



CAROL PREST

BFLP SOCIETY BYLAWS

Excerpt from Constitution:

Objectives of the Society:

- a) To provide supervised play and teaching conducted in the French language for preschool children;
- b) To provide opportunities for parents to learn and observe children's needs and behaviours in group play situations;
- c) To promote and encourage familiarization with and use of the French language by preschool children;
- d) To establish, operate or manage a center, kindergarten or classroom or other facility for the purpose of carrying out these objects;
- e) To facilitate, encourage and participate in endeavours for the purposes of carrying out these objects;
- f) To acquire and take by purchase, donation, devise, lease or otherwise, real and personal property and to improve and develop the same for any one or more of the purposes of the Society;
- g) To carry out and effect such objects without pecuniary gain to its members, nor dividends to members and any profit or accretions to the Society shall be used in promoting and effecting its objects.

Society By-Laws:

By-Laws of The Burnaby French Language Playschool Society

Definitions

1. In these by-laws, unless the context otherwise requires,
 - a. "directors" means the officers and directors of the Society for the time being;
 - b. "Societies Act" means the Societies Act of the Province of British Columbia from time to time in force and all amendments to it;
 - c. "registered email address" of a member means his email address as recorded in the register of members.

2. The definitions of the Societies Act on the date these by-laws become effective apply to these by-laws.
3. Words importing the singular include the plural and vice versa; and words importing a male person include a female person and a corporation.

Membership

4. (1995) Regular membership in the Society shall be those persons who have completed an application for regular membership and whose current fees have been paid, along with the acceptance of their child for enrollment. Only one vote per child accepted for enrollment may be exercised at any meeting of the Members of the Society.

History:

(1) Regular membership in the Society shall be those persons who have completed an application for the regular membership and whose current fees have been paid, along with the acceptance of their child for enrollment. One vote is allotted per family in the above regulations.

(2) Associate membership will be recognized as a second immediate family member or guardian. Voting privilege as well as availability to serve on executive will be granted upon payment of one dollar (\$1) to the Society per year. A year is Sept. to June. Only one associate membership per family will be allowed.

5. Every member shall uphold the constitution and comply with these by-laws. On being admitted to membership, a member is entitled to and the Society shall provide a copy to a member upon request. A copy of the Constitution and By-laws shall be available in the classroom.
6. A person is entitled to have a child enrolled in classes conducted by the Society only as long as he is a member in good standing.
7. A person shall cease to be a member of the Society:
 - a. By withdrawing a child from enrollment in classes conducted by the Society, upon giving thirty (30) days notice of his intention to do so to the directors or upon paying one (1) month's enrollment fees in lieu of such notice, or
 - b. By failing to re-enroll a child in classes conducted by the Society at such time as the directors may prescribe for re-enrollment, or
 - c. On his death, or
 - d. On being expelled.

Termination of Membership

8. Any refusal or neglect on the part of a member to comply with any of the rules of the Society, or display of conduct, which in the opinion of the directors and / or the teachers

is prejudicial or injurious to the welfare of the Society shall render such member liable to expulsion by a special resolution passed at a meeting of the directors. This special resolution must be passed by a two-thirds majority of the entire board of directors. The member must be provided with adequate opportunity to appear at such meeting to explain or defend his alleged misconduct. Members so expelled under this by-law have the right to appeal to any general meeting of the Society to be held within one year of the expulsion, but such appeal shall require a two-thirds majority to be successful.

9. (2017) All members are in good standing except a member who has failed to pay his current annual membership fee, monthly enrollment fee or any other debt due and owing by him to the Society and he is not in good standing so long as the debt remains unpaid. Members will be notified by email or in person of any outstanding fees. Should the member not rectify the issue or make alternate arrangements within 2 weeks of receiving notice then a formal warning will be issued in writing. Should the member fail to pay the required fees within 1 month of the formal warning then their membership will be terminated.

History:

All members are in good standing except a member who has failed to pay his current annual membership fee, monthly enrollment fee or any other debt due and owing by him to the Society and he is not in good standing so long as the debt remains unpaid.

Annual Membership Fee and Monthly Enrollment Fees

10. (1995) The annual membership fee shall be determined at a General Meeting for the school year commencing the following September. The term of annual membership shall commence on May 1st of the calendar year in which a child is accepted for enrollment and shall expire on the 30th of June in the following calendar year.

History:

The annual membership fee shall be determined at the Annual General Meeting (held in April) for the year commencing 16 months hence.

11. (2017) The monthly enrollment fees for a child enrolled in classes conducted by the Society shall be determined at a General Meeting at least 6 months prior to the commencement of the school year.

History:

The monthly enrollment fees for a child enrolled in classes conducted by the Society shall be determined at the Annual General Meeting for the year commencing 16 months hence.

(1999) The monthly enrollment fees for a child enrolled in classes conducted by the Society shall be determined at a General Meeting at least 9 months prior to the commencement of the school year.

12. The annual membership fee shall be payable upon pre-registration and monthly enrollment fees shall be payable at such time as the directors may prescribe.

Meetings of Members

13. General meetings of the Society shall be held at such time and place, in accordance with the Societies Act, as the directors decide.
14. Every general meeting, other than the Annual General Meeting, is an extraordinary general meeting.
15. (1) The directors shall call a minimum of two extraordinary general meetings as well as the Annual General Meeting.

(2) The Annual General Meeting shall be held in October/November of each year.

(3) Extraordinary General Meetings of the Society shall be held in February and May of each year.

History:

- (2) The Annual General Meeting of the Society shall be held in April of each year.
- (3) Extraordinary general meetings of the Society shall be held in Jan/Feb and in Sept/Oct of each year.
16. (1) Notice of all general meetings shall be given to all members at least two weeks in advance and shall specify the place, the day and the hour of the meeting, and the agenda.

(2) The accidental omission to give notice of a general meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate the proceedings at that general meeting.

(3) A notice may be given to a member, either personally, by email to him at his registered email address, or by posting in such place as the directors may from time to time designate for such purpose.
17. All meetings should be conducted under Robert's Rules of Order.
18. (1) No business, other than the election of a chairman and the adjournment of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.

(2) A quorum is 10 members present in addition to members of the board.
19. If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting shall be adjourned and a new meeting time and place will be set.

20. Subject to By-law #21, the President of the Society, the Vice-President, or in the absence of both, one of the other directors present shall preside as chairman of a general meeting.
21. If at a general meeting:
 - a. There is no President, Vice-President, or other director present within 15 minutes after the time appointed for holding the meeting; or
 - b. The President and all the other directors present are unwilling to act as chairman, the members present shall choose one of their number to be chairman.
22. In case of an equality of votes the chairman shall have the deciding vote.
23. (1) Only members in good standing and present at a meeting of the members are entitled to vote.
 - (2) Voting is by show of hands or by ballot where requested by any member.
 - (3) Voting by proxy is not permitted.

History:

- (1) Regular and Associate members of good standing present at a meeting of members are each entitled to one vote.

Directors and Officers

24. The directors may exercise all such powers and do all such acts and things as the Society may exercise and do, and which are not by these by-laws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in general meeting, but subject, nevertheless, to the provisions of
 - a. All laws affecting the Society
 - b. These by-laws
 - c. Rules, not being inconsistent with these by-laws, which are made from time to time by the Society in general meeting.
25. (1) (2017) Executive Officers of the Society shall include a President, Vice-President, Secretary, and Treasurer. Directors of the Society shall include a Registrar, Fund Raising Director, Publicity Director, Maintenance Director and Volunteer Coordinator.
 - (2) The Past President shall act, if required, in an advisory role to the Board of Directors.
 - (3) The number of officers and directors shall be 9 or such other number as may be determined from time to time at a general meeting. This number shall not exceed 10.

History:

(1) Executive Officers of the Society shall include a President, Vice-President, Secretary, and Treasurer. Directors of the Society shall include a Registrar, Fund Raising Coordinator, Publicity Director and Equipment Director.

Elections

26. (1) (2017) All officers and directors shall retire from office at the end of June in each year and at the General Meeting held in May of such year their successors shall be elected. The retiring officers and directors shall assist in the overlap period in the orientation of the new directors and officers.

(2) Separate elections shall be held for each office to be filled.

(3) (2017) If no successor is elected the board shall hold a random draw to appoint the new board member.

History:

(1) (1995) All officers and directors, other than the Registrar, shall retire from office at the end of June in each year and at the General Meeting held in May of such year their successors shall be elected. The Registrar shall retire from office at the end of December in each year and at the Annual General Meeting of such year his or her successor shall be elected. The retiring officers and directors shall assist in the overlap period in the orientation of the new directors and officers.

(1) All officers and directors shall retire from office at the end of May. Their successors shall be elected at the Annual General Meeting (April). The overlap period will be used for orientation of the new directors.

(3) If no successor is elected the person previously elected or appointed shall be asked to continue to hold office provided he is willing to do so.

27. (1) If a director resigns his office or otherwise ceases to hold office, the remaining directors shall appoint a member to take place of the former director.

(2) A director so appointed holds office only until the conclusion of the next following general meeting of the Society at which his predecessor would have retired, but is eligible for re-election at this meeting.

28. No act or proceeding of the directors is invalid only by reason of there being less than the prescribed number of directors in office.

29. The members may by special resolution, remove a director before the expiration of his term of office and may elect a successor to complete the term of office.

30. No director shall be remunerated for being or acting as a director.

31. Any member of the Board of Directors who absents himself from two (2) consecutive meetings of the board without legitimate excuse may, at the discretion of the Board of

Directors, be removed from office providing due and proper notice of the meetings had been given to the member.

Proceedings of Directors

32. (1) The directors may meet together at such places as they think fit for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.

(2) (1995) A quorum will be constituted by six (6) members of the Board of Directors.

(3) (2017) There will be one joint meeting between the outgoing directors and the incoming directors prior to June 30.

(4) The President shall be chairman of all meetings of the directors; but if at any meeting the President is not present within 15 minutes after the time appointed for holding the meeting, the Vice-President shall act as chairman, but if neither is present the directors present may choose one of their number to be chairman at that meeting.

(5) A director may at any time, and the Secretary shall, on the request of any director, convene a meeting of the directors.

History:

(2) A quorum will be constituted by four (4) members of the Board of Directors.

(3) There will be one joint meeting between the outgoing directors and the incoming directors prior to June 01.

33. (1) The directors may delegate any, but not all, of their power to committees consisting of such director or directors and such member or members as they think fit.

(2) A committee so formed in the exercise of the powers so delegated shall conform to any rules that may from time to time be imposed on it by the directors and shall report every act or thing done in exercise of those powers to the earliest meeting of the directors to be held after it has been done.

(3) The President shall be an exofficio member of all committees.

34. (1) A committee may appoint members to the committee for the current year to fulfill the objectives of the Society.

(2) The members of a committee may meet and adjourn as they think proper.

35. In case of an equality of votes, the chairman does have a deciding vote.

36. All resolutions proposed at a meeting of directors or committee meeting to be seconded and the chairman of a meeting may not move or propose such resolution.

37. A resolution in writing, signed by all the directors and placed with the minutes of the directors is as valid and effective as if regularly passed at a meeting of directors.

Duties of Directors

38. Duties of the President

(1) The President is the chief executive officer of the Society and shall chair all General Meetings and all meetings of the Board of Directors.

(2) The President shall supervise other officers in the execution of their duties.

39. Duties of the Vice-President

The Vice-President shall assist the President and carry out the duties of the President during his absence.

40. Duties of the Secretary

(1) The principal function of the Secretary shall be to attend all meetings of the Board of Directors and all General Meetings and to keep minutes of the proceedings, but nothing in this section shall prevent the Board from engaging a recording secretary.

(2) The Secretary is ultimately responsible for the preparation and custody of the files, records, and other pertinent material of the Society and overseeing the completion and filing of official reports.

41. Duties of the Treasurer

The Treasurer shall be responsible for the financial affairs of the Society; the banking of all monies; the paying of payroll and of bills incurred on behalf of the Society upon approval of the Board of Directors.

42. Duties of the Registrar

The Registrar is responsible for receiving all applications for membership, maintaining the necessary records of the enrollment of children in classes conducted by the Society, and providing orientation at the commencement of new classes.

43. Duties of the Publicity Director

The Publicity Director is responsible for the promotion of the school and its purposes in whatever manner that will benefit the enrollment of the Society.

44. Duties of the Maintenance Director

The Maintenance Director is responsible for the maintenance of the portable building and existing equipment, and the acquisition or purchase of new supplies and equipment as deemed necessary.

45. Duties of the Fund Raising Director

The Fund Raising Director is responsible for the planning and execution of fund raising events as deemed necessary during the year.

46. (2017) Duties of the Volunteer Coordinator

The Volunteer Coordinator is responsible for coordinating and overseeing all parent volunteers (with the exception of the Board of Directors).

Signing Officers

47. All cheques, draughts, etc. must be signed by the Treasurer and one of two other officers so designated by the Board of Directors.

Seal

48. The directors may provide a common seal for the Society and they shall have power from time to time to destroy it and substitute a new seal in place of the seal destroyed.

49. The common seal shall be affixed only when authorized by a resolution of the directors and then only in the presence of the persons prescribed in the resolution or if no persons are prescribed, in the presence of the President and Secretary or the President and Secretary – Treasurer.

Borrowing

50. All borrowing powers exercisable by the Society under the Societies Act of British Columbia shall be exercisable by the Board of Directors in such manner as they see fit provided, however, that if the board of Directors intend to create a debt that would extend beyond the fiscal year end such borrowing must be approved by the general membership meeting.

51. The members may by special resolution restrict the borrowing powers of the directors but a restriction so imposed expires at the next Annual General Meeting.

Financial Review

52. (1) (2017) An independent financial review of the financial status of the society shall be undertaken by a person appointed by the Board of Directors. A written report shall be presented to the membership at the Annual General Meeting in October/November.
(2) No director and no employee shall be appointed to do this financial review.

History:

(1) An independent financial review of the financial status of the society shall be undertaken by a person appointed by the Board of Directors. A written report shall be presented to the membership at the Sept/Oct Extraordinary General Meeting.

Amendments to the By-Laws

53. (1) The Constitution and By-laws of the Burnaby French Language Playschool Society may be amended by a special resolution at any general meeting provided the required notice has been given.

(2) Proposed amendments shall be submitted to or initiated by the Board of Directors at least fourteen (14) days prior to the meeting at which they are to be presented to the general membership for consideration.

(3) The proposed amendments shall be included in the notice of meeting called to consider such amendments and such notice of meeting shall be given to all members not less than fourteen (14) days prior to the meeting.

(4) (2017) For the purpose of these by-laws, a “special resolution” means a resolution of which notice specifying the intention to propose such resolution has been given to all members not less than fourteen (14) days prior to the meeting, and which requires that it be passed by not less than two thirds ($\frac{2}{3}$) of the members who are entitled to vote and voting as are present at a General Meeting.

History:

(4) For the purpose of these by-laws, a “special resolution” means a resolution of which notice specifying the intention to propose such resolution has been given to all members not less than fourteen (14) days prior to the meeting, and which requires that it be passed by seventy-five (75%) of the members who are entitled to vote and voting as are present at a General Meeting.

Dispute Resolution

54. (1995) All disputes and matters in difference between the Board of Directors and a teacher employed by the Society, who shall be in possession of a current and subsisting Early Childhood Certificate issued by the Province of British Columbia Childcare Facilities Licensing Board, may be submitted by either the teacher or the Board of Directors to nonbinding arbitration before a single arbitrator who shall be agreed upon by the Board of Directors and the teacher, and who shall be one of the president, vice-president, treasurer or registrar serving on the immediately preceding Board of Directors of the Society. The arbitrator shall make and publish his or her award in writing which, unless waived by the teacher and the Board of Directors, shall be nonbinding on them.

Operations

55. (2017) The operations of the Society shall be chiefly carried on in the Corporation of The District of Burnaby in the Province of British Columbia.

Dissolution of Society

56. (2017) The members of the Society shall not have any interest in the property, funds or assets of the Society and upon dissolution or final cessation of the affairs and undertaking of the Society, all its remaining assets, after payment of all just debts, outstanding liabilities and obligations, shall be transferred and distributed to such one or more recognized religious, charitable or eligible educational organizations in Canada (whether incorporated or unincorporated) carrying on work allied to one or more of the objects of the Society as the members shall so decide.