

5. Constitution and By-Laws

(As adopted by the Society June 19, 2002)

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5.1 Constitution

1. The name of the Society is: "**The Canadian Reformed School Society of Abbotsford, B. C.**", hereinafter called the "Society".
2. The **objectives** of the Society are:
 - a) to provide Christian education in adherence to God's infallible Word summarized in the Three Forms of Unity.
 - b) to establish and maintain day schools.
 - c) to engage, hire or appoint teachers.
 - d) to establish policies related to the field of Christian education and to further the cause of Christian education.
3. The **operations** of the Society are chiefly carried out in the Province of British Columbia, in the area between Chilliwack and Abbotsford.
4. The **foundation** of the Society is the Holy Scriptures summarized in the Three Forms of Unity, to wit: the Belgic Confession, the Heidelberg Catechism, and the Canons of Dort, and this clause is unalterable.

5.2 BYLAWS

5.2.1 Membership

1. Membership is available to everyone who is a member of a Canadian Reformed Church or of an American Reformed Church.
2. Application for membership to the Society shall be made in writing to the secretary of the Society and may be in a form prescribed from time to time by the board.
3. Members shall be required to pay such dues and contributions as shall be established by the Society.
4. Notwithstanding the provision of Bylaw 3, the Board of Directors may, in special cases, grant reduction of the membership fees.
5. A member may resign from the Society at any time by written notice, and upon acceptance of his resignation, shall cease to be a member of the Society.
6. If a member fails to pay his contributions when due, or if a member ceases to be eligible for membership under Bylaw 1, the Board of Directors shall have full powers to delete the name of such a person from the membership list and in such case he shall cease to be a member of the Society.

5.2.2 Enrollment

7. Normally, only children of members of the Society shall be enrolled as students. The Board of Directors may make exceptions, but in all cases the parents of these children must be in full agreement with the objectives and foundation of the Society. The fees for these children shall be set at the discretion of the Board of Directors. The enrollment of children of non-members shall be subject to a periodic review.

5.2.3 Meetings

8. Annual meetings shall be held in November of each year and every year.
9. General meetings of the Society shall be held at such dates as the Board of Directors may decide.
10. The Directors shall, upon written request of ten (10%) percent or more of the voting members of the Society, convene a general meeting. They must comply with this request within twenty-one days from the date of the request.
11. Notice of any meeting of the Society shall be given to each member not less than fourteen days prior to the date of such meeting. Notice of meeting shall specify the place, the day and the hour of meeting and, in case of business requiring **special resolutions**, the general nature of that business.
12.
 - a) With the exception of meetings called subject to Paragraph 12(b), at any meeting of the Society, thirty-five (35) members of the Society shall constitute a quorum for the transaction of business.
 - b) In the case of a meeting in which the membership is called to vote on a special resolution, fifty percent (50%) of the members who are entitled to vote shall constitute a quorum, but never less than thirty-five (35) members.
 - c) If, after having given proper notice of a meeting subject to Paragraph 11, there is no quorum to conduct business, the Board shall reconvene the Society within four weeks after giving the Society proper notice. The members present at that re-scheduled meeting shall constitute a quorum to conduct business. At the rescheduled meeting only those items that were on the previous agenda may be dealt with.
13.
 - a) Voting with respect to election of Directors and with respect to special resolutions shall be by secret ballot. In all other cases, voting may be by show of hands;
 - b) Voting with respect to all business shall require fifty percent (50%) plus one of votes cast to constitute a majority, except that voting with respect to a special resolution shall require a seventy-five percent (75%) majority of votes cast.
 - c) A member in good standing present at a meeting of members is entitled to one vote.

5.2.4 Board of Directors

14. The Board of Directors shall consist of a President and at least six Directors. Board members shall be elected by the membership for a term of three years and shall not be eligible for re-election to office for a third continuous term. Only members of a Canadian Reformed Church or an American Reformed Church may become Directors.
15. Nominations for the Board of Directors from the membership shall have the consent of the nominee and be supported by at least two other members. Such nominations shall be submitted in writing to the board not later than 15 minutes before the meeting.
16. The board may act, notwithstanding any vacancy in their body. A quorum shall be a majority of the Directors then in office.
17. Vacancies occurring in the Board of Directors by reason of death, resignation, or dismissal of a member may be filled by a member of the Society appointed by the Board of Directors until the next annual meeting of the Society.
18. The Board of Directors shall elect from among their members, a chairperson, a vice chairperson and such officers as they deem necessary.

19. The duties of the Board of Directors shall be:
- a) to execute and regulate the school policies in accordance with the constitution of the Society.
 - b) to appoint a teaching staff qualified to carry out the educational policies of the Society, and concurrent with the Constitution and Bylaws.
 - c) to propagate the cause of Christian education in the community through all appropriate means.
 - d) to account properly for all funds and annually prepare a financial statement consisting of operating statement and balance sheet and shall have these audited by a qualified account.

5.2.5 Borrowing Powers

20. The Society shall not borrow money in excess of the sum of \$25,000.00 nor secure the payment of money by pledging, hypothecating or encumbering any of its assets without the sanction of a special resolution of the Society.

5.2.6 Major Expenditures

21. No major expenditure relating to the acquisition of real property or the construction or major alteration of school facilities in excess of \$25,000 shall be made without the sanction of a special resolution of the Society.

5.2.7 Audit

22. Auditors shall be appointed at each annual meeting of the Society, and report their findings to the next annual meeting of the Society.

5.2.8 Seal

23. The Society shall have a common seal, which shall be in the control and custody of the Board of Directors.
24. Every document required to be executed under the seal of the Society shall be signed by the President and by the Secretary, and the Secretary is authorized to affix the seal of the Society to any such document.

5.2.9 Alteration of By-laws

25. The bylaws of the Society may be altered or amended by special resolution of the Society, provided, that no alteration or amendment so passed shall be effective until the approval of the Registrar of Companies has been obtained in accordance with the provisions of the Society Act.

5.2.10 Records

26. The **Secretary** shall prepare minutes of all meetings of the Society and of its Board of Directors, and provide for the safekeeping of these records.
27. The **Secretary** shall maintain a register containing all names and addresses of the members of the Society as required under the Society Act.
28. The **Treasurer** shall keep such books of accounts as may from time to time be necessary and he shall

provide for the safe-keeping of the finances of the Society.

29. Any books, record or other documents pertaining to the Society shall be available for inspection by the members or Directors upon giving the Board of Directors twenty-one (21) days written notice of such intention to inspect such books, records and other documents and the reason therefore, provided always, that the Board of Directors may in its sole and absolute discretion refuse a director or member access to such documents if the reasons for such inspection appear to the Board of Directors to be contrary to the best interest of the Society or appear to the Board of Directors to infringe upon the rights and privacy of a parent, a member, a trustee, a principal, a teacher or a pupil.

5.2.11 Rules of Order

30. In the event of a dispute over proceedings at any meeting, Robert's Rules of Order shall prevail, providing they are not inconsistent with these bylaws and any special rule of order the Society may adopt.

5.2.12 High School Agreement

31. For the purpose of operating a high school, this Society enters into an agreement with the Canadian Reformed School Association of Surrey with such terms as are set out in Schedule "A", appended hereto.

5.2.13 Dissolution

32. In case of dissolution of the Society, the properties and monies belonging to the Society shall be donated after liquidation to such Christian educational cause as the Society may decide by special resolution prior to the cancellation of the incorporation of the Society.