



SOCIETY ACT

BY-LAWS

OF

QUEEN'S PARK PRESCHOOL SOCIETY

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1 DEFINITIONS

- 1.1 In these By-Laws, unless the context otherwise requires:
 - 1.1.1 “Executive” means the executive of the Preschool, the elected positions of which are listed in Article 9;
 - 1.1.2 “Family” means all Members of a child that has been accepted for admission to the Preschool;
 - 1.1.3 “Handbook” means the document adopted by the Members containing, among other things, the policies and procedures of the Preschool;
 - 1.1.4 “Member” means the parents or legal guardians of a child that has been accepted for admission to the Preschool;
 - 1.1.5 “Parents’ Contract” means the agreement signed by prospective Members to acknowledge their duties and obligations as a Member;
 - 1.1.6 “Policies and Procedures” means the Queens Park Preschool Policies and Procedures;
 - 1.1.7 “Preschool” means Queen’s Park Preschool Society;
 - 1.1.8 “Registered Address” of a Member means a Member’s address as recorded in the Register of Members; and
 - 1.1.9 “Supervisor” and “Assistant Supervisor” mean the Teachers of the Preschool.
- 1.2 Where a matter has not been defined in this Article 1.1, the definitions of the *Society Act* shall apply to these By-Laws.
- 1.3 Words importing the singular and feminine include the plural and masculine and body corporate, as the context allows.

2 MEMBERSHIP

- 2.1 The Members of the Preschool are those persons who have become Members in accordance with these By- Laws and have not ceased to be Members.
- 2.2 A child is accepted for admission to the Preschool by the Executive in accordance with the Policies and Procedures and Article 14.1.

- 2.3 Under extenuating circumstances, and at the discretion of the Executive, adult members of a child's extended family may be considered to be a Member.
- 2.4 The parents, legal guardians or an adult member of the child's extended family cease to be Members of the Preschool upon:
 - 2.4.1 Delivery of the Member's resignation to the Preschool;
 - 2.4.2 Expulsion of the Member or the Member's child; or
 - 2.4.3 The Member has no child enrolled in the Preschool.

3 EXPULSION OF A MEMBER

- 3.1 A Member may be expelled by a resolution passed by a two-thirds majority vote of the Executive for the following reasons:
 - 3.1.1 Non-payment of fees;
 - 3.1.2 Non-fulfillment of the Parents' Contract;
 - 3.1.3 Missing more than two General Meetings during the course of the September to June school year; or
 - 3.1.4 Engaging in behaviour inconsistent with the Policies and Procedures and the Preschool Parent Handbook.
- 3.2 A notice for proposed expulsion of a Member shall be in writing and shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- 3.3 The Member who is the subject of the proposed expulsion shall be given the opportunity to be heard at an Executive Meeting before the proposed expulsion is put to a vote by the Executive.
- 3.4 Any Member who has been expelled by the Executive may appeal the decision to the Members at the next General Meeting and may be reinstated by Special Resolution of the Members.

4 EXPULSION OF A CHILD

- 4.1 The Executive, on the recommendation of the Supervisors and/or the Personnel Committee, may require the expulsion of a child who constitutes a serious management or health problem during Preschool sessions.

- 4.2 A notice of proposed expulsion shall be in writing and shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- 4.3 The Family of a child who is the subject of the proposed expulsion shall be given the opportunity to be heard at an Executive Meeting before the proposed expulsion is put to a vote by the Executive.
- 4.4 There is no opportunity for the Family of any child who has been expelled by the Executive to appeal the decision to the Members at a General Meeting.
- 4.5 Any child whose Family has no Members shall be expelled.

5 MEMBER OBLIGATIONS

- 5.1 Every Member of the Preschool shall pay all fees, fulfill the Parents' Contract, and comply with these By-Laws and the Policies and Procedures.
- 5.2 The amount and method of payment of the annual membership fees shall be determined by a committee that includes the Treasurer, and shall be presented to the general membership prior to the March General Meeting for approval as part of the next school year's budget.
- 5.3 All Families are required to take at least one job in the Preschool. The Executive may assign additional jobs to Members as necessary.

6 MEETINGS OF MEMBERS

- 6.1 General Meetings shall be held on the first Tuesday of each month from September to June inclusive, or soon thereafter as may be convenient, to deal with such items of business of concern to the membership at large as may arise from time to time.
- 6.2 A posted notice is not required for General Meetings although the Executive shall make reasonable efforts to ensure that Members are aware of the dates, time and place of such meetings. Notwithstanding the foregoing, in the event that the date of the meeting is not the first Tuesday of the month or if a Special Resolution is to be considered, then 14 day's notice of such General Meeting is required.
- 6.3 Additional General Meetings may be convened by the Executive, if required, by posting notice of such meeting in a conspicuous place at the Preschool during the school year no less than 14 days prior to the meeting and specifying the business to be conducted at the meeting.

- 6.4 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the Members entitled to receive notice does not invalidate proceedings at the meeting.
- 6.5 An Annual General Meeting shall be held at least once in every calendar year and not more than 15 months after the last preceding Annual General Meeting.

7 PROCEEDINGS AT GENERAL MEETINGS

- 7.1 A quorum shall consist of 15 voting Members present.
- 7.2 No business, other than the election of a chairperson and the adjournment or termination of the meeting, shall be conducted at a General Meeting at a time when a quorum is not present.
- 7.3 If at any time during a General Meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 7.4 If within 30 minutes from the time appointed for a General Meeting a quorum is not present, the meeting, if convened on the requisition of Members, shall be terminated, but in any other case, it shall stand adjourned to the same day in the next week, at the same time and place and if, at the reconvened meeting a quorum is not present within 30 minutes from the time appointed for the meeting, the Members present constitute a quorum.
- 7.5 The President, or the Vice President, or in the absence of both, one of the Executive Members present shall preside as Chairperson of a General Meeting.
- 7.6 If at a General Meeting there is no President or other Executive Member present within fifteen minutes after the time appointed for holding of a General Meeting, or the President and all other Executive Members present are not willing to act as Chairperson, the Members shall choose one of their Members to act as Chairperson.
- 7.7 A General Meeting may be adjourned, but no business shall be transacted at the reconvened meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 7.8 Where a General Meeting is adjourned for 10 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.
- 7.9 Except as provided in these By-Laws, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned General Meeting.

8 VOTING AT GENERAL MEETINGS

- 8.1 Voting at all General Meetings shall be by show of hands, except:
 - 8.1.1 In the case of election of the Executive, in which case voting shall be by secret ballot; and
 - 8.1.2 Where, in respect to a particular item of business, Members decide, by Ordinary Resolution, to vote on that item of business by secret ballot.
- 8.2 Each Family shall have only one vote.
- 8.3 In the case of a tie vote, the Chairperson shall not have a casting or second vote in addition to the vote to which they may be entitled as a Member, as such, the proposed resolution shall not pass.
- 8.4 Voting by proxy shall be permitted in the absence of a voting Member subject to the following:
 - 8.4.1 The proxy must give the proxy holder the power to vote upon a specific issue or issues, or for the election or specified directors or officers. A proxy which purports to grant a general, unspecified or discretionary voting power is invalid;
 - 8.4.2 The business to which the proxy relates must have been known by the Members prior to the meeting to be business which would be transacted at the meeting; and
 - 8.4.3 The proxy must be signed by the voting Member and deposited with the Chairperson prior to the commencement of the meeting.

9 DIRECTORS AND OFFICERS

- 9.1 The Executive of the Preschool shall consist of:
 - 9.1.1 President;
 - 9.1.2 Vice President;
 - 9.1.3 Secretary;
 - 9.1.4 Treasurer;
 - 9.1.5 Enrolment Coordinator;

- 9.1.6 Fundraising Coordinator;
 - 9.1.7 Orientation Coordinator;
 - 9.1.8 Class Representatives;
 - 9.1.9 Parent Education Coordinator, and
 - 9.1.10 Special Event Coordinator.
- 9.2 Each member of the Executive must:
- 9.2.1 Act honestly and in good faith and in the best interests of the Preschool; and
 - 9.2.2 Exercise the care, diligence and skill of a reasonably prudent person,
 - 9.2.3 In exercising the powers and performing the functions as a member of the Executive.
- 9.3 All Executive members shall be elected at the May General Meeting for a term of one year. The term for all Executive members other than the Treasurer, Enrolment Coordinator and Orientation Coordinator shall commence August 1 and the term for the Treasurer, Enrolment Coordinator and Orientation Coordinator shall commence January 1. The following shall apply to the election:
- 9.3.1 Separate elections shall be held for each office to be filled;
 - 9.3.2 An election may be by acclamation, otherwise it shall be by ballot; and
 - 9.3.3 If no successor is elected the person previously elected or appointed may continue to hold office.
- 9.4 The Members may by Special Resolution remove an Executive Member before the May General Meeting.
- 9.5 In the event of a vacancy on the Executive:
- 9.5.1 The Executive may at any time and from time to time appoint a Member to fill a vacancy on the Executive;
 - 9.5.2 The temporarily appointed Executive Member shall hold office until such time as the Members at large are able to hold an election to fill a vacancy filled by the temporarily appointed Executive Member;

- 9.5.3 Nominations to fill a vacancy shall be received at the monthly General Meeting following the creation of the vacancy and an election shall be held at the second following monthly General Meeting; and
- 9.5.4 The temporarily appointed Executive Member shall be eligible for nomination and election by the Members at large to fill the vacancy.
- 9.6 No act or proceeding of the Executive is invalid only by reason of there being less than the prescribed number of Executives in office.
- 9.7 No Member shall be paid for serving on the Executive.
- 9.8 Members shall be reimbursed for all reasonable and necessary expenses personally incurred while in the affairs of the Preschool.
- 9.9 The President, Vice President, Secretary, Treasurer and Enrolment Coordinator and one or more other persons elected by the Members shall form an Executive Committee and shall be directors of the Preschool.
- 9.10 The number of directors shall be 5 or a greater number determined from time to time at a General Meeting.
- 9.11 No decision made by the Members in a General Meeting invalidates a prior act of the Executive that would have been valid if the subsequent decision had not been made.
- 9.12 The Executive at a meeting may not approve expenditures exceeding \$2,500, including taxes, without approval of the Members by Ordinary Resolution.

10 EXECUTIVE AND COMMITTEE PROCEEDINGS

- 10.1 The Executive 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. General Members can attend all executive meetings but may be excluded for in camera proceedings.
- 10.2 The President shall be Chairperson to all meetings of the Executive, but if at any meeting the President is not present within 15 minutes after the appointed time for holding the meeting, the Vice President shall act as Chairperson, but if neither is present the Executive Members present may choose one of their number to be Chairperson at that meeting.
- 10.3 A minimum of five members of the Executive shall constitute a quorum at any Executive Meeting.

- 10.4 Any member of the Executive Committee shall have the right to call an Executive Committee meeting and such meetings shall be called only in the event of an emergency that requires prompt action.
- 10.5 Any and all business carried out by the Executive Committee shall be ratified at a subsequent meeting of the Executive.
- 10.6 Executive Members who miss two Executive Meetings during their term of office without reasonable excuse may be subject to removal from office.

11 COMMITTEES

- 11.1 The Executive may delegate any, but not all, of their powers to Committees consisting of such Executive Members and/or Members as they think fit.
- 11.2 Without limiting the generality of Article 10, the Executive shall cause the Committees described in the Policies and Procedures to be formed.
- 11.3 A Committee formed to exercise the powers so delegated shall conform to any rules that may from time to time be imposed upon it by the Executive and shall report every act done in exercise of those powers at the earliest subsequent meeting of the Executive.
- 11.4 A Committee shall elect a Chairperson for its meetings, but if no chairperson is elected or if at any meeting the chairperson is not present within 15 minutes after the time appointed for holding the meeting, the Committee Members present shall choose one of their number to be Chairperson of the meeting. A Committee Chairperson shall have a vote.
- 11.5 The members of a Committee may meet and adjourn as they think proper.

12 VOTING AT EXECUTIVE AND COMMITTEE MEETINGS

- 12.1 Executive or Committee meeting decisions shall be made by a majority of votes, except where otherwise prescribed in these By-Laws.
- 12.2 In the case of a tie vote at an Executive Meeting, the Chairperson shall cast the tiebreaking vote.
- 12.3 In the case of a tie vote at a Committee meeting, the Chairperson does not have a second vote and the proposed resolution shall not pass.
- 12.4 No resolution proposed at an Executive or Committee meeting need be seconded and the Chairperson of a meeting may move or propose a resolution.

- 12.5 A resolution in writing and agreed to by the entire Executive and placed with the minutes of the Executive is as valid and effective as if regularly passed at a meeting of the Executive.

13 DUTIES OF THE EXECUTIVE MEMBERS

- 13.1 The President shall preside at all meetings of the Preschool and of the Executive.
- 13.2 The President is the chief executive officer of the society and shall supervise the other officers in the execution of their duties.
- 13.3 The Vice President shall carry out the duties of the President during his or her absence and any other duties assigned by the President.
- 13.4 The Secretary shall:
- 13.4.1 Conduct the correspondence of the Preschool;
 - 13.4.2 Issue notices of meetings of the Preschool and Executive, when required;
 - 13.4.3 Keep minutes of all meetings of the Preschool and the Executive;
 - 13.4.4 Maintain all records and documents of the Preschool except those required to be kept by the Treasurer in a locked cabinet on the premises of the Preschool;
 - 13.4.5 Have custody of the common seal, if any, of the Preschool; and
 - 13.4.6 Maintain the register of Members.
- 13.5 The Treasurer shall:
- 13.5.1 Keep the financial records, including books of account, necessary to comply with the *Society Act* and the *Income Tax Act*; and
 - 13.5.2 Render financial statements to the Executive, Members and others when required and, in any event, provide financial statements to the Members on a monthly basis during the school year.
- 13.6 The Executive may provide a common seal for the Preschool and it has power from time to time to destroy it and substitute a new seal in the place of the seal destroyed.
- 13.7 The common seal shall be fixed only when authorized by a resolution of the Executive 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 President and Treasurer.

- 13.8 The Enrolment Coordinator, Fundraising Coordinator, Orientation Coordinator, Class Representatives, Parent Education Coordinator and Special Event Coordinator shall carry out the duties assigned by the President.

14 ENROLMENT

- 14.1 Admission to the Preschool will be on the basis set out in the Policies and Procedures.
- 14.2 Registration of all children shall be on dates determined by the Executive.
- 14.3 A child entering the three-year old class may be 3 by December 31 of the entrance year, and a child entering the four-year old class may be 4 by December 31 of the entrance year, at the discretion of the Executive.
- 14.4 A child must meet all requirements for enrolment under the *Community Care and Assisted Living Act*.
- 14.5 The parents, legal guardians or an adult member of the child's extended family applying for enrolment will be required to complete and sign a Parents' Contract provided by the Preschool.

15 BORROWING

- 15.1 In order to carry out the purposes of the Preschool, the Executive may, on behalf of and in the name of the Preschool, raise or secure the payment or repayment of money in such manner as they decide and in particular but without limiting the generality of the foregoing, by the issue of debentures.
- 15.2 Debentures can only be issued by Special Resolution.

16 NOTICES TO MEMBERS

- 16.1 A notice may be given to a Member, either personally, by mail or email.
- 16.2 A notice sent by mail shall be deemed to have been given on the third day following that day on which the notice is mailed.
- 16.3 Nothing in this Part shall be construed as requiring any further notice of Members Meetings than that set out in Article 3.

17 BY-LAWS AND POLICIES AND PROCEDURES

- 17.1 On being admitted to membership, a Member is entitled to and the Preschool shall supply a copy of the Constitution and By-Laws of the Preschool.

17.2 These By-Laws shall not be amended except by Special Resolution.

17.3 The Policies and Procedures shall not be amended except by Ordinary Resolution of the Members.

These Bylaws were amended by Special Resolution at the _____ General Meeting of the Preschool.

Shelley Stevenson, President

Jeff Arason, Vice President