

Tab 6 ~

Constitutions and Bylaws

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Constitutions and Bylaws

An organization's constitution and bylaws are living documents, and should be well known to the members, executive, partners, and others interested in the organization.

Copies of the constitution and bylaws should be available at all meetings, posted in a conspicuous place, and included at the front of any manuals or guides frequently used by the membership or executive.

Purposes of a Constitution

A constitution states the reasons why an organization exists. A well written constitution

- defines the organization's reasons for being
- clarifies its mandate and purposes
- can be used to focus its activities.

A constitution should be brief (1-2 pages), and separate from the bylaws.

Purposes of Bylaws

Bylaws are an organization's operating rules. Well written bylaws

- define the roles of the membership and executive
- provide direction and authority to the membership and executive
- provide a method for holding everyone in the organization accountable for their decisions and actions.

Requirements of the School Act

The School Act requires PACs and DPACs to make bylaws governing their meetings and the business and conduct of their affairs. The Act's requirements are specific, as follows:

PACs—School Act, section 8(5)

A PAC's bylaws are to be made in consultation with the principal, and must include rules governing

- the dissolution of the PAC
- election of members to represent the PAC on the school planning council
- election of members to represent the PAC on the district parent advisory council.



All sections of the School Act referred to here can be found in **Tab 2, The BC School Act.**

Elections to the school planning council and DPAC must be by secret ballot [*School Act, section 8(6)*]

DPACs—School Act, section 8.5(2)

A DPAC's bylaws must include rules governing the dissolution of the DPAC.

Involving Your Membership

It is important to involve your members in creating and reviewing your council's constitution and bylaws. Both documents belong to the membership, not to the executive or constitution committee.

You can involve your members through various means, such as

- a letter or notice that the constitution and bylaws will be reviewed, with a survey or questionnaire on key issues. The survey or questionnaire can be dropped off at the school without coming to a meeting.
- an informal get-together off school property to talk about the parent role in the school
- a special meeting, or dedicated time at a regular meeting, where parents are invited to discuss the council's mission, purposes, and operating rules
- a committee to review the constitution and bylaws, and make recommendations to the executive and membership

- a follow-up meeting to discuss the committee's recommendations and approve any changes.

If you are creating a constitution and bylaws for the first time, or are undergoing a major review, plan to spend several months on the project. These documents require close attention to detail and plenty of discussion. All members should have the opportunity to consider the issues and express their views.

BCCPAC recommends that councils review their constitution and bylaws annually. A regular review focuses members' attention on the council's purposes and objectives, and encourages members to reconsider its mission. Members may find that the council's needs have changed.

A **Sample Constitution and Bylaws** can be found beginning on page 6 of this **Tab 6**.

Should Our PAC or DPAC Become a Society?

A few PACs and DPACs in BC are registered societies under the BC Society Act.

PACs and DPACs created under the School Act can carry on all of their activities without registering as a society. This includes applying for grants and licenses.

A PAC or DPAC considering registering as a society should obtain legal advice. For information on incorporating a society, contact the Society/Cooperative Association Unit at 250-356-8673, (in Greater Vancouver, direct dial 604-775-1046), or consult *Information for Incorporation of a British Columbia Society*, available on the web at

- ✓ www.fin.gov.bc.ca/registries/corppg/forms/reg20.pdf

Filing Your Constitution and Bylaws

Some school districts require PACs and the DPAC to file a copy of their constitution and bylaws with the district office. Check with your district administration. If there is no such requirement, it is your council's choice whether to send a copy to the district office or board of trustees.

If your council is a society registered under the Society Act, you must file your constitution or bylaws with the Registrar of Companies in Victoria. *If your council is not a society, do not send your constitution or bylaws to Victoria.*

Some DPACs ask their member PACs to file their constitution and bylaws with the DPAC. Check with your DPAC.

BCCPAC recommends that PACs keep an up-to-date copy of their constitution and bylaws in the school office.

Sample Constitution for PACs and DPACs

The samples in this manual offer the best suggestions available. You are encouraged to use them to develop your own documents, suited to your organization's needs.

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Constitution

Note: Where there are differences in the suggestions for PACs and DPACs, the wording for DPACs appears in italics.

Section I – NAME

The name of this Council is...

The name should include the name of your school (*or school district*). The titles “parent advisory council” and “district parent advisory council” are sanctioned by the School Act.

The Council will operate as a non-profit organization with no personal financial benefit accruing to members.

The business of the Council will be unbiased in respect of race, religion, gender, politics, sexual orientation, and physical or mental ability.

Section II – PURPOSES OF THE COUNCIL

The following list reflects the full range of activities PACs and DPACs are typically involved in. The list is not necessarily in order of priority. Through discussion, your membership will decide which purposes are most important to your council.

The purposes of the Council will be:

1. To promote the education and welfare of students in the school
2. To encourage parent involvement in the school, and to support programs that promote parent involvement
3. To advise the school board, principal, and staff on any matter relating to the school, other than matters assigned to the school planning council
4. To participate in the work of the school planning council through the Council’s elected representatives
5. To promote the interests of public education and, in particular, the interests of (name of your school)
6. To provide leadership in the school community

7. To contribute to a sense of community within the school and between the school, home, and neighbourhood
8. To provide parent education and professional development, and a forum for discussion of educational issues
9. To assist parents in obtaining information and communicating with the principal and staff about their child's progress or other concerns
10. To assist the principal and staff in ensuring the highest safety standards are maintained in the school and neighbourhood
11. To organize and support activities for students and parents
12. To provide financial support for the goals of the Council, as determined by the membership
13. To advise and participate in the activities of (name of your district parent advisory council) and the BC Confederation of Parent Advisory Councils

Section II – PURPOSES OF THE COUNCIL

The purposes of the Council will be:

1. *To be the collective voice of parents in the school district*
2. *To advise the school board on any matter relating to education in the district, including the district's Accountability Contract*
3. *To communicate with parents and parent advisory councils on educational matters*
4. *To promote the interests of public education and, in particular, the interests of (name of your school district)*
5. *To provide parent education and professional development, and a forum for discussion of educational issues*
6. *To assist parents in forming a parent advisory council in every school*
7. *To assist members in obtaining information and communicating with district personnel*
8. *To provide and support a local advocacy project*
9. *To communicate with other organizations in the community and province on educational matters of common interest*

Section III -- INTERPRETATION OF TERMS

“community organizations” means groups that demonstrate an interest in education and are not already included in the scope of the Council’s constitution and bylaws

“district” means School District No. ()

“DPAC” or “district parent advisory council” means the parent advisory councils organized according to the School Act and operating as a district parent advisory council in School District No. ()

“PAC” or “parent advisory council” means the parents organized according to the School Act and operating as a parent advisory council in (name of your school)

“parent” is as defined in the School Act and means

- (a) the guardian of the person of the student or child,
- (b) the person legally entitled to custody of the student or child, or
- (c) the person who usually has the care and control of the student or child

and, for the purposes of these bylaws, means the parent or guardian of a child or children enrolled in School District No. ()

“school” means any public elementary or secondary educational institution as defined in the School Act operating within School District No. ()

“SPC” means the school planning council created for (name of your school) according to the School Act

Sample Bylaws for PACs and DPACs

The samples in this manual offer the best suggestions available. You are encouraged to use them to develop your own documents, suited to your organization's needs.

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Bylaws

Note: Where there are differences in the suggestions for PACs and DPACs, the wording for DPACs appears in italics.

Section I – MEMBERSHIP

Voting members

1. All parents and guardians of students registered in (name of your school) are voting members of the Council.

Non-voting members

2. Administrators and staff (teaching and non-teaching) of (name of your school) may be invited to become non-voting members of the Council.

3. Members of the school community who are not parents of students registered in the public school system may be invited to become non-voting members of the Council.

4. At no time will the Council have more non-voting than voting members.

Compliance with bylaws

5. Every member will uphold the constitution and comply with these bylaws.

Section I – MEMBERSHIP IN A DPAC

1. *All parent advisory councils in School District No. () are voting members of the Council.*

2. *A member will be represented on the Council by the person elected annually by the member for that purpose.*

3. *There will be no other members of the Council.*

DPACs are recognized in the School Act. Every PAC is entitled to elect one of its members to be its representative on the DPAC for a term of one year. The election must be by secret ballot. See **Tab 2, The BC School Act**, sections 8, 8.4, and 8.5.

Section II –MEETINGS OF MEMBERS

General meetings

1. General meetings will be conducted with fairness to all members.
2. General meetings will be held not less than four times during the school year. One of those meetings will be the annual general meeting.

Conduct

3. At general meetings, members will not discuss individual school personnel, students, parents, or other members of the school community.
4. The Council will refrain from partisan political action or other activities that do not serve the interests of the school or the public school system.

Notice of meetings

5. Members will be given reasonable notice of general meetings.

Notice of meetings can be sent in various ways—by flyer, newsletter, e-mail, or website. A calendar of meetings for the year satisfies the requirement for reasonable notice.

See **Tab 19, Communication in PACs, DPACs, and School Planning Councils.**

Section III – PROCEEDINGS AT GENERAL MEETINGS

Quorum

1. A quorum for general meetings will be ten* voting members (*the minimum number of voting members that can reasonably be expected to attend).

1. A quorum for general meetings will be 10% of the voting members.

2. If at any time during a general meeting a quorum ceases to be present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

A quorum is the minimum number of voting members that need to be present at a meeting to make decisions. The requirement for a quorum ensures that a representative number of voting members are present in the room when decisions are made. The quorum cannot be waived or suspended, even by unanimous consent.

For more information on quorum, see **Tab 14, Effective Meetings**, page 8.

Voting

3. Except as provided elsewhere in these bylaws, all matters requiring a vote will be decided by a simple majority of the votes cast (50% plus 1).

4. In the case of a tie vote, the chair does not have a second or casting vote and the motion is defeated.

5. Members must vote in person on all matters. Voting by proxy will not be permitted.

5. Members will vote through their elected representatives. A representative must be present at a meeting to vote. Voting by proxy will not be permitted.

6. Except as provided elsewhere in these bylaws, voting is by a show of hands or, where requested by two voting members present, by secret ballot.

7. A vote will be taken to destroy the ballots after every election.

Section IV -- EXECUTIVE

Role of executive

1. The executive will manage the Council's affairs between general meetings.

Executive defined

2. The executive will include the president, vice-president, secretary, treasurer, immediate past president, and such other members of the Council as the membership decides.

The composition of your executive should suit your council's needs. At a minimum, you should fill the positions of president, secretary, and treasurer.

PACs are required by the School Act to elect three representatives to the school planning council. One of the representatives must be on the PAC executive. To meet this requirement, one of the representatives may already hold an executive position, or you may modify your PAC bylaws to create an additional executive position called "PAC Executive Representative to the SPC".

You may choose whether to include your DPAC representative on your executive.

Eligibility

3. Any voting member of the Council is eligible to serve on the executive, except employees or elected officials of School District No. () or the Ministry of Education.

3. Any elected representative of a Council member is eligible to serve on the executive, except employees or elected officials of School District No. () or the Ministry of Education.

Perception of Bias – Councils need to appear to be representing the voice of parents and protecting the integrity of their membership. Members who are school board or Ministry of Education employees or elected officials may be seen as having a bias and not speaking or acting solely on behalf of parents.

For information on perception of bias, see **Tab 8, Code of Ethics and Conflict of Interest**, pages 6-8.

Election of executive

4. The executive will be elected at each annual general meeting.

5. Elections will be conducted by the chair of the Nominations Committee.

Term of office

6. The executive will hold office for a term of one year beginning immediately following the election (or between specified dates, for example, from July 1st to June 30th).

7. No person may hold the same executive position for more than four years.

Vacancy

8. If an executive member resigns or ceases to hold office for any other reason, the remaining executive members may appoint an eligible member of the Council to fill the vacancy until the next annual general meeting.

8. If an executive member resigns or ceases to hold office for any other reason, the remaining executive members may appoint an eligible representative of a Council member to fill the vacancy until the next annual general meeting.

Removal of executive

9. The members may, by a majority of not less than 75% of the votes cast, remove an executive member before the expiration of his or her term of office, and may elect an eligible member (*an eligible representative of a Council member*) to complete the term.

10. Written notice specifying the intention to make a motion to remove the executive member must be given to all members not less than 14 days before the meeting.

Remuneration of executive

11. No executive member may be remunerated for serving on the executive, but may be reimbursed for expenses reasonably and necessarily incurred while engaged in the Council's affairs.

Section V – EXECUTIVE MEETINGS**Meetings**

1. Executive meetings will be held at the call of the president. At least one meeting will be held before each general meeting.

Quorum

2. A quorum for executive meetings will be a majority (50% plus 1) of the members of the executive.

Notice

3. Executive members will be given reasonable notice of executive meetings.

Voting

4. All matters requiring a vote at executive meetings will be decided by a simple majority of the votes cast (50% plus 1).

5. In the case of a tie vote, the chair does not have a second or casting vote and the motion is defeated.

Section VI - SCHOOL PLANNING COUNCIL, DISTRICT PARENT ADVISORY COUNCIL, AND EXTERNAL COMMITTEE REPRESENTATIVES

School Planning Council representatives

1. Three representatives to the school planning council (SPC) must be elected annually from among the voting members who are not employees or elected officials of any school board or the Ministry of Education. One of these representatives must be an elected member of the Council executive.

District Parent Advisory Council representative

2. One representative to the (name of your DPAC) may be elected annually from among the voting members who are not employees or elected officials of School District No. () or the Ministry of Education.

Election of SPC and DPAC representatives

3. The election of representatives to the SPC and DPAC must be by secret ballot.

Term of office

4. SPC and DPAC representatives will hold office for a term of one year.

Vacancy

5. If an SPC or DPAC representative resigns or ceases to hold office for any other reason, the membership may elect an eligible member of the Council to fill the vacancy for the remainder of the term. Such election must be by secret ballot.

External committees

6. The membership or executive may elect or appoint a member (*a representative of a Council member*) who is not an employee or elected official of School District No. () or the Ministry of Education to represent the Council on an external committee or to an external organization.

7. The representative will report to the membership or executive as required.

Section VII – CONDUCT OF EXECUTIVE AND REPRESENTATIVES

Code of ethics

1. On election or appointment, every executive member and representative must sign and agree to abide by a code of ethics acceptable to the membership.

A sample Code of Ethics appears at the end of these bylaws. For more information on code of ethics, see **Tab 8, Code of Ethics and Conflict of Interest.**

Representing the Council

2. Every executive member and representative must act solely in the interests of the parent membership of the Council.

Privilege

3. Any information received in confidence by an executive member or representative from school personnel, a student, parent, or other member of the school community is privileged and must not be divulged without permission of the person giving the information.

Disclosure of interest

4. An executive member or representative who is interested, either directly or indirectly, in a proposed contract or transaction with the Council must disclose fully and promptly the nature and extent of his or her interest to the membership and executive.

5. Such an executive member or representative must avoid using his or her position on the Council for personal gain.

Section VIII – DUTIES OF EXECUTIVE AND REPRESENTATIVES

A. The President will

- (a) speak on behalf of the Council
- (b) consult with Council members
- (c) preside at membership and executive meetings
- (d) ensure that an agenda is prepared
- (e) appoint committees where authorized by the membership or executive
- (f) ensure that the Council is represented in school and district activities
- (g) ensure that Council activities are aimed at achieving the purposes set out in the constitution

- (h) be a signing officer
- (i) submit an annual report

The meeting agenda is usually the president's responsibility. It is good practice to consult with the executive, membership, principal (for PACs), or superintendent/school board liaison (for DPACs) before the meeting to give them an opportunity for input.

The terms "president" and "chairperson" are often used interchangeably.

The president usually gives a report at each meeting outlining work done and issues considered since the last meeting.

B. The Vice-President will

- (a) support the president
- (b) assume the duties of the president in the president's absence or upon request
- (c) assist the president in the performance of his or her duties
- (d) accept extra duties as required
- (e) be a signing officer
- (f) submit an annual report

C. The Secretary will

- (a) ensure that members are notified of meetings
- (b) record and file minutes of all meetings
- (c) keep an accurate copy of the constitution and bylaws, and make copies available to members upon request
- (d) prepare and maintain other documentation as requested by the membership or executive
- (e) issue and receive correspondence on behalf of the Council
- (f) ensure safekeeping of all records of the Council
- (g) *DPAC—keep an accurate record of PAC representatives*
- (h) *DPAC—assist the president in providing information to local news media*
- (i) may be a signing officer
- (j) submit an annual report

If changes are made to the constitution and bylaws, they should be dated and initialed and a copy placed in the school office for safekeeping.

Financial records should be kept for seven years. Other documents may be kept according to their value or precedent-setting nature. Minutes can be a valuable history of the council.

D. The Treasurer will

- (a) be a signing officer
- (b) ensure all funds of the Council are properly accounted for
- (c) disburse funds as authorized by the membership or executive
- (d) ensure that proper financial records and books of account are maintained
- (e) report on all receipts and disbursements at general and executive meetings
- (f) make financial records and books of account available to members upon request
- (g) have the financial records and books of account ready for inspection or audit annually
- (h) with the assistance of the executive, draft an annual budget
- (i) ensure that another signing officer has access to the financial records and books of account in the treasurer's absence
- (j) submit an annual financial statement at the annual general meeting

E. The DPAC Representative will

- (a) attend all meetings of (name of your DPAC) and represent, speak, and vote on behalf of the Council
- (b) maintain current registration of the Council
- (c) report regularly to the membership and executive on all matters relating to the DPAC
- (d) seek and give input to the DPAC on behalf of the Council
- (e) receive, circulate, and post DPAC newsletters, brochures, and announcements
- (f) receive and act on all other communications from the DPAC
- (g) liaise with other parents and DPAC representatives
- (h) submit an annual report

E. The District Associate (DA) to BCCPAC will

- (a) act as the liaison between the Council and BCCPAC*
- (b) encourage PACs in School District No. () to be members of BCCPAC*
- (c) disseminate BCCPAC information to all PACs in School District No. ()*
- (d) help identify interested and qualified parents for BCCPAC external committees*
- (e) help PACs and the Council to process BCCPAC forms, proxies, and applications*
- (f) assist PACs and the Council in responding to BCCPAC AGM resolutions*
- (g) submit an annual report*

F. Members-at-Large (Directors) will

- (a) serve in a capacity to be determined by the Council at the time of election, and at other times as the Council requires
- (b) submit an annual report

G. The immediate Past President will

- (a) advise and support the membership and executive
- (b) provide information about resources, contacts, and other matters
- (c) submit an annual report

Annual reports are important because they

- provide an opportunity to review personal and council goals and achievements
- provide a record of actions taken
- outline responsibilities for those considering running for an executive position

H. The School Planning Council (SPC) representatives will

- (a) attend all meetings of the school planning council (SPC)
- (b) represent, speak, and vote on behalf of the Council at SPC meetings
- (c) request and take direction from the membership and executive
- (d) be strong advocates for meaningful parent involvement in the school and school planning
- (e) provide a written report to all general and executive meetings
- (f) attend general and executive meetings as directed by the membership or executive
- (g) submit an annual report

Section IX – COMMITTEES

1. The membership and executive may appoint committees to further the Council's purposes and carry on its affairs.
2. The terms of reference of each committee will be specified by the membership or executive at the time the committee is established, or by the committee at its first meeting, as the membership or executive decide.
3. Committees will report to the membership and executive as required.
4. A Nominating Committee will be appointed annually before the annual general meeting.

A *standing committee* exists every year and may be described in the bylaws. Examples are budget, nominating, programs, hot lunch, special events, and fundraising.
An *ad hoc committee* is created to do a specific task within a certain time period.

Section X – FINANCIAL MATTERS

Financial year

1. The financial year of the Council will be (date) to (date).

Power to raise money

2. The Council may raise and spend money to further its purposes.

Bank accounts

3. All funds of the Council must be kept on deposit in the name of the Council in a bank or financial institution registered under the Bank Act.

Signing authority

4. The executive will name at least three signing officers for banking and legal documents. Two signatures will be required on all of these documents.

Annual budget

5. The executive will prepare a budget and present it to the membership for approval before the current budget expires.

The budget gives the executive authority to spend money. Without a current budget, the executive cannot spend money. A budget covers a time period within a council's financial year, usually the entire financial year. It must not extend over more than one financial year. For more information, see **Tab 15, Financial Management in PACs and DPACs**.

Non-budgeted expenditures

6. The executive will present all proposed expenditures beyond the current budget for approval at the next general meeting.

Treasurer's report

7. A treasurer's report will be presented at each general meeting.

Auditor

8. Members at a general meeting may appoint an auditor.

Council money can only be spent if authorized by a motion passed at a general meeting. One of the most useful motions is approval of a budget. A budget gives the executive authority to make the transactions included in the budget without coming back to the membership for approval.

Section XI – CONSTITUTION AND BYLAW AMENDMENTS

1. The members may, by a majority of not less than 75% of the votes cast, amend the Council's constitution and bylaws.
2. Written notice specifying the proposed amendments must be given to the members not less than 14 days before the meeting.
3. Where the proposed amendments exceed one page, they need not be given to every member, but must be posted in a conspicuous place in the school or made accessible to all members.

Section XII – PROPERTY IN DOCUMENTS

All documents, records, minutes, correspondence, or other papers kept by a member, executive member, representative, or committee member in connection with the Council shall be deemed to be property of the Council and shall be turned over to the president when the member, executive member, representative, or committee member ceases to perform the task to which the papers relate.

Section XIII – DISSOLUTION

1. In the event of winding up or dissolution of the Council, and after payment of all debts and costs of winding up or dissolution, the assets and remaining funds of the Council shall be distributed to another parent advisory council or councils in School District No. () having purposes similar to those of the Council, as the members of the Council may determine at the time of winding up or dissolution.
2. In the event of winding up or dissolution, all records of the Council shall be given to the principal of (name of your school) (*the Secretary-Treasurer of School District No. ()*).

Adopted by (name of council) at (your city or town), British Columbia, on (date).

Signatures of president and one other executive member

CODE OF ETHICS

A parent who accepts a position as a Council executive member, committee member, or representative

1. upholds the constitution and bylaws, policies, and procedures of the electing body
2. performs his or her duties with honesty and integrity and in the interests of the Council
3. works to ensure that the well-being of students is the primary focus of all decisions
4. respects the rights of all individuals
5. takes direction from the membership and executive
6. encourages and supports parents and students with individual concerns to act on their own behalf, and provides information on the process for taking concerns forward
7. works to ensure that issues are resolved through due process
8. strives to be informed and only passes on information that is reliable
9. respects all confidential information
10. supports public education

Statement of Understanding

I, the undersigned, in accepting the position of _____ of _____ (name of your council) have read, understood, and agreed to abide by this Code of Ethics. I also agree to participate in the dispute resolution process that has been agreed to by the electing body, should there be any concerns about my work.

Name of Executive Member, Committee Member, or Representative

Signature _____

Date _____ Phone number _____

This page can be photocopied and used annually for all executive members and representatives.

Administration of the Code of Ethics can be found in **Tab 8, Code of Ethics and Conflict of Interest**, page 4.

