

**QUEBEC FEDERATION OF HOME AND SCHOOL ASSOCIATIONS BY-LAWS****PREAMBLE**

The By-Laws of QFHSA have as their basis the Quebec Companies Act, Part III-A, BY-LAW NUMBER 1: GENERAL BY-LAWS.

**ARTICLE I****DEFINITION OF TERMS**

It shall be understood that when the following terms appear in the By-Laws and Standing Rules they shall be deemed to have the specific meanings defined as follows:

Federation                    The Quebec Federation of Home and School Associations (Incorporated)

Member                        A local Home and School Association or equivalent association as defined in Article II 1. a)

Individual Member        An individual/family who has taken out membership in a local Home and School or equivalent association or who subscribes directly to the Federation as defined in Article II 1. b) i) and ii).

Group Member              An organized group as defined in Article II 2.

**ARTICLE II****MEMBERSHIP AND FEES****1. Regular membership.**

There shall be three categories of regular membership: voting membership, individual non-voting membership and group non-voting membership.

a) Voting membership shall be granted on request to all organized Home and School Associations, or equivalent associations, connected with schools throughout the Province of Quebec who subscribe to the objectives of the Federation.

b) Individual non-voting membership shall be granted to

- i) Individuals/families who are members of an organized Home and School Association, or equivalent association which is a voting member of the Federation.
  - ii) Individuals/families desiring to participate in, support and promote the objectives of the Federation, and who remit an annual membership fee directly to the Federation office.
  - c) Group non-voting membership shall be granted on request to organized groups, other than Home and School Associations or equivalent associations, who request such membership and who desire to participate in, support and promote the objectives of the Federation.
2. Special Membership.
- a) Non-voting membership shall be accorded to Canadian Home and School Federation Life Members residing in Quebec.
  - b) Non-voting membership shall be accorded to all former Presidents of the Federation.
  - c) Honourary non-voting membership shall be granted to any person, on the recommendation of the Board of Directors, who has made a noteworthy contribution to the Federation and who is not a regular member.
3. Application for new regular voting membership must be submitted to the Board of Directors for approval.
- 4.
- a) Annual fees payable to the Federation shall be fixed at the Annual General Meeting on the recommendation of the Board of Directors.
  - b) An Administration fee may be fixed at the Annual General Meeting on the recommendation of the Board of Directors.
5. Both the annual fees and the Administration fee become due on September 30 each year.
6. Expulsion of a Home and School Association from membership, for any reason, is temporary until confirmed or rejected by the next Annual General Meeting.
7. Voluntary dissolution of a local Home & School Association requires the following: [added April 2006]
- a) A decision by an Association to disband can only be taken by a two-thirds vote of members present at a General Meeting, provided that

there is a quorum at such a meeting in accordance with the Association's By-Laws, and that a formal notice of such an intent has been forwarded to all members, and that a motion to disband has been included in the announcement of the General Meeting.

- b) The reasons for a proposal of dissolution shall be forwarded in writing to Federation at least sixty (60) days before any action is taken.
  - c) In the case of a decision to dissolve, all assets shall be sent to Federation to be held in trust until the association is re-constituted.
8. If a school is being closed, the following procedure shall be applicable:<sup>[added Apr '06]</sup>
- a) Where there is a Maintaining Association connected with said school, this association shall be merged with the Maintaining Associations(s) of the school(s) to which the pupils are being transferred.
  - b) If there is no association at the new school(s) the association of the old school shall do its utmost to establish a Home & School Association at the new school(s).
  - c) School closings do not affect the membership status of individual parents.
  - d) The disposal of all monetary assets belonging to the local association connected with the school being closed shall be the responsibility of said association. If said association wishes it may place its monetary assets in trust with Quebec Federation pending final decision as to its disposal.

### ARTICLE III

#### BOARD OF DIRECTORS and OFFICERS

##### 1. BOARD OF DIRECTORS

- a) The Board of Directors shall consist of a **maximum of twenty (20)** persons, elected at the Annual General Meeting from among the individual/family members of the Federation in good standing, and the Immediate Past President. (amended May 2005)
- b) Each position for Director shall be filled for a term of two years, half these positions being vacated each year.

- c) Directors shall generally be eligible for re-election, however, a person may serve as a Director for no more than five (5) consecutive terms. If a Director wishes to run for additional terms, this decision must be approved by a motion at a Board of Directors meeting prior to AGM.<sup>(added 2014)</sup>
- d) If a position of Director falls vacant it shall be filled by the Board of Directors, but only for the remainder of the term of the vacating Director.
- e) The Board of Directors shall be empowered to suspend a Director. This suspension shall remain in effect until either the Director is reinstated by the Board of Directors or until the next following general meeting when the members shall either dismiss or reinstate the Director.<sup>(added 2000)</sup>

## 2. OFFICERS

- a) The Officers of the Federation shall be elected annually at the Annual General Meeting from among the Directors of the Federation. They shall be:
- (i) President
  - (ii) Executive Vice-President
  - (iii) Two Vice-Presidents
  - (iv) Secretary
  - (v) Treasurer
- The Treasurer should have a basic understanding of bookkeeping and general financial management.
- b) A person may be an Officer of the Federation for no more than ten(10) consecutive years.<sup>(amended 2014)</sup>
- c) The office of President or Executive Vice-President may not be held by the same person for more than four (4) years, excluding time served in completing a predecessor's term.<sup>(amended 2014)</sup>
- d) If any position of Officer falls vacant, it shall be filled by the Board of Directors from among themselves.
- e) The Board of Directors shall be empowered to suspend an Officer. This suspension shall remain in effect until either the Officer is reinstated by the Board of Directors or until the next following general meeting when members shall either dismiss or reinstate the Officer. The suspended Officer remains a Director unless the Board of Directors takes action under Article III 1(e).<sup>( added 2000)</sup>

## 3. DISMISSAL

A two-thirds (2/3) vote at a general meeting is required for the dismissal of a Director or of an Officer.<sup>(added 2000)</sup>

#### ARTICLE IV

##### COMMITTEES

1. The Standing Committees of the Federation shall include: Executive Committee, Finance Committee, Nominations Committee and President's Advisory Committee.<sup>(added 2000)</sup>
2. The Executive Committee shall consist of the Officers of the Federation and the Immediate Past President.
3. The President's Advisory Committee shall consist of five (5) persons appointed by the Board of Directors from a permanent list of Past Presidents and persons who have acted in an advisory capacity to the Federation and have maintained their membership in the Federation.
4. The Board of Directors may establish other Standing Committees as may be necessary for carrying out the mission of the Federation. These committees shall remain in place until such time as they are abolished by the Board of Directors.
5. Ad hoc committees established by the Executive committee shall be ratified by the Board of Directors at its next meeting.
6. The President shall chair the Executive Committee; the Board of Directors shall appoint the other Standing Committee Chairmen.

#### ARTICLE V

##### REGIONAL COUNCILS

1. Regional Council may be established in a particular region with the approval of the Board of Directors.
2. The Board of Directors shall establish the geographic area for such a Regional Council.
3. The members of the Regional Council shall be the presidents (or their delegates) of the member local Home and School or equivalent associations operating in that region.

4. The members of the Regional Council shall establish their own rules of procedure.
5. More than one Regional Council may be established. However, a member local Home and School or equivalent association may only belong to one such Council.

## ARTICLE VI

### ANNUAL AND OTHER GENERAL MEETINGS

1. The Annual General Meeting shall be held in April. At least fifteen (15) days notice shall be given in writing for the Annual General Meeting and other General Meetings.
2. Special General meetings of the Federation may be called by the President or at the request of four (4) Directors or at the request of any six (6) members. The President shall designate the time, place and agenda of all such meetings and the reason for which the meeting is called, and shall give at least five (5) days notice of the meeting.
3. The presence of twenty-five (25) percent of the regular voting members in good standing, represented by their official delegates, or accredited alternates, shall constitute a quorum.
4. To be in good standing at the AGM, a member (voting or individual/family non-voting) is required to have submitted its membership fee to the Federation office no later than February 1st preceding the AGM.
5. Voting delegates:
  - a) Each member, with a membership equal to or less than seventy-five (75) individual/family members, shall be accorded three (3) voting delegates.
  - b) Each member, with a membership greater than seventy-five individual/family members shall be accorded three (3) voting delegates plus an additional voting delegate for each additional fifty (50) individual/family members or part thereof.
  - c) The voting delegate(s) shall be selected from the membership of the regular voting members and shall be persons who are individual/family members in good standing.
6.
  - a) Voting delegates must be present in order to exercise their right to vote.

- b) Proxy votes will not be permitted except as noted below:
- (i) In those cases where a member has at least one voting delegate residing more than two hundred and fifty (250) kilometres from the locale of the Annual General Meeting, authorization shall be given for a voting delegate of the member to exercise more than one vote on its behalf, providing a written request for this privilege has been received at the Federation Office no less than four (4) weeks prior the AGM.
  - (ii) In other cases where it is a financial burden to send sufficient delegates, the Executive Committee may, following receipt of a written request no less than four (4) weeks prior to the Annual General Meeting, authorize a voting delegate of a regular voting member to exercise more than one vote on its behalf.

## ARTICLE VII

### FISCAL YEAR

The fiscal year of the Association shall start on April 1 and end on March 31. The membership year shall be from September 1 to August 31.

(Changed May 2005)

## ARTICLE VIII

### BANKING, CHEQUES, AND CONTRACTS (amended 2000)

1. The Federation shall open a bank account or accounts with any branch of any chartered Canadian bank selected by the Board of Directors. (amended May 2005)
2. There shall be four (4) signing officers with cheques to be signed by any two (2) of them. The four signing officers shall be chosen from among the Executive Director and Officers of the Federation. [amended Apr 26/03]
3. All contracts entered into on behalf of the Federation must be authorized by the Board of Directors.

## ARTICLE IX

### BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

1. The Board of Directors shall meet at least five (5) times a year.

2. The following decisions of the Board of Directors require a two-thirds (2/3) vote of the members present:
  - (i) a suspension or expulsion of a regular voting member.
  - (ii) a change to the standing rules.
  - (iii) the suspension of a Director or an Officer. (added 2000)
3. A copy of the minutes of the meetings of the Board of Directors shall be mailed to each Director, and upon request to each member.
4. The Board of Directors shall be empowered to hire and fix the terms of the remuneration and conditions of employment of any employees required by the Federation.
5. The Board of Directors shall be empowered to represent the interests of its members in response to time sensitive issues by writing and presenting resolutions ,statements, press releases, and/or position papers.(added 2014)
6. Executive Committee shall meet at least five (5) times a year.
7. A copy of the minutes of the meetings of the Executive Committee shall be mailed to each Director.

## ARTICLE X

### DUTIES AND RESPONSIBILITIES

1. The duties and responsibilities of the President are:
  - a) To preside at the Annual General Meeting, Special General Meetings, meetings of the Board of Directors, meetings of the Executive Committee and other meetings of the Federation as appropriate. The President may, with the approval of the Board of Directors, invite a person who is not a Director to act as a non-voting chairman at any meeting of the Board of Directors.
  - b) To carry out the duties and responsibilities delegated by the Board of Directors in addition to the regular duties pertaining to the office.
  - c) To be a member ex-officio of all committees except the Nominations Committee.
  - d) To oversee all the activities and functions of the Federation.



- e) To represent the Federation in dealings with other bodies and to be the spokesperson for the Federation. The President, or Board of Directors may, on specific occasions, designate another person to represent or speak on behalf of the Federation.
  - f) Make available to members an Annual Report of the year's activities of the Federation.
2. The duties and responsibilities of the Executive Vice-President are:
- a) To carry out the duties and responsibilities of the President when the President is unable to act.
  - b) To facilitate the Federation office in carrying out the work of the Board of Directors.
  - c) To carry out any other duties and responsibilities assigned by the Board of Directors, the Executive Committee, or the President..
3. The duties and responsibilities of the Vice-Presidents are:
- a) To preside at any meeting in the absence of the President and the Executive Vice-President when so requested.
  - b) To carry out any other duties and responsibilities as assigned to them by the Board of Directors, the Executive Committee, or the President.
4. The duties and responsibilities of the Treasurer are:
- a) To be responsible for the proper management of the finances of the Federation.
  - b) To ensure that financial records and a book of accounts are maintained so as to comply with the Corporations Act Part III.
  - c) To present a detailed account of receipts and disbursements to the Board of Directors on a regular basis and to other members when requested.
  - d) To ensure that the annual budget is prepared for presentation to the Board of Directors and the Annual General Meeting.
  - e) To prepare the books for the annual audit.
  - f) To assist Federation Committees with budgetary and financial matters.

5. The duties and responsibilities of the Secretary are:
  - a) To keep a record of proceedings and of attendance at all meetings of the Board of Directors, the Executive Committee and the Annual General Meeting, and to ensure their proper distribution.
  - b) To ensure that all members of the Board of Directors have paid their membership fees either to a member local Home and School or equivalent association, or to the Federation office by October 31 each year.
  - c) To sign official documents requiring the signature of the secretary or secretary-treasurer.

#### ARTICLE XI

##### POLICY

Policy statements shall be based on resolutions and/or recommendations adopted at the previous Annual General Meetings. They shall be endorsed at the Annual General Meeting by a majority of two-thirds of the votes. Policy statements shall remain on the books for ten (10) years, after which they shall be reviewed for re-endorsement or deletion.

#### ARTICLE XII

##### INTERPRETATION AND AMENDMENTS

1. In case of dispute, the Constitution and By-Laws shall be interpreted by the Constitution and By-Laws Committee. An interpretation agreed upon by the majority of the members of the Constitution and By-Laws Committee can only be reversed by the Board of Directors, or by the general membership at a General Meeting by a majority of two-thirds (2/3) of the votes, provided that due notice of the objection has been mailed to all regular voting members at least two (2) weeks prior to the meeting.
2.
  - a) The Constitution and By-Laws may be amended at the Annual General meeting by a majority of two-thirds (2/3) of the votes, provided that due notice of the proposed amendments have been mailed to all regular voting members at least nine (9) weeks prior to the meeting. Proposed amendments follow the same procedure as established for resolutions presented to the Annual General Meeting.

- b) Amendments to the By-Laws shall take effect as soon as approved, but in no case may be applied retroactively.
- c) Amendments to the Constitution shall take effect according to the due process of the Law.

### ARTICLE XIII

#### DISSOLUTION

1. Voluntary dissolution of the Quebec Federation of Home and School Associations requires the following:

- a) An Executive decision to disband can only be taken by a two-thirds vote of members present at a General Meeting, provided that there is a quorum at such a meeting in accordance with Quebec Federation of Home and School Associations By-Laws, and that a formal notice of such an intent has been forwarded to all members, and that a motion to disband has been included in the announcement of the General Meeting;
- b) The reasons for a proposal of dissolution shall be forwarded in writing to the Membership at least sixty (60) days before any action is taken.
- c) In the case of a decision to dissolve, all its remaining assets after payment of its debts shall be sent to charities in Quebec with educational or literacy mandates and the decision ratified by the membership.