

**Order Microfilm Attachment - Legal Entity****505896472, THE PARENT ADVISORY COUNCIL OF NELLIE  
MCCLUNG SCHOOL**Print Cover Sheet

Service Request Number: 9153538  
Service Request Fee: \$0  
Corporate Access Number: 505896472  
Legal Entity Type: Alberta Society  
Legal Entity Name: THE PARENT ADVISORY COUNCIL OF NELLIE MCCLUNG  
SCHOOL

**SERVICE PROVIDER  
INFORMATION**

Name: MCLEOD & COMPANY  
Street: Third Floor, 14505 Bannister Road SE  
City: CALGARY  
Province: ALBERTA  
Postal Code: T2X 3J3  
Telephone Number: 254-3846  
Fax Number: 271-1769  
Imagis Customer Id: C010286  
Requested By: BENOIT, LOUISE

Delivery Mode: Fax

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Special Instructions: PLEASE PROVIDE THE WRITER WITH A COPY OF THE BYLAWS  
AS FILED FOR THE PARENT ADVISORY COUNCIL OF NELLIE  
MCCLUNG SCHOOL. THANK YOU. LOUISE BENOIT [(FAX - (403)  
271-1769]

20  
yours truly  
Complete Request

Sept 25  
w

505 896 472



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9860 Palistone Road SW  
Calgary, AB  
T2V 3V9  
(403) 251-4566

November 4, 2004

Christine Turner  
Corporate Registry Examiner  
Government Services Registries  
PO Box 1007 Stn Main  
Edmonton, AB  
T5J 4W6

Dear Christine,

Re: Special Resolution

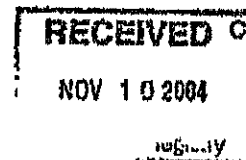
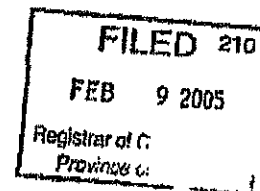
I hereby certify that the following special resolution was passed at a meeting of the members of  
The Parent Advisory Council of Nellie McClung School on October 12, 2004.

The by-laws were changed as follows:

The existing by-laws are repealed. They are replaced by the attached by-laws.

Date: November 4, 2004

Signature:   
Title: Secretary, Nellie McClung Elementary School PAC



525 576 972



The Parent Advisory Council of Nellie McClung School  
Bylaws

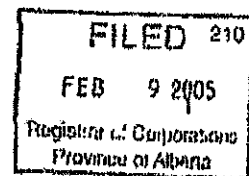
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Definitions

In all Bylaws of The Parent Advisory Council of Nellie McClung School (Council),  
unless the context otherwise specifies or requires:

- a) "Act" means the Societies Act of the Province of Alberta;
- b) "Annual General Meeting" means the meeting required to be held in Accordance with Article 9;
- c) "Assembly/Town Hall" model of governance means most decisions are made at "General Meetings" and "Annual General Meetings" of the entire school community (see Schedule A)
- d) "Certification of Establishment" means the document that certifies the proper establishment of the Council and confirms the composition and size of the Council as determined by the members at the Establishment Meeting;
- e) "Community Representatives" means the persons appointed as Members that have an interest in the school;
- f) "Eligible Voting Member" means any person who is a Parent;
- g) "Executive Members" means the persons holding the following positions:

Principal	Key Communicator
Chair	Parent Volunteer Coordinator
Vice Chair	Fund-raising Coordinator
Secretary	C.A.P.S.C. Representative
Treasurer	Teacher Representative
	Members-at-large (2)
- h) "Members" means Teachers, Staff, Parents, Community representatives appointed by the school; provided that the Principal shall be a member, the majority of the members must be parents and at least one of the members shall be a Teacher.
- i) "Officers" means Members who occupy the offices of Chair, Vice-Chair, Secretary or Treasurer;
- j) "Parents" means parents, guardians or legal custodians of a child enrolled in Nellie McClung Elementary School;
- k) "Principal" means principal as defined in the School Act of the Province of Alberta;
- l) "Regulations" means the regulations under the School Act of the Province of Alberta;
- m) "Motion" means a resolution of the Council passed at a Council meeting by a majority at the meeting;
- n) "School" means Nellie McClung Elementary School



- o) "School Board" means the Calgary Board of Education (CBE);
  - p) "School Community" means
    - i) Students enrolled in the School and the Parents
    - ii) The School Staff, and
    - iii) Other persons who have an interest in the School;
  - q) "Council" means the Members;
  - r) "Special Meeting" means a meeting of Council members outside a General meeting;
  - s) "Staff" means all persons who are employed at the School;
  - t) "Foundation Statements" means a statement adopted by the Council and Parents and includes a mission, purpose and vision;
  - u) "Students" means the child(ren) enrolled in the School;
  - v) "Teachers" means those persons who are employed to teach Students at the school.
- 1.02 All other capitalized terms used shall have the same meaning as is set out in the Act; the Regulations or elsewhere in these bylaws.

**Article 1 -- Membership of The Parent Advisory Council of Nellie McClung School**

Membership of The Parent Advisory Council of Nellie McClung School is open to:

- Any person who is the parent, guardian or legal custodian of a child enrolled in Nellie McClung Elementary School.
- Any member of the staff of Nellie McClung Elementary School.
- Community representative(s) appointed by the Nellie McClung Elementary School.

**Article 2 -- Executive Members of The Parent Advisory Council of Nellie McClung School**

Executive Members of The Parent Advisory Council of Nellie McClung School shall consist of the following positions:

Principal	Key Communicator
Chair	Parent Volunteer Coordinator
Vice Chair	Fund-raising Coordinator
Secretary	C.A.P.S.C. Representative
Treasurer	Teacher Representative
	Members-at-large (2)

Any Member can be nominated for an Executive position and elected by the majority of the Members present at that meeting.

### **Article 3 -In Tandem Operations**

The meetings of The Parent Advisory Council of Nellie McClung School are run in tandem with the Nellie McClung Elementary School Council. *The Executive, Officers and operations of The Parent Advisory Council of Nellie McClung School and the Nellie McClung Elementary School Council are the same.*

#### Article 4 –Decision Making

- 4 01 It shall be the duty and responsibility of the Council that activities follow the Assembly/Town Hall model of governance (see Schedule A)
- 4.02 *Voting on a motion shall be on the basis of one vote for each Eligible Voting Member actually in attendance, and the majority of votes shall prevail. Voting by proxy shall not be permitted*
- 4 03 **Conflict Resolution**  
From time to time a difference of opinion may arise among members of Council. The following procedure(s) will be followed should any conflict arise within Council and every effort will be made to resolve any dispute in a timely manner:
- a) Each party will prepare a statement of their position.
  - b) A meeting between the parties and a mediator (who is mutually agreed upon) will be held and the discussion and any resolutions will be documented.
  - c) If the conflict has not been resolved after Step b (to the satisfaction of all parties), a committee of individuals (agreeable to all parties) will arbitrate a solution to the conflict.
  - d) If further resolution is required, the Council may consider at its own cost:
    - 1. assistance by a facilitator in dispute resolution techniques, or
    - 2. assistance by an outside trained facilitator, or
    - 3. any other dispute methods that the Council may agree upon
- 4.04 If a dispute between the Principal and the Council or any of its members *on Council operations cannot be resolved, either party may refer the matter to the CBE School Board Collaborative Learning Community (CLC) Director, who may meet with the parties either independently or together as the CLC director determines, for the purpose of attempting to resolve the dispute in a timely manner.*
- 4.05 If the parties are not satisfied with the resolution of the CLC Director either party may ask the CBE School Board Chief Superintendent or designate for a review of the matter.

## **Article 6 -Membership**

### **5.01 Duty**

It shall be the duty of all Members to act in a manner consistent with the best interests of the School and the Students and according to these Bylaws, the Act, and the CBE Administrative Regulation 5001.

### **5.02 Restrictions on Membership**

The majority of the Members of the Council must be Parents of students enrolled in the School and CBE employees must not form a majority of the Members of Council for the School in which they work.

### **5.03 Term**

An Officer's term shall commence upon election and continue until a successor is elected.

### **5.04 Disqualification**

A Member is disqualified if that person no longer meets the qualifications of the Act, the Regulations, and the CBE Regulation 5001, the Certificate of Establishment or these bylaws; i.e., a Parent who no longer has a Student enrolled in the School or a Teacher who is no longer employed at the School.

### **5.05 Removal**

The Council may by a motion, remove any Member, provided that the Member has been notified twenty-one (21) days in advance and is afforded the opportunity to be heard at a Special Meeting called within twenty-one (21) days. The Council may by a motion at a General meeting, remove any member of the Officers or the Executive for any cause which the Council may deem reasonable, provided notice of the motion is given in writing to the Officer or Executive member twenty-one (21) days in advance of the General meeting.

### **5.06 Meetings by Telephone**

Members of a committee of the Council and/or the Council may hold a meeting by means of telephone or other communication device or facilities that would permit all persons participating in the meeting to hear each other and any Members participating by those means are deemed to be present at the meeting.

### **5.07 Place of Meetings**

Meetings of the Council shall ordinarily be held at the School.

### **5.08 General Meetings:**

- a) The Council may appoint a day or days in any month or months for General meetings and even though no further notice shall be



required for Members, the Council shall ensure that all concerned participants of the School Community are made aware of these meetings by following the practices described in Article 11 Notices.

- b) A minimum of three (3) General meetings must be held in the school year to maintain status as a Council

5.09 Calling of Special Meetings

- a) Meetings of the Council shall be held at the times and places as the Chair or the Vice-chair may specify.
- b) Upon written request the Chair must ensure that a meeting of the Council is held within twenty-one (21) days of request.

5.10 Quorum

The quorum for the transaction of business at any meeting of the Council shall be five (5) Members present at the commencement of the meeting with the restriction that quorum shall not be represented by a majority of CBE employees.

5.11 Meeting Agenda

The agenda for any meeting of the Council shall follow the format as laid out in Schedule B to be prepared by the Chair and approved by the Members in attendance at the onset of the meeting.

5.12 Resignation

Any member wishing to withdraw from membership may do so upon a notice in writing to Council through its Secretary.

5.13 Remuneration

Unless authorized at any meeting and after notice of same has been given, no officer or Member of the Council shall receive any remuneration for services provided.

## Article 6 --Committees

- 6.01 Council may appoint committees consisting of Members and others from the School Community with either delegated powers or advisory responsibilities through a motion and voting at either a General or Special Meeting of the Council.
- 6.02 Committees may consist of Members who are non-Executive with the exception of:
- a) *Finance Committee*  
The Finance Committee shall ordinarily be chaired by the Treasurer and shall present an annual budget to the Annual General Meeting of the Council. As well, the committee shall periodically review the financial aspects of the Council's activities including the annual financial statements.
  - b) *Strategic Planning Committee*  
The Strategic Planning Committee shall ordinarily include the Chair, Principal, Parents and Teachers and be responsible for conducting processes including presentations at meetings to enable Members, subject to input, or comment from the School Community, to affirm, provide input, or comment upon, for consideration by the Principal, the School's Foundation Statements, business plan, School Improvement Plan or similar documents, if any.

## Article 7 -Officers

7.01 The Council shall have the following Officers as elected by the Eligible Voting Members. CBE employees may serve as Officers subject to CBE Administrative Regulation 5001 5(1).

- a) Chair
- b) Vice-chair
- c) Secretary
- d) Treasurer

7.02 No person may hold more than one (1) office at one time.

7.03 Term

An officer's term shall commence upon appointment and continue until a successor is elected.

7.04 Withdrawal

An Executive Member may withdraw by notice in writing to the Chair and the Principal and if the withdrawing Officer is the Chair, by notice in writing to the Vice-chair and the Principal.

7.05 Vacancies

The Council will hold a by-election at a General Council meeting or a Special Meeting to fill the vacancy of an Officer. This is an interim position only until the election of that Officer's position at the Annual General Meeting.

7.06 Extra-ordinary Expenditures

The Officers of the Council shall be permitted without a motion to spend up to \$50.00 at their discretion. All other expenditures shall be approved by a motion of the Members.

7.07 The Officers can manage the affairs of the society and shall have the following specific duties unless otherwise determined by the Council:

a) Chair

The Chair shall:

- i.) Preside, when present, at all meetings of the Council;
- ii.) Have general supervision of all activities of the Council;
- iii.) Be the official spokesperson of the Council; and
- iv.) Summarize the activities of the Council in the preceding year in the annual report.

b) Vice-chair

The Vice-chair shall:

- i.) Aid the Chair and undertake tasks assigned by the Chair;
- ii.) In the absence of the Chair supervise the affairs and preside at any meetings of the Council; and
- iii.) In the event of resignation, incapacity or leave of absence of the Chair, fulfill the Chair's responsibilities.

c) Secretary

The Secretary shall:

- i.) Take accurate minutes of all Council meetings and proceedings and duplicate and distribute them;
- ii.) Take accurate minutes of Executive meetings when requested by the Executive.
- iii.) Maintain a dated record of all the Executive Members of the Council and their phone numbers, and
- iv.) Give adequate notice of Council meetings and Annual General Meetings (in accordance with Article 11), and
- v.) Maintain the files required to be held for seven (7) years at the school.

d) Treasurer

The Treasurer shall:

- i.) Be responsible for the deposit of all monies paid to the Council in whatever bank the Council may order;
- ii.) Properly account for funds of the Council and keep such books as may be directed;
- iii.) Present a full detailed account of receipts and disbursements to the Council whenever requested; and
- iv.) Prepare the financial statements for the annual report.
- v.) Make available the books and records for inspection by members at Council meetings.

## Article 8 --Elected Or Appointed Executive Members

### 8 01 Term

An Executive Member's term shall commence upon election or appointment and continue until a successor is elected.

8 02 An Executive Member may withdraw by notice in writing to the Chair and the Principal and if the withdrawing Executive Member is the Chair, by notice in writing to the Vice-chair and the Principal.

8 03 Unless directed otherwise by the Council, the duties of the Members elected or appointed to the following positions shall be as follows:

- a) Teacher Representative shall actively seek to understand the views of those constituents that elected or appointed them, and:
  - i.) Communicate the views of the Teachers who elected or appointed them to the Council;
  - ii.) Communicate on a regular and ongoing basis the activities of the Council to the Teachers who elected or appointed them;
  - iii.) Aid the Chair of the Council; and
  - iv.) Monitor and assist in any Council committees.
- b) Community Representatives shall act as liaisons with the wider community.
- c) Key Communicator. It is recommended that each Council elect or appoint a person in the role of Key Communicator to facilitate information exchange between the CBE, the School and the parents.

The Key Communicator has the responsibility to interpret the educational program to the community, to seek advice from the community, and to represent, to the greatest possible extent, the aspirations of the community for its children. In addition the Key Communicator will:

- i.) Participate in information/discussion sessions held throughout the year and by reading materials circulated to Key Communicators during the school year;
- ii.) Share information with the Council, other parents, and the Principal and community members;
- iii.) Assist members of the School Community and others in acquiring information;
- iv.) Refer parents to the most appropriate contact(s) within the CBE in response to their individual needs for information or to resolve concerns; and
- v.) Provide individual feedback and input, as requested, on system issues and activities.

- ii.) Distribute then collect volunteer forms;
- iii.) Contact and confirm volunteers to positions;
- iv.) Arrange for training and orientation of volunteers;
- v.) Provide teachers with the list of classroom parent and volunteers; and
- vi.) As required for events during the year distribute volunteer request forms and provide lists to the program coordinators

e) Calgary Association of Parent and Councils Representative (C.A.P.S.C.) will:

- i.) Participate in information/discussion sessions held during the year;
- ii.) Represent the Council at the C.A.P.S.C. meetings; and
- iii.) Report back to the Council

8.04 Vacancies

The Council will hold a by-election at a General Council or a Special Meeting to fill the vacancy of an Executive Member. Any Member can be nominated for an Executive Member position and elected by the majority of the Members present at that meeting. This is an interim position only until the election of that Executive Member's position at the Annual General Meeting.

## Article 9 – Annual General Meeting

- 9.01 Every year the Council shall hold an Annual General Meeting which shall be open to all concerned participants within the School Community. The purpose of the meeting may include, but is not limited to:
- a) Permit the Eligible Voting Members, subject to input and comment from the School Community, to amend or vary, or repeal these Bylaws;
  - b) Permit the Eligible Voting Members, subject to input and comment from the School Community, to amend the size or composition of the Council;
  - c) Permit the Eligible Voting Members to elect the Officers of the Council;
  - d) Receive the annual report of the Chair;
  - e) Elect two Members to serve as auditors of the books and records of the Council for the next year;
  - f) Permit the Eligible Voting Members to consider for approval the financial statements for the previous year;
  - g) Receive from the Principal a report for the previous year and the plan for the upcoming year;
  - h) Receive a report on School fundraising activities for the previous year and a plan for the upcoming year;
  - i) Identify elected or appointed members of the Executive Members of the Council;
  - j) Have the Members, subject to input and comment from the School Community, affirm or modify the Council's Purpose and Objectives, business plan or other documents;
  - k) Receive a report on any formal performance evaluation of the School or the Council; and
  - l) Change the date of the Annual General Meeting

## Article 10 -- Annual Report

- 10.01 The Council through the Chair must prepare and provide the School Principal with an annual report
- a) Summarizing the activities of the Council for the preceding year;
  - b) Including the audited financial statement of the Council for the previous year; and
  - c) Making available a copy of the minutes for each meeting of the Council held for the previous year.



## Article 11 – Notices

- 11.01 Every opportunity shall be made by the Council to ensure that each concerned participant of the School Community shall have a reasonable opportunity to express his or her view for consideration and to attend meetings.
- 11.02 Neither the failure to provide a notice to any participant of the School Community or to a Member, nor any defect in any notice, nor the failure of any particular person to actually receive such notice shall affect the sufficiency of the notice given to either Members or the business transacted at such meetings.
- 11.03 Except for the Annual General Meeting, which requires twenty-one (21) days notice or cancellations, it is expected that at least fourteen (14) days notice prior notice will be given for all meetings or cancellations of meetings and proceedings. All such notices will be given in the School Newsletter and at any two (2) of the following:
- a) Posted at the School,
  - b) Posted at the Palliser Bayview Pumphill Community Centre,
  - c) Mailed to the home,
  - d) Communicated through the phone and message center,
  - e) Communicated through any electronic mail or computer School net system;
  - f) Written notice hand delivered to the home of the parents.
- 11.04 The Council may include Council communications to Parents in the School newsletter as long as the information complies with CBE policies and regulations, and has the approval of the School Principal.

## Article 12 – General

### 12.01 Fiscal Year

The Fiscal year end for the Council shall be June 30<sup>th</sup>.

### 12.02 Signing Authority

Any two (2) of the Officers are authorized to sign cheques or execute agreements.

### 12.03 Records

*Council must retain a copy of the following documents at the School, and make them available on request:*

- a) A copy of the Bylaws of the Council
- b) A copy of the Council Annual Report
- c) The minutes of each meeting of the Council for at least the last seven (7) years preceding the current year.

### 12.04 Auditing

The books, accounts and records of the Treasurer shall be audited at least once a year. The audit will be completed by two Members of the Council elected for that purpose at the Annual General Meeting.

### 12.05 Effective Date

These Bylaws or amendments to these Bylaws shall be effective when filed with Alberta Corporate Registry after being approved by not less than 75% of Members who attend and vote on a Special Resolution at a meeting of the Council called for that purpose; (i.e., a Special Meeting) or the Annual General Meeting or a General Meeting for which 21 days' notice has been given.

### 12.06 Borrowing Powers

Members of the Council or the Executive have no legal right to borrow funds in the name of the Council.

### 12.07 Dissolution of Council

The Council may be dissolved by a two-thirds (2/3) majority vote at a General meeting provided the motion to dissolve and the meeting date has been publicized for at least four (4) weeks prior to the date of the dissolution meeting. Any funds remaining in the Council accounts shall be turned over to the School.

The Parent Advisory Council of Nellie McClung School

Edith Fitchard  
Arthur Palistone, R.N.W.

Principal  
Print Name and Address

A. B. ...  
130 ... RD ...  
T2A4S4

Chair  
Print Name and Address

Ann Morrison  
115 ... Crescent SE  
Calgary, AB T2A 3B3

Secretary  
Print Name and Address

Edith Fitchard  
9860 Palistone Rd SW  
Calgary, AB T2V 5V9

Treasurer  
Print Name and Address

Keith McGowan  
35 ... WILLOWB LK. S.W.  
CALGARY AB  
T2C 3E5

Witness  
Print Name and Address

M. Ollenberger  
342 Whitney, Cir. SE  
Calgary, AB T2T 1K7  
M. Ollenberger

Witness  
Print Name and Address

M. Ollenberger  
342 Whitney, Cir. SE  
Calgary, AB T2T 1K7  
M. Ollenberger

Witness  
Print Name and Address

M. Ollenberger  
342 Whitney, Cir. SE  
Calgary, AB T2T 1K7  
M. Ollenberger

Witness  
Print Name and Address

M. Ollenberger  
342 Whitney, Cir. SE  
Calgary, AB  
T2T 1K7

**Schedule A**  
**Assembly Town Hall Model**

*Before communicating a position, it is expected that the Council and the Members shall ensure that each concerned participant of the School community and Constituency (as defined by Alberta Learning) shall have a reasonable opportunity, in a timely manner given the circumstances, to express views for consideration by the Council, usually at General meetings of the entire School Community.*

*The Council will act to carry out the wishes of the School Community as articulated at the meeting or through processes that confirms the Sufficient Consensus (as defined by Alberta Learning) of the School Community on the issue. The Council may then communicate a position to the Principal or School Board for their own use when making decisions that affect the education of Students.*

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**Schedule B  
Agenda Format**

1. Call to order
2. Agenda additions, deletions and approval
3. Approval of prior minutes
4. Business per approved agenda
5. Call for any other business
6. Adjournment