

# Vancouver College Parents Association

## Constitution and Bylaws

### CONSTITUTION

#### Section I – Name & Status

The name of the Association is the **Vancouver College Parents Association** (herein after referred to as the “**VCPA**”).

The VCPA operates as a non-profit association with no personal benefit accruing to its members.

The business of the VCPA shall be unbiased in respect of age, ancestry, colour, race, place of origin, national or ethnic origin, religion, family status, marital status, genetic characteristics, gender, gender identity or expression, political belief, sexual orientation, source of income and physical or mental ability.

#### Section II – Objectives

The objectives of the VCPA, working in concert with School administration, are:

- To support the Mission and Vision of Vancouver College;
- To advise School administration on parents’ views on matters relating to the School’s programs, policies, plans and activities;
- To encourage participation in School activities by the families of all students;
- To facilitate cooperation and dialogue within the parent community at the School;
- To provide parent education and a forum for parent discussion of education and well-being issues;
- To raise funds for School needs as requested by School administration;
- To promote and assist School administration with the charitable activities outside of the School by which students can put Catholic faith into action.

#### Section III – Interpretation of Terms

“**Bylaws**” means the bylaws of the VCPA, as may be amended from time to time.

“**electronic means**” means any system or combination of systems, including but not limited to mail, telephonic, electronic, radio, computer or web-based technology or communication facility that:

- (a) in relation to a meeting or proceeding, permits all participants to communicate with each other or otherwise participate in a proceeding contemporaneously, in a manner comparable, but not necessarily identical, to a meeting where all were present in the same location, and
- (b) in relation to a vote, permits all eligible voters to cast a vote on the matter for determination in a manner that adequately discloses the intentions of the voters.

**“parent”** means, with respect to any student enrolled for the applicable School year:

- (a) The guardian of the student;
- (b) The person legally entitled to custody of the student; or
- (c) The person who usually has the care and control of the student.

**“Vancouver College”** or **“School”** means Vancouver College school located at 5401 Hudson Street, Vancouver, British Columbia.

Words defined elsewhere in this Constitution and Bylaws have the meaning ascribed thereto.

## **BYLAWS**

### **Section I – Membership**

#### **Voting Members**

- 1.1 All parents of students registered in the School shall be voting members of the VCPA.
- 1.2 Each parent shall have one (1) vote at VCPA general meetings.

#### **Non-Voting Members**

- 1.3 Except as otherwise set out in these Bylaws, the School Principal and/or Assistant-Principal(s) will serve as ex-officio and non-voting members of the VCPA.
- 1.4 Other School administrators and staff (teaching and non-teaching) of the School may be invited by the VCPA Executive to become non-voting members of the VCPA.
- 1.5 At no time shall the VCPA have more non-voting members than voting members.

#### **Compliance to Constitution and Bylaws**

- 1.6 Every voting and non-voting member of the VCPA will uphold the Constitution and comply with the Bylaws.

### **Section II – General Meetings, Quorum and Voting**

#### **General Meetings**

- 2.1 General meetings shall be conducted with fairness to all members and can be conducted in person or by electronic means, as determined by the VCPA Executive.

## **AGM**

- 2.2 The annual general meeting (hereinafter referred to as the “**AGM**”) shall be held in June of each year for the purpose of the election of the VCPA Executive, volunteer recognition awards, year end financial report and other year end matters.

## **Extraordinary General Meetings**

- 2.3 Every general meeting, other than the AGM, is an extraordinary general meeting.

## **Calling of General Meetings**

- 2.4 The VCPA will convene a general meeting (AGM or extraordinary general meeting) by providing notice in accordance with these Bylaws in any of the following circumstances:
- (a) at the call of the President; or
  - (b) when such a meeting is requisitioned by VCPA members in accordance with these Bylaws.

## **Notice of General Meetings**

- 2.5 The notice of general meetings contained in a School correspondence intended for distribution to all members (not class or student correspondence) shall serve as notice to all members of all general meetings of the VCPA.
- 2.6 The inadvertent omission to give notice of a general meeting or the failure to receive a notice by a member does not invalidate proceedings at that meeting.
- 2.7 Members will be given reasonable notice of general meetings.

## **Conduct at General Meetings**

- 2.8 At general meetings, members shall not discuss personal problems with individual School personnel, students, parents, or other individual members of the School community, and shall discuss matters pertaining to the functions of the VCPA within the framework of this Constitution and Bylaws.
- 2.9 The President of the VCPA shall act as chair of all general meetings. If the President is not able to act, the President shall request another Executive officer to act as chair of the meeting.
- 2.10 If procedural problems arise on an issue not covered by these Bylaws, Robert’s Rules of Order shall be used to resolve the issue.

## **Quorum at General Meetings**

- 2.11 The voting members present at any duly called general meeting shall constitute a quorum for that meeting, EXCEPT, of the voting members, a minimum of two (2) VCPA Executives must be present.
- 2.12 If at any time during a general meeting a quorum ceases to be present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 2.13 Quorum cannot be waived or suspended, even by unanimous consent.

## **Voting**

- 2.14 All matters requiring a vote at a general meeting of the VCPA shall be decided by a simple majority of the votes cast (50% plus 1).
- 2.15 In the event of a tie vote, the motion shall be defeated and the presiding officer shall not have a casting or second vote in addition to the vote to which he or she may be entitled as a member.

- 2.16 Voting is done in-person or by electronic means by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members, except where requested by two voting members present, by secret ballot.
- 2.17 The chair of a general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.
- 2.18 Ballots shall be destroyed after every vote taken by ballot.
- 2.19 Voting by proxy shall not be permitted.

## Section III – Executive

### Purpose of the Executive

- 3.1 The purpose of the VCPA executive (the “Executive” or “Executive officers”) is to carry on VCPA business between general meetings.

### Executive Defined

- 3.2 The Executive of the VCPA shall include, but not be limited to, the following:
  - (a) President;
  - (b) Vice President(s);
  - (c) Past President (as available);
  - (d) Treasurer;
  - (e) Secretary;
  - (f) Committee Chairs; and
  - (g) Such other Executives as determined to be beneficial to the conduct of the Executive and VCPA.

### Eligibility and Process

- 3.3 Any voting member of the VCPA is eligible to serve on the Executive, except employees and staff of the School.
- 3.4 The call for new Executive officers (by volunteering or by nomination) shall be made at least 14 days before the AGM. Nominations come from the VCPA members.
- 3.5 Notice of potential new Executive officers (by volunteering or by nomination) must be received prior to the AGM.

### Election of Executive

- 3.6 The Executive officers shall be elected from the voting members at each AGM.
- 3.7 If the Executive determines additional Executive officers are required mid term, the Executive may appoint such additional Executive officers to hold office until the next AGM.

### Term of Office

- 3.8 Each Executive officer will hold office for a term of one (1) year beginning immediately following election at the AGM and shall continue until the next AGM, unless he or she resigns or is removed.
- 3.9 No member may hold any one Executive position for more than three (3) consecutive years, except if agreed to by all other Executive officers.
- 3.10 If agreed by the other Executive officers, a member may hold more than one (1) elected Executive position at any one time.

### Vacancy

- 3.11 Subject to section 3.12, in the event of a vacancy on the Executive during the year, the Executive may appoint a VCPA voting member to that position, to hold office until the next election.

### Removal of Executive

- 3.12 The VCPA members may, by a majority of not less than 75% of the votes cast, remove an Executive member before the expiration of his or her term of office, and may elect an eligible member to complete the term.
- 3.13 Written notice specifying the intention to make a motion to remove the Executive member shall be given to all members not less than 14 days before the meeting.

### No Remuneration of Executive

- 3.14 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 VCPA's affairs.

## Section IV – Executive Meetings, Quorum and Voting

### Executive Meetings

- 4.1 Meetings of the VCPA Executives (hereinafter called “**Executive meetings**”) will be held at the call of the President and can be conducted in person or by electronic means, as determined by the VCPA Executive.
- 4.2 The VCPA Executive shall endeavor to meet approximately eight times per School year.
- 4.3 The purpose of Executive meetings is to carry out VCPA business between general meetings.

### Notice of Executive Meetings

- 4.4 Executive officers will be given reasonable notice of Executive meetings.

### Conduct at Executive Meetings

- 4.5 At Executive meetings, Executive officers shall not discuss personal problems with individual School personnel, students, parents, or other individual members of the School community, and shall discuss matters pertaining to the functions of the VCPA within the framework of this Constitution and Bylaws.
- 4.6 The President of the VCPA shall act as chair of all Executive meetings. If the President is not able to act, the President shall request another Executive officer to act as chair of the meeting.
- 4.7 If procedural problems arise on an issue not covered by these Bylaws, Robert's Rules of Order shall be used to resolve the issue.

### Quorum at Executive Meetings

- 4.8 Quorum for Executive meetings shall be a majority of current Executive officers.
- 4.9 If at any time during an Executive meeting a quorum ceases to be present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 4.10 Quorum cannot be waived or suspended, even by unanimous consent.

## Voting

- 4.11 All matters requiring a vote at Executive meetings shall be decided by a simple majority of the votes cast (50% + 1).
- 4.12 In the case of a tie vote, the motion is defeated and the presiding officer shall not have a casting or second vote in addition to the vote to which he or she may be entitled as an Executive officer.
- 4.13 The School Principal shall have a veto over any Executive officers' decision, except if not permitted by other statutory provisions.
- 4.14 Voting by proxy shall not be permitted.

## Section V – Duties of the Executive

### 5.1 The President shall:

- (a) co-ordinate VCPA affairs in co-operation with the Executive and with School administration;
- (b) preside at all general and Executive meetings (if the President is unable to chair a meeting, they will arrange for an Executive member to fill in);
- (c) ensure that a meeting agenda is prepared in consultation with other stakeholders;
- (d) appoint committees where authorized by the membership or the Executive;
- (e) know the Constitution, Bylaws and policies of the VCPA and School;
- (f) know where to find resources to assist members;
- (g) consult VCPA members regularly;
- (h) ensure the VCPA is represented in School and School-related activities;
- (i) be the official spokesperson for VCPA;
- (j) be a VCPA signing officer; and
- (k) undertake such other duties and responsibilities as would generally be undertaken by a president of an association similar to the VCPA.

### 5.2 The Vice President(s) shall:

- (a) assume the responsibilities of the President in the President's absence or upon request;
- (b) assist the President in the performance of the President's duties;
- (c) be prepared to assume the role of President upon the incumbent President's retirement;
- (d) accept extra duties as required;
- (e) be a VCPA signing officer; and
- (f) undertake such other duties and responsibilities as would generally be undertaken by a vice president of an association similar to the VCPA.

### 5.3 The Past President shall:

- (a) based on the Past President's experience as President, provide support, advice, guidance and assistance to the current President and VCPA Executive;
- (b) accept extra duties as required;
- (c) undertake such other duties and responsibilities as would generally be undertaken by a past president of an association similar to the VCPA.

Only a retired President shall be eligible to assume the role of Past President. Except in exceptional circumstances, the term of Past President shall be one year only, in the year immediately following their retirement as President.

5.4 **The Treasurer shall:**

- (a) maintain proper, accurate and up-to-date financial records and books of all VCPA accounts;
- (b) ensure all funds of the VCPA are properly accounted for;
- (c) receive all funds for the VCPA;
- (d) deposit all funds collected on behalf of the VCPA in an account at a recognized financial institution approved by the VCPA Executive;
- (e) disburse funds according to the VCPA Constitution and Bylaws, and as authorized by the Executive;
- (f) report on finances (all receipts and disbursements) at general and Executive meetings;
- (g) be a VCPA signing officer;
- (h) ensure that another VCPA signing officer has access to the financial records and books of accounts in the event of the Treasurer's absence;
- (i) with the assistance of the Executive, draft an annual budget, including tentative plan of income and expenditures;
- (j) establish and maintain a separate 'VCPA Gaming Account' for receipt and disbursement of all gaming funds, in accordance with British Columbia regulatory requirements;
- (k) submit an annual "Gaming Account Summary Report" or other reports as required by the British Columbia regulatory authorities;
- (l) make VCPA financial records and books of account available to members upon request;
- (m) submit an annual financial statement at the AGM; and
- (n) undertake such other duties and responsibilities as would generally be undertaken by a treasurer of an association similar to the VCPA.

5.4 **The Secretary shall:**

- (a) record and file the minutes of all general and Executive meetings;
- (b) keep a file of incoming correspondence and copies of outgoing correspondence;
- (c) prepare other documentation as requested by the membership or Executive;
- (d) record attendance during general and Executive meetings;
- (e) notify members of general meetings;
- (f) notify Executive officers of Executive meetings;
- (g) keep an accurate and up-to-date copy of the Constitution and Bylaws and VCPA policies and have copies available for members and Executive upon request;
- (h) ensure safekeeping of all records of the VCPA;
- (i) be a VCPA signing officer (optional); and
- (j) undertake such other duties and responsibilities as would generally be undertaken by a secretary of an association similar to the VCPA.

5.5 **The Committee Chairs shall:**

- (a) develop a schedule for the committee's activities, including critical dates, milestones and required actions;
- (b) delegate tasks to committee members, *e.g.* communication, volunteer recruitment, etc.;
- (c) assign duties to important volunteer positions;
- (d) work with School administration to plan key event dates;
- (e) attend VCPA meetings to present reports on proposed activities;
- (f) maintain a record of event, *e.g.* documenting total funds raised, keep names and phone numbers of volunteers, business contacts, record attendance, etc.;

- (g) ensure all Committee members sign and uphold the “**VCPA Code of Conduct**” and all Committee volunteers uphold the “**VCPA Code of Conduct**”; and
- (h) undertake such other duties and responsibilities as would generally be undertaken by committee chairs of an association similar to the VCPA.

## **Section VI – Conduct of Executive Officers**

### **Code of Conduct**

- 6.1 On election or appointment, every Executive must sign the “**VCPA Code of Conduct**” and agree to abide by the Constitution and Bylaws and policies governing the VCPA and carry out the objectives of the VCPA.

### **Representing and Supporting the VCPA**

- 6.2 Every Executive must act solely in the best interests of the membership of the VCPA.
- 6.3 Every Executive agrees to support and participate in all VCPA activities and events to the best of their abilities.

### **Privacy**

- 6.4 Any information received in confidence by an Executive from School personnel, students, parents, or other members of the School community is privileged and must not be divulged without permission of the person giving the information.

### **Disclosure of Interest**

- 6.5 An Executive member who is interested, either directly or indirectly, in a proposed contract or transaction with the VCPA must disclose fully and promptly the nature and extent of his or her interest to the membership and/or Executive (as applicable).
- 6.6 Executives must avoid using his or her position on the VCPA for personal gains.

## **Section VII – Committees**

- 7.1 The Executive may appoint committees to further the VCPA’s objectives and carry on its affairs.
- 7.2 The terms of reference of each committee will be specified by the Executive at the time the committee is established. Without limitation, the majority of committee members must be VCPA members.
- 7.3 Committees will report to the Executive as required.

## **Section VIII – Finances**

### **Financial Year**

- 8.1 The financial year of the VCPA will be July 1<sup>st</sup> to June 30<sup>th</sup> of the following year.

### **Power to Raise Money**

- 8.2 The VCPA may raise and spend money to further its objectives.

### **Bank Accounts**

- 8.3 All funds of the VCPA must be kept on deposit in the name of the VCPA in a bank or financial institution registered under the *Bank Act* and approved by the VCPA and the School.

- 8.4 In the case of a special funding, specific regulations must be followed. For example, in the case of a gaming grant:
- (a) funds must be kept in a separate account in accordance with gaming regulations; and
  - (b) records that clearly show the amount and purpose of each transaction must be made and all records must be retained for five (5) years, including: gaming revenue, financial records, cancelled cheques, bank statements, bank transaction receipts, invoices and sale receipts, all receipts from the disbursement of gaming revenue.

#### **Signing Authority**

- 8.5 The Executive will name at least three (3) signing officers (including but not limited to the President, Vice President(s) and Treasurer) for banking and legal documents.
- 8.6 Two (2) signatures will be required on all VCPA banking and legal documents.
- 8.7 Receipts for all purchases subject to reimbursement, or for which advance payment has been provided, should be submitted to the Treasurer within 30 days of the expenditure having been made.
- 8.8 Under the recommendation of the Treasurer, the Executive may authorize that any debt or obligation that it considers to be unrealizable or uncollectible be written off.

#### **Annual Budget**

- 8.9 The Executive will prepare a budget (including estimated income and disbursements) and present it to the membership at the AGM in June. The budget will cover the period of the next financial year.

#### **Start-Up Funds**

- 8.10 At the end of each financial year, the Executive will leave start-up funds, for the following year's VCPA activities, of at least \$2,000, plus funds required to meet any outstanding obligations which remain unpaid for the current School year.

#### **Treasurer's Report**

- 8.11 A Treasurer's Report will be presented at each AGM.

### **Section IX – Constitution and Bylaw Amendments**

- 9.1 The members may, by a majority of not less than 75% of the votes cast at a general meeting, amend the VCPA's Constitution and Bylaws.
- 9.2 Any proposed amendment to the Constitution and Bylaws must be submitted in writing to the VCPA Executive not less than 14 days before the general meeting.
- 9.3 Amended Constitution and Bylaws must be made accessible to all members.

### **Section X – Dissolution**

- 10.1 The VCPA shall be dissolved in the event that the School is permanently closed.
- 10.2 In the event of dissolution of the VCPA and following payment of all outstanding debts and costs of dissolution, disbursement of remaining VCPA funds will be decided upon by the Executive at the final VCPA meeting in accordance with the Constitution, Bylaws and objectives of the VCPA.

## **Section XI – Property in Documents**

- 11.1 All documents, records, minutes, correspondence or other papers kept by a member, Executive officer, or committee member in connection with the VCPA shall be deemed to be property of the VCPA, and shall be turned over to the President when the member, Executive officer or committee member ceases to perform the task to which the papers relate.

**Adopted by Vancouver College Parents Association at Vancouver, British Columbia, on June 16, 2021.**

## CODE OF CONDUCT

A parent who accepts a position as a VCPA Executive or Committee member:

1. Upholds the Constitution and Bylaws, policies and procedures of the VCPA.
2. Performs their duties with honesty and integrity.
3. Works to ensure that the well-being of students is the primary focus of all decisions.
4. Respects the rights of all individuals.
5. Takes direction from the membership and Executive.
6. Encourages and supports parents and students with individual concerns to act on their own behalf and provides information on the process for taking concerns forward.
7. Works to ensure that issues are resolved through due process.
8. Strives to be informed and only relay information that is reliable and correct.
9. Respects all confidential information.
10. Attends all meetings; in the event that the member is not able to attend, ensures that other Executive or Committee members are available to complete required tasks (e.g. recording minutes of the meetings, etc.).
11. Agrees to support all VCPA activities and events to the best of their abilities.
12. Agrees to use best efforts to acknowledge or reply to email communications within 48 hours.

### Statement of Understanding

I, the undersigned, in accepting the position of \_\_\_\_\_ of the Vancouver College Parents Association, have read, understood, and agreed to abide by this Code of Conduct.

Name of the Executive or Committee member:

\_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Email: \_\_\_\_\_ Phone: \_\_\_\_\_