

# Friends of SKT Association

5023712176

Corporate Access Number (CAN)

## Association/Society By-Laws And Operating Procedures

1. Name
  - A. The name of the fundraising council at St Kateri Tekakwitha Academy is Friends of SKT Association. Friends of SKT Association may be known as Friends of SKT, the association or society.
  
2. Mission
  - A. Our Mission is to support and enrich the educational experience of our school community by organizing and executing effective fundraising initiatives that empower student success and foster a spirit of unity and achievement.
  
3. Membership
  - A. Members
    1. Any person having a vested interest in the educational well-being of all students enrolled in St Kateri Tekakwitha Academy (SKTA), being of the full age of 18 years and resides in Alberta.
    2. Duties will include review, selection, and recommendation of fundraising ideas to Friends of SKT.
    3. Members will be Friends of SKT parents, guardians or family members of children currently enrolled in SKTA or staff currently employed at SKTA.
    4. There is no membership fee.
    5. Will not have a vote in the Financial or business decisions of the Association unless a Member of the Executive Board of Directors.
  
  - B. Associate Members
    1. The principal and staff members of St. Kateri Tekakwitha Academy can choose to have an Associate Membership only.
    2. As Associate Members, the principal and all other staff members shall serve as a resource people and in an advisory capacity, however they will not have voting rights at any meetings of the board.
    3. No Associate member will have signing authority in any capacity.
    4. The principal shall have the power to veto relating to actions directly affecting the school building, staff, or students, but not relating to financial expenditures, revenues, or investments of the Society.
  
  - C. Executive Board of Directors
    1. "Executive Board of Directors," or "Board" shall mean the Board of Directors of Friends of SKT Association.

### Composition of the Board

The Board will be composed of the following Executives and Directors.

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2. Executives: Chair, Vice-Chair, Secretary and Treasurer, Secretary and Treasurer may be combined if determined at the AGM. Needs to be a minimum of 3 Officers per year, Chair, Vice-Chair and Secretary-Treasurer are mandatory.
3. Directors: Members at Large are an optional position and will be filled provided there are Members willing to do so, with a maximum of two (2). If not voted in at the AGM, they may be appointed by a majority vote at any of the regular scheduled meetings.
  - a. Duties of the Executive Board of Directors and Members At Large
    - i. Chair
      - (i) Prepares agenda, plans, and facilitates all meetings, unless otherwise delegated.
      - (ii) Acts as a spokesperson for the Society, unless otherwise delegated.
      - (iii) The Chair supports the Society.
      - (iv) The Chair shall appoint a member to fulfil a position on the board if an executive member is absent and their position is needed at the meeting.
      - (v) Will have signing authority on all bank accounts and association business.
      - (vi) The chair shall not have a vote at any meeting, unless in the case of a tie.
    - b. Vice-Chair
      - i. The Vice-Chair shall assist Chair with responsibilities and duties, as assigned.
      - ii. In the of absence of the Chair, the Vice-Chair shall fulfil the duties of the Chair.
      - iii. In the event of resignation or incapacity the Vice-Chair shall fulfil the duties and responsibilities of the Chair until the next election at the AGM. The Chair's position to remain vacant until a Chair is elected.
      - iv. Assumes responsibility, in consultation with the fundraising society, for communication with the school Parent Council.
      - v. Will have signing authority on all bank accounts and association business.
    - c. Secretary
      - i. It shall be the duty of the Secretary to attend all meetings, to keep accurate minutes of the same, and prepare and distribute minutes.
      - ii. In the absence of the Secretary, a stand in shall be appointed by the Chair.
      - iii. Documents and files all correspondence and communications.
      - iv. Keeps as accurate list of names and addresses of Society members in compliance with the Personal Information Protection Act (PIPA).
      - v. Can have signing authority on bank accounts if necessary.
      - vi. Will have signing authority for any association business.

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- d. Treasurer
  - i. Keeps all financial transactions of the Friends of SKT Association.
  - ii. Will receive all monies paid to the Society and be responsible for the deposit of the same in the societies account.
  - iii. The Treasurer shall properly account for the funds of the Society, keep such books as may be directed and disburse and distribute funds as required.
  - iv. Should present a full detailed account of receipts and disbursements to the parents/guardians of students enrolled in St Kateri Tekakwitha Academy upon request.
  - v. Should prepare for tendering to the annual meeting a statement duly audited of the financial position of the Society.
  - vi. The Treasurer must submit an audited financial statement as part of the Annual Return to corporate registries as required, no later then November 30<sup>th</sup> of each year.
  - vii. Will have signing authority on bank account and any association business.
  
- e. All Executives
  - i. Attend all Regular and Special Meetings.
  - ii. Be prepared for, attend, and actively participate in all meetings of the Board.
  - iii. Actively support initiatives and actions of the Society.
  - iv. Approve, where appropriate, policy and other recommendations received from the Board.
  - v. Review the Board's structure, approve changes, and prepare necessary By-law amendments.
  - vi. Participate in the development of the Societies plan and annual review.
  - vii. Assist in developing and maintaining positive working relations among the Board, school, and School Council to support and enhance education in the school community.
  - viii. Allow for opinions and positions of all members to be voiced and heard in a safe, respectful environment.
  - ix. Act as a leader and an ambassador of the Society.
  - x. Strive to reach consensus in all areas. If a consensus cannot be reached, Board Members will accept, and adhere to, the majority decision of the Board.
  - xi. Address operational concerns openly and with input from Board members.
  - xii. Address personal concerns relating to Board members roles privately, constructively, respectfully and in a timely manner.
  - xiii. All executives have a vote in all the associations financial and business decisions.
  
- f. Directors or Members at Large
  - i. Attend all regular and special meetings.
  - ii. Are required to volunteer for the association and to take an active and engaging role in the association's activities and initiatives.

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iii. Directors have a vote in all the associations financial and business decisions.

- D. The Board shall, subject to the Bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society.
- E. Any Director or Officer may resign his/her position by providing written or verbal notice to two Board Members.
- F. Any Officer or Director may be removed from the Board at any time with cause by a majority vote of the Board whenever, in its judgment, the best interests of the Society will be served. Any Director or Officer, upon majority vote of all members in good standing, may be removed from office for any reason which the Society may deem appropriate.
- G. The Board has the authority to act and speak on behalf of the Association, given by the Membership through election and decision making at the AGM. This covers matters specific to overseeing operations and making decisions that will fulfill the mission of the Association.

#### 4. Auditing

- A. The books, accounts and records of the Treasurer shall be audited at least once each year by a qualified accountant or by two members of the association with at least one of those members without signing authority.
- B. A complete and proper statement of the stance of the books for the previous year shall be submitted at the Annual General Meeting.
- C. The fiscal year of the Society in each year shall be August 1<sup>st</sup> – July 31<sup>st</sup>.
- D. Audited financial statements will be submitted as part of the annual return to Corporate Registry as required by the Societies Act, no later then November 30.
- E. Each member of the Board shall always have access to such books and records upon request.

#### 5. Meetings

##### A. Annual General Meeting (AGM)

- 1. Annual General Meeting will take place within 30 days of the first day of school.
- 2. The meeting will be advertised using the appropriate channels up until the AGM.
- 3. Election of the Chair, Vice-Chair, Secretary and Treasurer (or Secretary-Treasurer) and optionally, up to two (2) Directors or Members at Large.
- 4. All parents and guardians of students currently enrolled in SKTA are eligible to be elected as an Officer or Director.
- 5. All parents/guardians of students currently enrolled in SKTA are eligible to vote in the AGM.
- 6. Business of the AGM shall include:
  - a. Election of the Directors and Officers of the Society.
  - b. Proposed By-laws/operating procedures amendments.
  - c. Approval to accept previous years financial statement.
  - d. Plans and budget for the upcoming year.

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- e. Discussion of any major issues in which parents/guardians should have input, such as: upcoming fundraisers, allocations, and disbursement of funds.
- B. Regular General Meetings
1. A Regular General Meeting may be scheduled at the request of the members at an Annual General Meeting. It may also be called monthly by the Chair with each date set by majority vote of the members present.
  2. Regular General Meetings shall be announced to all members in good standing by providing no less than 10 days notice in writing using a newsletter, website, email, text and/or social media.
  3. Quorum at a Regular General Meeting shall be 4 members, 3 of whom must be voting members and 1 of whom must be Associate members.
  4. Regular General Meetings are to be no longer than 1 hour in duration and will occur every 4-6 weeks as determined by the Board.
- C. Special Meetings
1. Special General Meetings may be called at any time by the Secretary upon instructions of the Chair or Board by providing no less than 7 days notice in writing using a newsletter, website, email, text and/or social media. If a special resolution will be proposed, no less than 14 days notice will be required, specifying the intention of the Special Resolution.
  2. Only matters set out in the notice for the Special General Meeting shall be considered at the Special General Meeting.
  3. Quorum at a Special General Meeting shall be 5 members, 4 of whom must be voting members and 3 of those must be elected Executives of the Society.
6. Election Process
- A. Board members are elected by the voting members at an AGM held annually within the first 30 days of school.
  - B. Candidates must be in good standing order of the society.
  - C. The term of office shall be complete at the conclusion of the meeting at which successors are elected, unless written notice of resignation is submitted to the Board.
  - D. The maximum number of consecutive terms, in the same Officer or Director position on the Board, shall be 4 consecutive terms, unless the position is uncontested. The Officer/Director still must stand for election annually.
  - E. Any vacancy occurring during the year may be filled at the next executive meeting, provided it is so stated in the notice calling such meeting, except for the position of the Chair.
7. General Management
- A. The registered office of the society is St. Kateri Tekakwitha Academy School.
  - B. The mailing address for all communication or correspondence shall be the registered office of the society.
  - C. Financial records will be securely stored at the Treasurer's residence.

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- D. If for any reason an inspection of financials needs to be done, this shall take place as the registered office of the society in which time a Board member shall be present.
8. Remuneration
- A. No Executive, Director or Member of the Society shall receive any remuneration for his/her services.
9. Borrowing Powers
- A. The Society shall not borrow money for any financial needs of the Society.
10. Insurance and Indemnity
- A. Insurance: For the purpose carrying out its objectives, the Society will annually review and carry liability insurance as deemed necessary by the Board, or if required by the policies of the School or School Board.
- B. Indemnity: Provided appropriate insurance is in place, each Executive and Director holds office with protection from the Society.
1. The Society indemnifies each Executive and Director against all costs or charges that result in any act done in his/her role of the Society.
  2. The Society does not protect any Executive or Director for acts of fraud, dishonesty or bad faith.
  3. No Executive or Director is liable for the acts of any other Executive, Director or member.
  4. No Executive or Director is responsible for any loss or damage due to the bankruptcy, insolvency or wrongful act of any person, firm, or corporation dealing with the Society.
11. Privacy
1. The Society shall not collect, use, share or store personal information for purposes other than those of Society business, and shall destroy it appropriately once it is no longer needed.
  2. The Society will adhere to Personal Information Protection Act (PIPA) guidelines as required by Alberta legislation and voluntarily when appropriate.
12. Bylaws
- A. All Members are responsible for behaving in accordance with the Bylaws and objectives of the Society.
  - B. The Society Bylaws and operations will be in accordance with the laws of Alberta, the Societies Act and any other governmental legislation relating to the Society's operation and objectives.
  - C. The bylaws may be rescinded, altered, or added to by a Special Resolution. Changes to the bylaws do not come into effect until the Special Resolution is registered at a Corporate Registry. Special Resolution(s) sent to the Corporate Registry shall be dated and verified by a person authorized by the Society.
  - D. Any question regarding the proper application and interpretation of these bylaws shall be determined by the Chair of any Society meeting of the Board. The Chair's decision may

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be appealed by a voting member and can be overturned by a simple majority vote at a Special Meeting of the Board.

### 13. Policies and Procedures

- A. Policy and Procedure manual may be created, maintained and reviewed annually by the Board. Members in good standing may forward policies to the Board for consideration and/or implementation.

### 14. Dissolution of the Society

- A. In the event of the dissolution (closing) of the Society, which shall require a Special Resolution of the membership, the assets remaining after payment of all debts and liabilities shall be transferred to St. Kateri Tekakwitha Academy School.