONS**

3.13 **Director** - any Parent from an ASCA Member School Council in Good Standing elected or appointed to the Board of Directors, including the President and Vice President.

3.31 **Regular Elected Position** – an elected position to the Board of Directors at an Annual General Meeting (AGM)

3.34 **School Education Act** – the law, most recently R.S.A. 2000, c.S-14, Statutes of Alberta, 2012 Chapter E-0.3, as amended, or any substitute statute, passed in the Alberta Legislature outlining the requirements and expectations of K-12 education.

3.35 **School Council** – as described in the School Education Act Section ~~22~~ 55.

3.36 **School Councils Regulations** – the rules or directives guiding the application of legislation relevant to school councils, most recently Alberta Regulation ~~113/2007~~ 94/2019, as amended or any substitute Regulation, made and maintained by the Alberta Government.



## ARTICLE 5 MEETINGS

### Voting

- 5.8 A Voting Delegate at any General Meeting must be a Parent or guardian from a Member School Council in Good Standing. Each Member School Council holds one (1) vote. Business will be decided with a show of Delegate Cards, ~~or by secret ballot, and/or secure electronic means.~~ Five (5) Voting Delegates may request a secret ballot vote for any item of business. In such cases, the President or the presiding Chair may set the time, place, and method for a ballot vote. The result of the ballot vote is final. Voting Delegates may withdraw their request for a secret ballot vote.

## ARTICLE 6 GOVERNANCE OF THE ASSOCIATION

### Composition

- 6.1 The Board of Directors consists of a maximum of ~~twelve (12)~~ ten (10) elected persons: A President, a Vice President and up to ~~ten (10)~~ eight (8) Directors. Directors will not hold more than one (1) position on the Board at a time.

At the request of the continuing Board members, the immediate outgoing President may seek Affirmation from the Members to assist the Board in an Advisory and non-voting Board in a non-voting Advisory role of Past President for a one (1) year term. The requirements of the role will be determined by the incumbent President.

### *Election, Eligibility and Terms of Office of the Board of Directors*

#### Election

- 6.2 ~~At the Annual General Meeting in even numbered years, Voting Delegates elect the President, the Vice President and five (5) Directors by secret ballot vote. In odd-numbered years, five (5) Directors are elected by secret ballot vote.~~

At the Annual General Meeting Voting Delegates will elect a President and Vice President in even numbered years by secret ballot vote. Voting Delegates will elect Directors to available positions by secret ballot vote every year.

#### Terms of Office

- 6.4 ~~The Term of Office for any elected position is approximately two (2) years, ending at the conclusion of the AGM which occurs two years after their election. A President and Vice President may be elected for a maximum of two (2) consecutive two (2) year terms in each position. Directors may be elected for a maximum of three (3) consecutive two (2) year terms.~~

~~A Director whose children or child exit(s) the public education system during the Director's Term of Office may complete the current term but shall not stand for re-election without a Student enrolled in K-12 public education.~~

The Term of Office for a regularly elected position is approximately two (2) years. The term ends at the conclusion of the AGM which occurs two years after their election. The Term of Office for an elected position filling a vacant position ends at the conclusion of the following AGM.



## Alberta School Councils' Association 2021 Annual General Meeting

- a) A President and Vice President may be elected for a maximum of two (2) consecutive two (2) year terms in each position.
- b) Directors may be elected for a maximum of three (3) consecutive two (2) year terms.
- c) A Director whose children or child exit(s) the public education system during the Director's Term of Office may complete the current term but shall not stand for re-election without a Student enrolled in K-12 Public Education.
- d) A Director appointed or elected in a by-election to fill a vacancy on the Board will serve in that capacity until the next election, for which the Director can choose to be a candidate.

### **Vacancy**

- 6.7 ~~The Board may appoint a Parent from a Member School Council to fill any vacancy on the Board until a by-election can be held at the next AGM.~~

In the event of a vacancy on the Board, the decision to fill the vacant position via a by-election or an appointment will be at the discretion of the Board. Governance Policy 2 will assist the Board with decisions regarding vacancies that occur.

In the case that a by-election is called, without a candidate nominated, the vacant position may be filled by appointment.

Director(s) who are elected or appointed to complete the term of a vacated Director position will be eligible for re-appointment or re-election to a subsequent two-year term. The partial term will be considered to be the first term.

### **Duties and Responsibilities**

#### **Duties and Responsibilities of the Board**

- 6.8 The **Board** will:

- a) Abide by the ASCA Bylaws, Oath of Office and Code of Conduct;
- b) Hire an Executive Director to manage the Association, and set clear expectations for such management;
- c) Set goals and strategies for the Association;
- d) Make policies, rules and regulations for governing the Association, its facilities and assets;
- e) Approve the financial operations and annual budget for the Association, which may include raising, investing or borrowing monies;
- f) Maintain, protect, sell, dispose of, or mortgage any or all of the assets and properties of the Association;
- g) Promote membership in the Association;
- h) Communicate on a regular basis with the Membership and School Council networks;
- i) Communicate with the Minister of Education;
- j) Liaise with other education stakeholders;
- k) Establish committees such as are necessary to carry out its responsibilities.
- l) Ensure the duties and responsibilities of the Vice President are fulfilled in the event of absence, resignation, incapacity, or extended leave of absence of the Vice President.