



BRIDLEWOOD SCHOOL FUNDRAISING SOCIETY BYLAWS

Last Update: April 2019

1. Definitions and Interpretations

The following words and phrases shall have the following meanings in this document:

- a. *"AGM"* means Annual General Meeting of the Society in which all Members may attend. This is the meeting at which the election of the Executive Committee occurs.
- b. *"Associate Member"* means any Member that is not a parent or guardian of a student at Bridlewood School that has been voted in as an Associate Voting Member.
- c. *"Audit Committee"* means any two Voting Members who are not the Executive Committee. This is the preferable situation but if due to lack of attendance, two Executives may be required to form this Committee; one of which is not to be the Treasurer.
- d. *"Board"* is synonymous with Executive and Executive Committee as listed in 6 .1.1. There is no Board of Directors.
- e. *"Bridlewood"* means Bridlewood School.
- f. *"BSFS"* means Bridlewood School Fundraising Society.
- g. *"Bylaws"* means this document.
- h. *"Chair"* means the Officer elected to the office of Chair for the Society.
- i. *"Executive Committee"* means the Officers who have been elected to the positions of Chair, Vice Chair, Secretary and Treasurer.
- j. *"Member"* means any person who qualifies to belong as a Member in good standing of the Society in any capacity.
- k. *"Member in Good Standing"* is a Member whose Membership has not been suspended.
- l. *"Objects"* means the Objects of the Society.
- m. *"Officer"* means a person who has been elected to the Executive Committee.



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- n. *"Parent"* means parent or legal guardian of students enrolled in Bridlewood School, inclusive of parents and legal guardians of children enrolled in the kindergarten program.
- o. *"Past Chair"* means the Officer previously elected to the office of Chair for the Society.
- p. *"Proxy"* means the authority or power given by one Voting Member to another Voting Member.
- q. *"Quorum"* means the minimum number of Members, as specified in the Bylaws, required at each Executive meeting, general meeting or special meeting for business to be legally carried out. In the absence of a quorum, debate can continue but no votes can be taken, except the vote to adjourn.
- r. *"Registered Office"* means the address given to the Government of Alberta as the registered office for the Society.
- s. *"School"* means Bridlewood School.
- t. *"School Year"* means the time period running from the first day students in any grade level are expected to attend Bridlewood School until the last day that students in any grade level are expected to attend Bridlewood School.
- u. *"Secretary"* means the Officer elected to the office of secretary for the Society.
- v. *"Society"* means the Bridlewood School Fundraising Society.
- w. *"Society's Bank Account"* means the account or accounts holding monies belonging to the Society that is located at whatever bank, trust company, credit union or treasury branch the Executive may determine is appropriate.
- x. *"Special Meeting"* means a meeting of the Voting Members that is called to deal with specific business requiring a Special Resolution to be submitted to the Voting Members. This will be specified in the Notice to Members.



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- y. *"Special Resolution"* means a resolution passed at a general meeting of the Society at which not less than 21 days' notice specifying the intention to propose the resolution has been duly given, and by the vote of not less than 75% of those Voting Members in attendance at the meeting.
 - z. *"Treasurer"* means the Officer elected to the office of treasurer for the Society.
 - aa. *"Vice Chair"* means the Officer elected to the office of vice chair for the Society.
 - bb. *"Voting Member"* means any Member that is entitled to vote at a meeting of the Society and who exercises that right to vote.
- 2. Words and phrases in these Bylaws indicating the singular number also including the plural and vice-versa.
 - 3. The headings used in the Bylaws are for convenience of reference only and do not affect the interpretation of these Bylaws.

1.0 INTERPRETATION

When construing the Bylaws, reference will be had to the Societies Act (Alberta) and words and expressions used in the Bylaws will, so far as the context does not otherwise require, have the same meaning as would be the case when used in that Act.

2.0 PREAMBLE

The name of the Association will be "BRIDLEWOOD SCHOOL FUNDRAISING SOCIETY", here in after referred to as the "Society" or BSFS.

2.1 The corporate name will be "BRIDLEWOOD SCHOOL FUNDRAISING SOCIETY".

2.2 The corporate address of the Society, to which most communications will be sent, is:

Bridlewood School
207 Bridleridge Way S.W.
Calgary, Alberta T2Y 0L4



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2.3 This document is the general Bylaws of BSFS. These Bylaws regulate the transaction of business and affairs of BSFS.

2.4 The Objects are those set out in the Application for or as may be rescinded, altered, added to or amended by a Special Resolution.

3.0 BOARD OF DIRECTORS

3.1 There will be NO Board of Directors for Bridlewood School Fundraising Society.

4.0 OPERATING (FISCAL) YEAR

4.1 The Society's Operating Year will run from April 1 to March 31, with an election being held at the Annual General Meeting (the "AGM") of Members, held in April of each year.

4.2 If the majority of the Executive determines the AGM will be better served by being held in a different month, the Bylaws may be officially updated to that affect, taking into consideration all reporting requirements.

5.0 MEMBERSHIP

5.1 The Society shall have the following categories of members:

- 5.1.1 Voting Members; and
- 5.1.2 Associate Members

5.2 Members and Associate Members of the Society will be/shall act:

- 5.2.1 Any person who is the parent, guardian or legal custodian of a child registered at Bridlewood School shall automatically be a Voting Member and shall remain so unless that person withdraws or is expelled as a Voting Member or if the person is no longer a parent or guardian of a Student.
- 5.2.2 Individuals with an interest in the Objects of the Society shall be eligible to become an Associate Voting Member and may be granted membership as an Associate Voting Member by applying in writing to the Executive Committee and having a simple majority (50% + 1) of the Executive Committee and Voting Members present at the meeting approves the individual as an Associate Voting Member:
- 5.2.3 in the best interests of the School and the Students, as a whole;



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- 5.2.4 according to the Bylaws;
- 5.2.5 obliged to be supportive of the Objects.

5.3 Any Voting Member in Good Standing is entitled to:

- receive notice of meetings of the Society;
- attend any meetings of the Society;
- speak at any meeting of the Society;
- vote on any motion open to the Members at any meeting of the Society;
- bring to the Society suggestions on how to use our funds;
- participate in the activities of the Society;
- exercise other rights and privileges given to Members in these Bylaws.

5.4 **Executive Members** of the Society will be the Officers as elected by the Members as listed in Article 6.1 herein.

5.5 **Associate Members** have voting privileges and are entitled to:

- receive notice of meetings of the Society;
- attend meetings of the Society;
- speak at meeting of the Society;
- vote on any motion open to the Members at any meeting of the Society;
- bring to the Society suggestions on how to use our funds;
- participate in Executive Committee approved activities of the Society

5.6 The affairs of the Society will be managed by the Executive.

5.7 Any Member or Executive Member may voluntarily withdraw membership from the Society at any time by notice in writing to the Society.

5.7.1 The effective date of the withdrawal will be considered the date the notice is received by the Executive Committee. A former Member has no rights or privileges effective the day following the withdrawal application is accepted.

5.7.2 A Member who withdraws has no continuing obligations to the Society, except for existing personal debts to the Society.

5.8 The Principal and/or Teachers at Bridlewood School shall be Associate Members in advisory capacity of the Society, with no voting privileges.

5.9 With regards to Calgary Board of Education administrative policy:

5.9.1 Members who are employees of the Calgary Board of Education are



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- prohibited from being elected to an Executive position and shall not have signing authority for the Society.
- 5.9.2 The number of Members who are employees of the Calgary Board of Education shall be monitored and limited as necessary by the discretion of the Executive. This is done to prevent a growth in Calgary Board of Education Members to the point that it may be considered sufficient to influence the independence of the decisions of the Society.
- 5.10 As required by the Society's Act:
- 5.10.1 The Society shall keep a register of its Members containing the names of the applicants for incorporation and the name of every other person who is admitted as a Member of the Society.
- 5.10.2 The Society shall, on and after its date of registration, keep the register of its Members at its corporate address.
- 5.10.3 Due to the fact that our Membership is open to the entire parent/guardian population at Bridlewood School and the privacy issues surrounding personal information, a perpetual Membership list will be maintained by the school office.
- 5.11 No right or privilege of any Member is transferable to any other Member.
- 5.12 No member of this Society is, in the Member 's individual capacity, liable for a debt or liability of the Society.
- 5.13 Any Member may be expelled or suspended from membership for any cause upon two-thirds (2/3) majority vote of all Members of the Society in Good Standing who are in attendance at a general meeting of the Society, for any cause which the Members may deem reasonable. The decision of the Executive Committee is final.
- 5.13.1 If the situation is urgent, the Executive Committee can make the initial decision, but the AGM or Special Meeting of all Members can reverse this decision with a special majority of two-thirds (2/3).
- 5.13.2 The affected Member(s) will receive written notice.
- 5.13.3 A Member does have the right to appeal. The right to appeal will be made at a general or Special Meeting to deal with this specific issue.
- 5.13.4 The expulsion or suspension becomes effective immediately.
- 5.13.5 An expelled or suspended Member has no rights or privileges effective immediately following the decision to expel or suspend.
- 5.13.6 A Member who is suspended or expelled has no continuing obligations to the Society, except for existing personal debts to the Society.



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6.0 SOCIETY POSITIONS

The Members of the Society will elect individual Members as Officers of the Society, to hold office for a specified term or until terminated, as provided for in Article 18 of these Bylaws.

6.1 Executive

6.1.1 Officers of the Society will include:

- Chair
- Vice Chair
- Past Chair
- Treasurer
- Secretary

6.1.2 Positions in 6.1.1 are all to be elected to a one-year term, minus the Past Chair as described in 6.1.3.

6.1.3 The Past Chair is the Member who served as Chair in the immediately preceding term, if not re-elected at the AGM to serve in any position in 6.1.1, and if they still qualify to be a Member, may serve a one-year term as Past Chair, until the next AGM. A vacancy in the Past Chair position cannot be filled other than by election of a new Chair.

6.2 Coordinators

6.2.1 Coordinators are volunteer positions as appointed by the Executive at the AGM to head the various committees of the Society. Done as deemed necessary from time to time by the Executive, due to volunteer base and desire to participate.

- Special Events Coordinator
- Casino Coordinator – to be filled in order to maintain our gaming eligibility
- Outdoor Build and Maintenance Coordinator
- Special Lunch/Snack Coordinator
- Society Communications Communicator

6.2.2 Should any position in 6.2.1 not be filled at the AGM of the BSFS, the



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Executive may leave the position vacant or at any time if required, may appoint a Member to fill the position. If more than one Member volunteers for a vacant position under 6.2.1, shared responsibility may occur or a selection will be made by a simple majority vote of those present at the meeting.

- 6.2.3 Committees are not limited to those listed above. Any ad hoc committee may be formed, at any time for any reason deemed reasonable by the Executive.
- 6.2.4 Committees are appointed to advise the Executive and the Members.
- 6.2.5 In operations of the Committee, meetings may be called by the Coordinator of the Committee; however, meeting protocol does not need to be followed.
- 6.2.6 No Committee will have the power to act for, or on behalf of, the Society, or otherwise commit or bind the Society to any course of action. Committees will only have the power to make recommendations to the Executive, or to the Members, as the Executive may direct.
- 6.2.7 Members of Committees will be appointed by and hold office at the pleasure of the Executive.
- 6.2.8 Each Committee will submit to the Executive such reports as the Executive may request, but, in any event, each Committee or Coordinator will submit an Annual Report to the Membership at the AGM.

6.3 Power and Duties of the Executive

Subject to the Bylaws or a direction given in a resolution passed by the majority vote of Voting Members at any meeting of the Society, the Executive Committee shall have full control and management of the affairs of the Society.

- 6.3.1 The powers and duties of the Executive include (but are not limited to):
 - promoting the Objects of the Society;
 - maintaining and protecting the Society's assets and property;



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- paying all expenses for operating and managing the Society;
 - investing and preserving any extra monies;
 - fundraising to finance the operations of the Society;
 - maintaining all accounts and financial records of the Society;
 - without limiting the general responsibilities of the Executive, delegating its power to any committee that may be duly formed.
- 6.4 Any Officer may stand for election or accept an appointment to the position as often as that person wishes.
- 6.5 Any Voting Member shall be eligible for any office in the Society.
- 6.6 The Members can re-elect any Officer, for a maximum of one additional term.
- 6.7 Under special circumstances, any Officer can be elected if absent from the AGM.
- 6.8 Members of the Executive may also be Members of the Executive of the Bridlewood School Council.
- 6.9 The Executive shall consist of no less than three members, but up to 7 Officers may be elected at an AGM. (Positions to be created for 3 additional Officers)
- 6.10 An Officer may resign by giving two-weeks written notice to the Executive Committee.
- 6.11 No remuneration will be paid to any Member of the Society for serving in any capacity other than the reimbursement of expenses related to functions of the Society.
- 6.12 A description of Duties and Procedures will be kept on file with the Society's records and updated from time to time, but at least annually, by the incumbents. This should include a list of specific job requirements and a list of external contacts.
- 6.13 Outgoing Officers and Coordinators are required to update their respective duty lists before the end of the Society operating year.
- 6.14 Each Officer and Coordinator is to be supplied with a current copy of his/her



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job description on the acceptance of the position

7.0 TERMINATION OF OFFICERS & COORDINATORS

Any Officer or Coordinator can and will be removed from Office at any time during his/her term if:

- 7.1 He/She resigns his position by notice in writing to the Society.
- 7.2 He/She fails to attend two consecutive meetings or if after six months he has failed to attend more than 50% of the meetings, as evidenced by the attendance records in the minutes.
- 7.3 He/She ceases to qualify as a Member of the Society.
- 7.4 A petition requiring his/her resignation, signed by more than 20% of the general Membership, is received by the Society.
- 7.5 Any Officer who is removed under this Article can stand for re-election under Article 8.1, but cannot be appointed to any Executive position under Article 8.2.

8.0 VACANT POSITIONS & MINIMUM REQUIRED EXECUTIVE

- 8.1 Should any other Office become vacant, an election will be held at the next regular Society meeting, with a Member elected to Office by a simple majority vote of those present at the meeting.
- 8.2 Under extraordinary circumstances, the Chair may appoint a Member to fill a vacant position, on an interim basis, until the next regular Society meeting is held.
- 8.3 At minimum, Executive needs to be set so the BSFS can follow the Bylaws as set out in this document. In accordance to general accounting principles, dealings with money needs to be separate so the Society has checks and balances. In addition, if an Executive Member needs to be reimbursed for an expense, they cannot sign their own cheque.

Thus, a minimum required Executive is mandated and listed as follows:



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8.3.1 The Chair, Secretary and Treasurer positions must be filled in order to operate the Society on a day-to-day business. If the positions are not filled, the Society will cease day-to-day operations. This does not mean to invoke point 26.0 (Dissolution) of these Bylaws, but rather to stop fundraising (bringing in funds) and to maintain meetings as scheduled until such point as the positions are filled.

8.4 In order to continue fundraising efforts, a minimum required Executive as listed in 8.3.1 will be mandated; as well as one or both of the following positions depending on which fundraising avenue you are currently pursuing:

Special Events Coordinator - to continue traditional fundraising efforts, and/or Casino Coordinator to continue with the Casino fundraising efforts.

8.4.1 These are positions that need to be filled in order to continue fundraising within the Society. If these positions are not filled the Society, at the discretion of the Executive, can cease further fundraising efforts until such time as the appropriate position(s) are filled.

9.0 EXECUTIVE RESPONSIBILITIES

The roles of the Executive Committee are as follows:

9.1 BSFS Chair

It is expected that the BSFS Chair will be a parent/guardian of a student enrolled in the school. The Chair should be someone who can work collaboratively and knows how to organize both programs and people. The Chair should actively encourage others to become involved in meaningful ways.

Typical Chairing duties include:

- Chair all meetings of the BSFS (8 in total) for one school year term;
- Call and schedule meetings, as required;
- Have general supervision of the Society;
- Be responsible for the overall functioning of the Society;
- Have authorization to sign on behalf of the Society;
- Be the official spokesperson of the Society;



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- Decide all matters relating to rules of order at the meetings;
- Have custody of all Society meeting minutes, and present them to any member wishing to view them;
- Ensures the meeting minute filing system is up-to-date;
- Updates their duties and roles before the end of the Society operating year;
- Is responsible for maintaining and updating the Society's insurance;
- Is responsible for reviewing the Agenda and Meeting Minutes before they are sent to the Communications Coordinator for distribution.

9.2 BSFS Vice Chair

On some Society's, the role of Chair is shared, either through the creation of co-Chairing positions or through the Chair's dependence on the Vice-Chair to undertake part of the work.

Typically, the Vice-Chair's duties are to:

- In the event of resignation, incapacity or leave of absence of the Chair, fulfill the Chair's responsibilities;
- In the absence of the Chair, supervise the affairs and preside at any meetings of the BSFS;
- Assist the Chair and undertake tasks assigned by the Chair.
- Updates their duties and roles before the end of the Society operating year.

9.3 BSFS Past Chair

The BSFS Past Chair will:

- Carry out duties assigned by the Executive Committee;
- Act as an Advisor to the New Chair;
- In the event of resignation, suspension, expulsion, incapacity or leave of absence of the Vice Chair, fulfill the Vice Chair's responsibilities.

9.4 Secretary:

The BSFS Secretary will:

- Attend all meetings of the BSFS (8 in total) for one school year term; If unable to attend the meeting, find an another member to fill the role



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- Act as a recorder at each meeting and ensure that the minutes are prepared accurately to reflect the directions agreed to at the meeting;
- Distribute the Attendance Log at the beginning of each monthly meeting, collect it at the end, and file document accordingly;
- Have custody of all Society meeting minutes, and present them to any member wishing to view them;
- Ensures the meeting minute filing system is up-to-date;
- Distribute to the Communications Coordinator, as determined by the Chair, agendas, minutes, and notices of meetings;
- Submit to the Society's Registrar, all changes and updates to the Society, as required by the Society's Act:
- File any changes to the Executive Committee of the organization,
- File amendments to the bylaws,
- File other incorporating documents with the Corporate Registry
- Updates their duties and roles before the end of the Society operating year.

9.5 Treasurer

The BSFS Treasurer will:

Attend all meetings of the BSFS (8 in total) for one school year term;

- Receives and deposits all monies or other valuable effects to the credit of the Society in the bank designated by the Executives;
- Receive and review all statements provided to the Society regarding the Society's bank account(s);
- Keep full and accurate accounts for nine (9) years, including all receipts and disbursements of the Society;
- Report at Society meetings regarding all transactions and of the financial position of the Society;
- Keep an updated book of accounting procedures to assist the incumbent Treasurer;
- Provide books and records to the new Treasurer upon completion of role;
- Ensure required insurance is paid;
- Prepare year-end financial statements and file charitable organization tax returns, and Alberta Annual return and reporting required by the AGLC;
- Prepare for the Society's AGM with a financial report outlining the Society's income, disbursements, assets and liabilities duly audited by the Audit Committee in accordance with the Society Bylaws, and signed by the Audit Committee;



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- Provide a copy of the financial statements presented at the AGM to the Chair for inclusion in the official minute filing system;
- Updates their duties and roles before the end of the Society operating year.

9.6 Fundraising / Special Events Coordinator

Per section 8.4 in the Bylaws, should this position be vacant, the BSFS will cease fundraising efforts until the position is filled.

- Assume duties and responsibilities as required, by consensus of the members (i.e. fundraising applications, event organization, etc.).

9.7 Casino Coordinator

Per section 8.4 in the Bylaws, should this position be vacant, the BSFS will cease casino fundraising efforts until the position is filled.

The BSFS Casino is held every two years in the fourth quarter of the year. Four months prior to the fourth quarter, the BSFS will be assigned a casino date.

The BSFS Casino Coordinator will:

- Be responsible for all communication with the AGLC regarding the status and upkeep of the Society's Casino / Gaming License, including "Allowable use of Proceeds" applications and Final Accounting summaries for each licensing period;
- Hire a Casino Advisor for each gaming event (Nola Brodsky (nola@thebrodskys.com) has been our adviser since we started). The BSFS will execute a signed contract with the advisor.
- Coordinate and execute a contract with the Casino;
- Coordinate casino package with the AGLC 60 days prior to the casino event;
- Organize volunteers for each gaming event one month prior;
- Report all pertinent gaming correspondence to the Members;
- Coordinate with the BSFS Treasurer to complete the appropriate required financial documents at the end of each gaming event.

9.8 Outdoor Build & Maintenance Coordinator

The BSFS Outdoor Build & Maintenance Coordinator will:



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- Assume duties and responsibilities as required, by consensus of the members (i.e. outdoor classroom, outdoor equipment, CBE rules & regulations as it applies to outdoor equipment / repairs, and Member updates on the progress to the group);
- Delegate duties to additional Members, as required.

9.9 Society Communications Coordinator

The BSFS Communications Coordinator will:

- Distributes all agendas and meeting minutes to the School Secretary for distribution to parents / guardians;
- Assists with creating graphics / images / posters for events and announcements;
- Responsible for all communications with the parents / guardians (through the School Secretary) regarding BSFS activities (i.e. updates, fundraising events, newsletters and surveys).

9.10 Special Lunches / Snacks Coordinator

The BSFS Special Lunches / Snacks Coordinator will:

- Be responsible for coordinating all special lunches and snacks with vendors, and posting each event on the Healthy Hunger website;
- Be responsible for overseeing the distribution of orders on lunch / snack day;
- Be responsible for reporting on profits at each BSFS meeting;

10.0 ANNUAL GENERAL MEETING

10.1 The Annual General Meeting (AGM) of the Society will be called every April for the primary purpose of electing Officers and reviewing the financial statements.

10.2 An announcement of the AGM and election of Officers will be made by the Chair at the March meeting. A notice of the AGM will be sent to all Members of the Society a minimum of three (3) weeks prior to the date of the AGM. The notice will specify the date of the AGM and request Members to forward nominations for open positions.

10.3 At the AGM, voting procedures as outlined in Article 15 will apply.



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- 10.4 A quorum at the AGM will consist of two percent (2%) of the Members. The Secretary will obtain from the principle information sufficient to determine the number representing a quorum.
- 10.5 If a quorum is not present at the AGM, the election of Officers may proceed. However, a new election must be called if a petition, signed by more than two percent (2%) of the General Members, is received prior to the next regular meeting of the Society. At the second duly called election, a quorum will consist of those in attendance.
- 10.6 In the absence of a quorum:
 - 10.6.a no motion may be considered or approved;
 - 10.6.b if majority of Members in attendance wish the meeting to proceed in the absence of a quorum, the Society will continue the meeting for purposes of discussion of issues, but 10.6a will continue to apply.
- 10.7 Meetings will be held at Bridlewood School or alternate locations approved by the Executive. The number of meetings to be held at alternate locations is to be determined by the Executive each year.
- 10.8 The agenda for any meeting of the Society shall be compiled by the Secretary prior to said meeting and distributed to Members. At the direction of the Chair, the agenda will be followed to the best of his/her abilities. Time permitting, at the discretion of the Chair, provision for open discussion may be made.
- 10.9 Only items on the agenda may be voted on.
- 10.10 Any Member, at the conclusion of the regular meeting, may request an item be added to the agenda for the next meeting.
- 10.11 All Members shall make reasonable efforts to advise the Chair and Secretary, in advance, of any matters proposed to be raised at the meeting.
- 10.12 Meetings are open to all Member s of the Society. Each Member is equal; one Member one vote.
- 10.13 Minutes will be taken at all meetings of the Society and at any separate meeting of the Executive.



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- 10.14 AGM minutes will be read at the next AGM. Amendments put forward by Members will be incorporated if they, in the Chair's sole opinion, aid in the accurate report of the proceedings of the meeting. After approval by a vote of a majority of Members present, the minutes will be signed and dated by the Chair or Secretary of that meeting.
- 10.15 Minutes will be maintained by the Executive and will be available to the Membership at large.
- 10.16 Voting Members on a majority vote, can close all or a portion of the meeting to the public or anyone else who is not a Voting Member.
- 10.17 Proxy or absentee votes are not permitted in any circumstances.

11.0 ELECTION PROCEDURES

- 11.1 If the Chairperson is running for a position, he/she will vacate the Chair during the elections and ask for a Member to Chair the AGM.
- 11.2 The Chair at the AGM cannot be held by any Member seeking election for any post. Past Chair may Chair the meeting.
- 11.3 The temporary AGM Chair will appoint a Secretary to record the Minutes of the AGM. This person may be the current Secretary of the Society, if they are not standing for election to any position.
- 11.4 The temporary AGM Chair will ensure that all nominees are present and are willing to stand for election, prior to presenting their names for inclusion on the ballots.
- 11.5 Only in exceptional circumstances will a Member who is not present at the AGM be allowed to stand for election. In this circumstance, the Secretary must have received a written acceptance, signed and witnessed, of the nomination.
- 11.6 Each candidate running for office will have the privilege of addressing the meeting for a maximum of five (5) minutes, for the purpose of identifying themselves, their background and their position on various issues.



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- 11.7 Any currently elected Officer may stand for re-election to their present position.
- 11.8 Currently elected Officers are free to stand for positions on the Executive, other than the one they have just held.
- 11.9 Votes will be cast by the preferred method of the attending Member s, either "show of hands" or "secret ballot".
- 11.10 All Voting Members are eligible to vote or cast motions at the AGM.
- 11.11 No absentee votes or proxies in any form will be accepted.
- 11.12 If counting ballots, the Members counting the ballots will report the total number of votes counted, the number of any spoiled ballots and the number of votes each candidate received. The temporary AGM Chair will declare elected, the candidate with the simple majority (50% + 1) of votes for each position.
- 11.13 The existing and newly elected Officers will work side-by-side during the remainder of the school year (April-June). The newly elected Officers act only in an observing capacity and have no powers or authority other than that of any Member of the Society. They will assume the duties of their office as of September 1st.

12.0 MEETINGS OF THE SOCIETY

- 12.1 Meetings will be held monthly. The day of the week and week of the month is to be determined at the beginning of the year by the Executive, in consultation with the Members.
- 12.2 Meetings should be held, but not mandated, on a consistent week and day throughout a school year, however, this can change from year to year. If deemed necessary by the Chair, meeting days can be changed.
- 12.3 Meetings will be held at Bridlewood School or alternate locations approved by the Executive. The number of meetings to be held at alternate locations is to be determined by the Executive each year.
- 12.4 The agenda for any meeting of the Society shall be compiled by the Secretary prior to said meeting and distributed to Members.



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At the direction of the Chair, the agenda will be followed to the best of his/her abilities. Time permitting, at the discretion of the Chair, provision for open discussion may be made.

- 12.5 Only items on the agenda may be voted on.
- 12.6 At the conclusion of the regular meeting, any member may request an item be added to the agenda for the next meeting.
- 12.7 All Members shall make reasonable efforts to advise the Chair and Secretary, in advance, of any matters proposed to be raised at the meeting.
- 12.8 Meetings are open to all Members of the Society. Each Member is equal; one Member, one vote.
- 12.9 Minutes will be taken at all meetings of the Society and at any separate meeting of the Executive.
- 12.10 Minutes will be read at the next meeting. Amendments put forward by Members will be incorporated if they, in the Chair's sole opinion, aid in the accurate report of the proceedings of the meeting. After approval by a vote of a majority of Members present, the minutes will be signed and dated by the Chair, and Secretary of that meeting.
- 12.11 Minutes will be maintained by the Executive and will be available to the Membership at large.
- 12.12 A quorum at a regular Society meeting will consist of two (2) Officers and at least three (3) Members.
- 12.13 On a majority vote, members can close all or a portion of the meeting to the public or anyone else who is not a Voting Member.
- 12.14 Proxy or absentee votes are not permitted in any circumstances

13.0 SPECIAL MEETINGS

- 13.1 A special meeting shall be called by the Chair or Secretary upon receipt, by either of them, of a petition signed by 10% of the Members in Good Standing, setting forth the reasons for calling such meeting. Notice



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shall be sent to Members through their eldest child in attendance at the Bridlewood School a minimum of eight (8) regular school days prior to the meeting.

- 13.2 Persons calling a meeting shall submit a detailed agenda describing exactly what business will occur. The meeting will only address those matters as listed on the agenda, and no other matters.
- 13.3 Twenty-five (25) Voting Members shall constitute a quorum at a special meeting.
- 13.4 Special meetings will follow the rules and regulations of the regular meetings as listed in Article 12.
- 13.5 Proxy or absentee votes are not permitted in any circumstances

14.0 MEETING OF THE EXECUTIVE COMMITTEE

- 14.1 Meetings of the Executive Committee may be called at any time by any Member of the Executive, by notice in writing to the Secretary, no less than ten (10) days prior to the date of such meeting, except in the case of urgency.
- 14.1 Three Executives shall constitute a quorum at an Executive Committee Meeting.

15.0 NOTICES

- 15.1 Notices are to be sent to the "eldest and only" child - family account as maintained by the Bridlewood School office. Notice may be delivered by e-mail or such other method as the Secretary deems sufficient. If no e-mail is provided, a general notice posted on the internet website for Bridlewood School, a physical location at or near the school that the Secretary deems likely to reach the majority of Members who have not supplied e-mail address shall constitute sufficient notice to these Members.
- 15.2 Notices given in good faith by a teacher to a student will be assumed to have been delivered.
- 15.3 No error or omission in giving notice to any Member for a meeting of



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the Society will invalidate the meeting, or invalidate or make void, any proceeding s taken or had at the meeting.

15.4 Every reasonable opportunity shall be made by the Executive to ensure each Member of the School community shall have a reasonable opportunity to attend meetings of the Society.

15.5 Neither the failure to provide a notice to any particular participant of the School community or to any Member, nor any defect in any notice; nor the failure of any particular person to actually receive notice of a meeting of the Society or general meeting, shall affect the sufficiency of the notice given to other Members of concerned participants of the Society, not the business transacted at such meetings.

16.0 VOTING PRIVILIDGES

16.1 Each Voting Member will have one vote at any meeting of the Society.

16.1.1 Matters to be decided by a vote of the Society shall be decided by a majority of positive votes of the Members actually in attendance at the meeting who choose to exercise their right to vote. Each Voting Member and each Member of the Executive has one vote. A Member may abstain from voting.

16.2 At the AGM, Members who only have children who are currently in Grade Six (6) in Bridlewood School, are not permitted to vote for the election of Officers. They retain the right to vote on all other issues that are brought before the meeting.

16.3 Proxy or absentee votes are not permitted in any circumstances.

16.4 All voting at regular meetings or at the AGM will be by show of hands, unless otherwise requested by a majority of Members in attendance, or as specified in Article 16.5.

16.5 At the AGM, voting for the election of Officers will be held by secret ballot, or as specified in Article 11.9.

16.6 In the event of a tie, at any type of meeting, the Chair shall attempt to create conversation around the issue and have a re-vote to obtain



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a majority. If in extreme cases the tie is unable to be resolved, the Chair may cast the deciding vote.

17.0 BYLAW & OBJECT AMENDMENTS

17.1 The Bylaws and Objects may be rescinded, altered or added to by a "Special Resolution", as described in the Societies Act, passed by a three quarters (3/4) majority vote at:

17.1.1 the AGM;

17.1.2 a special meeting; or

17.1.3 a regular meeting called specifically to amend the Bylaws.

17.2 Intention to rescind, repeal, alter or add to the Bylaws or Objects must be made public to the Members at least three (3) weeks prior to the date set for the meeting called for this purpose.

17.3 The notice of the meeting is to include both the text of the amendment and the text it will replace or if called to rescind or repeal these Bylaws, the reasons for this action being proposed.

18.0 FINANCIAL INFORMATION & REQUIREMENTS

COLLECTION AND DISBURSEMENT OF MONIES

18.1 All monies of the Society shall be handled in the manner set out in this Article.

18.2 At any fundraising event, money received is to be counted and verified by two (2) Members assigned to the task.

18.3 The Treasurer shall deposit all monies as soon as possible and prior to the next Society meeting.

18.4 Financial commitments over \$100.00 will be specifically adopted by a majority vote of those in attendance at a regular Society meeting.

18.5 Cheques must be signed by any two (2) of the following Officers: Chair, Vice Chair, Secretary or Treasurer. A signing Member of the Society cannot sign a cheque made payable to themselves.



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- 18.6 Both signatories must review and initial the invoices and back-up for each cheque.
- 18.7 For financial control, the Treasurer will, in the normal course of business, sign all cheques.
- 18.8 The Society is not empowered to borrow funds, at this time. This Article may be amended under Article 17 in its entirety.
- 18.9 Cheques will not be issued to a person directly unless in payment for direct services. Exceptions to this guideline may be in the instance where:
- a) the cheque is reimbursement for a payment already made, for which a receipt has been submitted for the same amount. Normally, however, cheques should be made directly to pay for goods and services; and
 - b) where goods and services are planned, an approved resolution from the Society which lists proposed purchase and approximate costs should be forwarded to the Treasurer before any cheques are issued. All receipts should then be forwarded to the Treasurer immediately following the purchase, to reconcile against the cheque(s).
- 18.10 In the case where there is a need for a department within the school to keep a specific receipt for any purpose (e.g. The library needs to keep a receipt as proof of purchase for the warranty on electronics), a copy of the receipt should be made and given to the Treasurer for their records.

19.0 USE OF FUNDS

- 19.1 Funds raised by the Society are to be used for the benefit of Bridlewood School, its students, and the Bridlewood Community as a whole as it pertains to the students at Bridlewood School. (E.g. A playground on community property for the benefit of both the students at Bridlewood and the general community).
- 19.2 The Principal and Teachers will prepare a list of items required by the school that has been approved by the Bridlewood School Council. This list will be presented to the Members in attendance at any meeting of



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the Society.

- 19.3 The Principal and Teachers, will, during the meeting, have a discussion around prioritizing the list, based on their knowledge of the school's requirements and in consultation with the Bridlewood School Council. This prioritized list should include a cost estimate for each item.
- 19.4 The prioritized list will be presented at one meeting and voted on at the following meeting by Members, after giving due consideration to the funds then available to the Society, and after being advised by the Treasurer as to any outstanding commitments, previously planned expenditures, traditional commitments and operating fund requirements,
- 19.5 The funds so voted may be applied to purchase items so listed on the prioritized list, but not limited to. The Membership of the Society will discuss the list brought forward, after the said discussion, a motion will be voted upon and if carried the Society will go ahead with the said purchase. There are no stipulations as to the order we must view the prioritized list, it will be to the discretion of the Membership of the Society as to what they deem is important. This will continue until funds are fully utilized.
- 19.6 The idea of bringing forward suggestions as to how to utilize our fundraising dollars best will not be limited to the Principal and the Teachers. At any time, the Society Member ship at large may come forward with suggestions. In collaboration with all sides involved, a collective decision will be made.
- 19.7 Nothing in this Article requires the Members to fully expend the funds available at any time; other than the Alberta Gaming and Liquor Commission's (AGLC) rule that a good percentage of gaming funds must be spent within 24 months of the receipt of the monies into the account.
- 19.8 Special requests to the AGLC can be made for long-term investments if the Membership of the Society as a whole agrees. The Society may set up a special reserve fund for expenditure on major items that may require contributions over an extended period of time, if pre-approved by the AGLC for the gaming account only.



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19.9 Non-Gaming fundraising may be handled under the Bylaws of the Bridlewood School Council. Alternatively, the Society, may also handle non-gaming fundraising; however, separate bank accounts will have to be maintained.

19.10 At least two (2) bank accounts will be maintained by the Society, one for general fundraising monies and one for gaming proceeds in accordance with Alberta Gaming Regulations. Other bank accounts may be opened from time to time as approved by Members.

20.0 BOOKS, RECORDS & REPORTS

20.1 The Officers will see that all necessary books and records of the Society required by the Bylaws of the Society or by any applicable statute or law are regularly and properly kept.

20.2 The books, accounts and records of the Society will be audited at least once a year, as detailed in Article 21.

20.3 The books and records of the Society may be inspected by any Member of the Society at any time, upon giving reasonable notice and arranging a time satisfactory to the Officer or Officers having charge of the same. Each Member of the Executive will at all times have access to such books and records.

21.0 FINANCIAL AUDIT

21.1 The books and records of the Society, as maintained by the Treasurer, shall be reviewed at least once a year, prior to the AGM by the Audit Committee. The Audit Committee shall report the results of the review to the Members at the AGM.

21.2 The Audit Committee will consist of two (2) Members, who are not Officers or Coordinators. They will be appointed prior to the September meeting to audit the financial records for the school year which has just ended. Such an audit is to be completed prior to the first meeting of the new school year and evidenced by their signatures on a set of statements presented at the September meeting, for inclusion in the meeting minutes.



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- 21.3 If, as stated in Article 21 .2, two Members who are not Officers or Coordinators cannot be appointed due to lack of Membership interest, two (2) Officers or Coordinators may be elected by majority vote. The Treasurer would not be able to be elected to fill this role.
- 21.4 The Treasurer will provide a detailed year-end report within 30 days of the financial year end.

22.0 SOCIETY SEAL

- 22.1 The Society need not at any time adopt or have an official seal, but the Society may, by resolution passed at any meeting of the Society or Executive Committee adopt an official seal.
- 22.2 If the Society adopts a seal, it shall remain in the custody of the Chair.
- 22.3 If the Society adopts an official seal, the seal shall be affixed to all official documents of the Society and may be affixed to other Society documents and correspondence as the Chair deems appropriate.
- 22.4 The Society's official seal, if adopted, shall be authenticated by the signature of either the Chair or the Secretary.

23.0 CONFLICT RESOLUTION

All Members shall resolve conflicts by adhering to the following protocol and procedures:

- 23.1 Anyone in the school community has the freedom to voice their concerns in an appropriate manner.
- 23.2 Person(s) who have a concern have a responsibility to begin addressing the concern directly with those persons whom they have the concern before taking their concern elsewhere.
- 23.3 If no resolution can be found, the conflict may be brought to the Chair.
- 23.4 All parties in conflict situations shall be treated with, and have the responsibility to treat each other with fairness, dignity and respect.



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- 23.5 If a Member is not following the protocol or procedures set out, the Chair will ask them to comply with the rules. Should the Member refuse, they will be asked to leave the meeting. The Member will not be allowed to attend further meetings until the issue is resolved and the Society votes on their return.
- 23.6 Attempts will be made to deal with all concerns in an appropriate and timely fashion.
- 23.7 The Bylaws of this Society provide that a dispute arising out of the affairs of the Society and between any Members of the Society or between a Member or a person who is aggrieved and who has for not more than 6 months ceased to be a Member; or a person claiming through the Member or aggrieved person or claiming under the Bylaws of the Society and the Society or an Officer of the Society, shall be decided by arbitration, which shall be under the Arbitration Act unless the Bylaws prescribe some other method.
- 23.8 A decision made pursuant to an arbitration is binding on all parties and may be enforced on application to the Court of Queen's Bench and unless the Bylaws otherwise provide there is no appeal from it.

24.0 LIABILITY INSURANCE

- 24.1 The Society will annually purchase an insurance policy providing third party liability coverage for Society activities and liability coverage for those acting as Officers and the Executive Committee of the Society.
- 24.2 The Treasurer will recommend from the available policy; options and ensure that this coverage is maintained from year to year.

25.0 INDEMNITY

- 25.1 No Member or Officers is liable for the acts of any other Members or Officers. No Member is responsible for any loss or damage due to bankruptcy, insolvency or wrongful act of any person, firm or corporation dealing with the Society. No Member or Officer is liable for any loss due to an oversight or error in judgment or by any act in his/her role for the Society unless the act is fraud, dishonesty or bad faith.



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26.0 DISSOLUTION

- 26.1 For any reason, what so ever, the Membership of the Society determine that the Society would be better off to be disbanded. As per AGLC and CRA regulation; applicants who are incorporated under any statute must have Bylaws that upon dissolution of the applicant's group; require any assets remaining after paying debts and liabilities to be disbursed to eligible charitable or religious groups or purposes
- 26.2 As a Society if we are to be dissolved, upon a majority vote, we will donate all remaining assets after paying debts and liabilities to an eligible charity or religious group. The eligible charity of choice should be one that has similar objects to this organization.
- 26.3 Assets of this organization cannot be distributed to Members at any time including upon dissolution.
- 26.4 Dissolution requires a "Special Resolution", as described in the Societies Act, passed by a three-quarters (3/4) majority vote at:
 - 26.4.1 the AGM;
 - 26.4.2a special meeting; or
 - 26.4.3a regular meeting called specifically to dissolve the organization.

27.0 ISSUING DEBENTURES & SURRENDERING the CERTIFICATE OF INCORPORATION

- 27.1 Surrender of the Certificate of Incorporation and issuing debentures require a "Special Resolution" passed by a three quarters (3/4) majority vote at:
 - 27.1.1 the AGM;
 - 27.1.2a special meeting; or
 - 27.1.3a regular meeting called specifically to issue debentures or surrender the certificate.
- 27.2 Intention to Surrender the Certificate of Incorporation and/or issuing debentures must be made public to the Members at least three (3) weeks prior to the date set for the meeting called for this purpose.