

**DATE:** March 17, 2015

**TO:** Board of Trustees

**FROM:** Trustee Nathan Ip, ASBA Issues and Resolutions Committee  
Trustee Michael Janz, ASBA Issues and Resolution Committee  
Trustee Cheryl Johner, ASBA Issues and Resolution Committee, Chair

**SUBJECT:** Alberta School Boards Association (ASBA) Bylaws

**ORIGINATOR:** Dr. Sandra Stoddard, Executive Director Governance and Strategic Support Services

**REFERENCE:** [Alberta School Boards Association \(ASBA\) Bylaws](#)  
[Alberta Government – Public Disclosure of Travel and Expense Policy June 10, 2014 – Board Report re Public Reporting Process for Travel and Expenses](#)  
[Alberta School Boards Association \(ASBA\) Budget 2014-2015 February 17, 2015 – Board Report re Alberta School Boards Association](#)

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#### ISSUE

Each year, the Alberta School Boards Association (ASBA) provides the opportunity for member school boards to submit proposed amendments to ASBA bylaws (Attachment II). The deadline for the submission of proposed bylaw amendments to the ASBA is March 27, 2015 (Attachment I).

#### RECOMMENDATION

That the Edmonton Public School Board approve the submission of the following proposed amendments to Alberta School Boards Association (ASBA) bylaws:

1. That a bylaw be added that would require a public reporting process for the ASBA President, Vice-President, Board of Directors, Executive Director, Contractors and applicable ASBA staff that aligns with the Government of Alberta's Directive on Public Disclosure of Travel and Expenses (for costs related to business travel - including transportation, accommodation, meals and related incidentals; or hospitality and working sessions).
2. That a bylaw be added that would require all votes at the Board of Directors meetings to be recorded indicating who voted in favour and who voted in opposition to motions.
3. That the discussion of bylaws and policy be permitted at both the ASBA Spring General Meeting and ASBA Fall General Meeting.
4. That Bylaw 10.4 be amended to read: *At least twenty-one **business** days Written Notice of any General Meeting shall be provided to each Full Member and Associate Member.*

**BACKGROUND**

The ASBA bylaws were reviewed in their entirety in 2013 by the ASBA Bylaws Review committee, comprised of members of the Policy Development Advisory Committee (PDAC) as well as representatives appointed at large. Presentation, discussion, and receipt of input on the proposed bylaw amendments occurred at each Zone meeting in March 2013, and were approved by the membership at the 2013 Spring General Meeting.

The ASBA Issues and Resolutions Committee met on March 4 and 10, 2015 and are recommending the proposed bylaw amendments above. The rationale for the proposed amendments is provided as follows:

**1. Recommendation 1 - Rationale**

The ASBA currently does not publicly disclose expenses.

In September 2012, the Provincial Government introduced a [Public Disclosure of Travel and Expense Policy](#) in order to improve accountability and transparency through disclosure of expense information. Following this provincial directive, the Minister of Education sent a letter to all board chairs encouraging school boards to follow the lead of Government and adopt an expense disclosure policy that mirrors the provincial policy.

The Board subsequently approved the following motion at the December 4, 2012 public board meeting: *That the Administration develop a public reporting process applicable to Trustees, the Superintendent, Executives and Managing Directors that aligns with the Government of Alberta's Directive on Public Disclosure of Travel and Expenses to take effect by the next fiscal year.* The implementation of a public reporting process for travel and expenses beginning June 1, 2014 was approved by the Board at the [June 10, 2014 board meeting](#).

As noted in the [February 17, 2015](#) board report, it is anticipated that the ASBA membership cost to the Edmonton Public School Board for 2014-2015 will be approximately \$215,000 (the projected membership fee by ASBA as indicated in the [ASBA's Budget 2014-2015](#) document (Page 54) is \$206,860 based on the 2013-2014 student count of 86,945 students – the District's actual September 30, 2014 student count is 89,660). In an effort to reduce costs, the Board approved the following motion: *That in order to benefit Alberta students and maximize dollars in the classroom, the Edmonton Public School Board provide feedback to the Edmonton Public Director on the Alberta School Boards Association (ASBA) Board of Directors to reduce membership fees by 10 per cent by advocating to the ASBA Board of Directors and at ASBA Zone 2/3 measures including: (a) That the ASBA give notice to leave the National School Boards Association (NSBA) and (b) That the ASBA give notice to leave the Canadian School Boards Association (CSBA).*

The Board is fiscally accountable for its use of funds and, therefore, the ASBA Issues and Resolutions Committee is recommending a public reporting process to provide transparency of how funds are being spent by the Association.

**2. Recommendation 2 - Rationale**

The minutes of the ASBA Board of Directors meetings currently reflect the disposition of a motion but do not indicate who voted in favour and who voted in opposition to a motion.

The ASBA Issues and Resolutions Committee is recommending that votes be recorded indicating who voted in favour and who voted against motions to improve transparency, accountability and further engage member boards in the Board of Directors.

**3. Recommendation 3 – Rationale**

Currently, bylaws are discussed at the ASBA Spring General Meeting and policy is discussed at the ASBA Fall General Meeting.

The ASBA Issues and Resolutions Committee is recommending that discussion of both bylaws and policy be allowed at either the Spring or Fall General Meeting in order to be more nimble and responsive to addressing bylaw and policy issues.

**4. Recommendation 4 – Rationale**

The ASBA Policies Bulletin, which contains the proposed policies that will be presented to the membership for a vote at the ASBA Fall General Meeting business session accompanies the written notice. Receiving the Bulletin twenty-one “calendar” days prior to the ASBA Fall General Meeting business session, does not provide sufficient time for the proposed resolutions (particularly if there are substantial number of proposed resolutions) to be reviewed by the Administration and the ASBA Issues and Resolutions Committee and for the ASBA Issues and Resolutions Committee to bring forward a recommendation report to public board regarding whether the Board should support or not support the proposed resolutions without a significant impact on the Administration and the ASBA Issues and Resolutions Committee to meet the timeline.

This year, it is anticipated that the Policies Bulletin will be received by October 26, 2015 in accordance with the Bylaw which would provide fourteen “business” days for any proposed resolutions to be reviewed by the Administration and the ASBA Issues and Resolutions Committee and for the Committee to prepare a recommendation report and for that report to be brought to public board – a special board meeting would also be required since the Board meets the first and third Tuesdays of each month.

If Bylaw 10.4 (page 14) was revised and Policies Bulletin was provided twenty-one “business” days in advance of the ASBA Fall General Meeting, it would be received by the District on October 15, 2015 which would provide twenty-five “business” days which would provide sufficient time for review of proposed resolutions and for the ASBA Issues and Resolutions Committee to meet and bring forward a recommendation report to be brought to public board prior to the Fall General Meeting business session on November 16, 2015.

**NEXT STEPS**

- If the Board approves the proposed bylaw amendments, they will be submitted to the ASBA by March 27, 2015.
- The ASBA has advised that any proposed amendments to the bylaws, along with the proposed ASBA budget for 2015-2016, will be included in the Budget & Bylaws Bulletin, which will be emailed to boards on or before April 1, 2015.
- The ASBA Issues and Resolutions Committee Chair will send a letter to all member Board Chairs following receipt of the Budget & Bylaws Bulletin on or before April 1, 2015 providing a copy of the rationale and background for the proposed amendments.
- The ASBA Issues and Resolutions Committee will prepare a recommendation report with respect to the proposed Bylaws that are received from the ASBA.

**ATTACHMENTS & APPENDICES**

ATTACHMENT I - ASBA Budget and Bylaws Processes - 2015

ATTACHMENT II – Alberta School Boards Association (ASBA) Bylaws

CJ:mmf

**ASBA Budget and Bylaws Processes - 2015**

<b>SPRING GENERAL MEETING (Budget and Bylaws)</b>	
January 2015	ASBA call for bylaw amendments letter sent to all Board Chairs, Zone Chairs
<u>March 27, 2015</u>	Deadline for Boards to submit proposed bylaw amendments to ASBA <i>Please submit via e-mail to: <a href="mailto:htkachuk@asba.ab.ca">htkachuk@asba.ab.ca</a></i>
April 1, 2015	Budget and Bylaws Bulletin sent to all member boards <i>As per bylaw requirement of 60 days prior to SGM</i>
April-May 2015	ASBA budget presented to zones
<u>May 1, 2015</u>	Deadline for Boards to submit any proposed emergent policies to ASBA for SGM <i>Please submit via e-mail to: <a href="mailto:htkachuk@asba.ab.ca">htkachuk@asba.ab.ca</a></i>
June 1, 2015	Call to order SGM: ASBA business session

**ASBA Bylaws**

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# ASBA Bylaws

## **Bylaw 1**

### 1. Definitions and Interpretation

1.1 In these Bylaws, unless the context otherwise requires:

- 1.1.1 “Alternate Director” means a representative of a Zone or Metro Board who shall fill the position of Director in the event of the Director’s absence or inability to act.
- 1.1.2 “Associate Member” of the Association means:
  - 1.1.2.1 Elected First Nations boards of education under the auspices of band councils; and
  - 1.1.2.2 Métis boards of education that operate school buildings.
- 1.1.3 “Association” or “The Association” means the Alberta School Boards Association.
- 1.1.4 “Board” means the board of trustees of a school district, school division, or regional division, the regional authority of a Francophone education region, or an official trustee as defined in the School Act.
- 1.1.5 “Board of Directors” means the Board of Directors of the Association, established pursuant to the provisions of these Bylaws.
- 1.1.6 “Director” means a member of the Association’s Board of Directors who represents a Zone or Metro Board.
- 1.1.7 “Full Member” of the Association means:
  - 1.1.7.1 A board of trustees of a school district, school division, or regional division, or the regional authority of a Francophone education region that has publicly elected members according to the Local Authorities Election Act or in the case of Lloydminster the Local Government Election Act, and that is an operating board as defined in the Alberta School Boards Association Act; or
  - 1.1.7.2 A board of trustees of a publicly supported school system in the City of Yellowknife, Northwest Territories.
- 1.1.8 “General Election” means an election held for all Boards in accordance with the Local Authorities Election Act.
- 1.1.9 “General Meeting” means one of the Association’s biannual meetings; either the Spring General Meeting or the Fall General Meeting.
- 1.1.10 “Metro Board” means any one of the four public or separate school boards in the cities of Calgary or Edmonton with Full Member status.
- 1.1.11 “Minister of Education” means the Minister of Education for the Province of Alberta.
- 1.1.12 “President” means President of the Association and Chair of the Board of Directors.

- 1.1.13 “School Act” means the School Act being Chapter S-3 of the Revised Statutes of Alberta, 2000 as amended from time to time or any successor legislation hereinafter enacted.
- 1.1.14 “Special General Meeting” means a meeting of the Association called by the Board of Directors pursuant to the provisions of these Bylaws. Unless the context otherwise requires, provisions in these Bylaws that apply to a General Meeting also apply to a Special General Meeting.
- 1.1.15 “Student” means any person enrolled in a Full Member jurisdiction as reported by Alberta Education.
- 1.1.16 “Substantive Motion” means a motion before the membership at a General Meeting, and includes motions relating to the Association budget, Bylaws, and policy positions.
- 1.1.17 “Trustee” means a member of a Board with Full Member status, or an official trustee as defined in the School Act.
- 1.1.18 “Vice-President” means Vice-President of the Association and Vice-Chair of the Board of Directors.
- 1.1.19 “Written Notice” means notice of a meeting that:
  - 1.1.19.1 Specifies the purpose, date, time and place of the meeting, and
  - 1.1.19.2 Is delivered by any electronic means or post, meeting required timelines, exclusive of the day on which the notice is sent or mailed and exclusive of the day for which notice is given.
- 1.1.20 “Zone” means a subset of all Boards established on a geographical or other basis pursuant to the provisions of these Bylaws.
- 1.2 In these Bylaws the singular includes the plural and the plural includes the singular.

## **Bylaw 2**

### **2. Entitlement of Full and Associate Members**

- 2.1 Full Members are entitled to:
  - 2.1.1 Association communications materials except those designated as confidential to specific audiences;
  - 2.1.2 Direct services from Association personnel at fees established annually by the Association;
  - 2.1.3 Access to Association conferences and workshops at a conference rate established by the Association; and
  - 2.1.4 Unrestricted participation in the business affairs of the Association.
- 2.2 Associate Members are entitled to:
  - 2.2.1 Association communication materials except those designated as confidential to specific audiences;
  - 2.2.2 Direct services from Association personnel on a cost-recovery basis at fees established annually by the Association plus expenses for travel, meals, and accommodation;
  - 2.2.3 Access to Association conferences and workshops at 125 percent of the rate established for Full Members by the Association; and



- 2.2.4 Attendance as guests at General Meetings at 125 percent of the General Meeting rate established for Full Members.

### **Bylaw 3**

#### 3. Board of Directors and Executive Committee Composition

- 3.1 The Association's Board of Directors shall consist of:
  - 3.1.1 The President;
  - 3.1.2 The Vice-President;
  - 3.1.3 One Director representing each geographic Zone, excepting where any such Zone is made up of more than 20 Boards, then that Zone shall be represented by two Directors; and
  - 3.1.4 One Director from each Metro Board.
- 3.2 The Executive Committee of the Board of Directors shall consist of the:
  - 3.2.1 President;
  - 3.2.2 Vice President; and
  - 3.2.3 Executive Director (non-voting).
- 3.3 One representative from each of the following organizations may attend non-confidential aspects of Board of Directors meetings as non-voting observers and at the expense of their respective organization:
  - 3.3.1 Alberta Catholic School Trustees' Association (Zone 7);
  - 3.3.2 Public School Boards Association of Alberta (Zone 8); and,
  - 3.3.3 Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities) (Zone 9).

### **Bylaw 4**

#### 4. Honourary President

- 4.1 The Minister of Education shall be the honorary president of the Association.

### **Bylaw 5**

#### 5. Board of Directors Members

- 5.1 Eligibility
  - 5.1.1 Every candidate for office of President, Vice-President, Director or Alternate Director shall be a Trustee of a Full Member Board.
  - 5.1.2 Any member of the Board of Directors ceasing to be a Trustee shall vacate his/her office, which shall be filled in accordance with provisions in these Bylaws.
  - 5.1.3 An individual in receipt of the nomination for a publicly elected provincial or federal office, or who currently occupies a publicly elected provincial or federal office shall not be eligible to concurrently hold the position of President, Vice-President, Director or Alternate Director.

5.1.4 An individual occupying any of the following positions shall not be eligible to concurrently hold the position of President, Vice-President, Director, or Alternate Director:

- Zone Chair/Vice-Chair;
- Appointed representatives of the Alberta Catholic School Trustees' Association (Zone 7), the Public School Boards Association of Alberta (Zone 8), and the Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities – Zone 9) who attend Board of Directors meetings as observers; or
- The President or Vice-President of the Alberta Catholic School Trustees' Association (Zone 7), the Public School Boards Association of Alberta (Zone 8), and the Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities – Zone 9).

## 5.2 Term

5.2.1 The President, Vice-President, and Directors shall be elected for a two year term and shall be eligible for re-election for one successive term of two years. The President, Vice-President, and Directors may be elected to a previously held position for more than two terms provided such re-election occurs at least one term following conclusion of the first two terms.

5.2.2 Director terms shall commence every November of even-numbered years for one Director and one Alternate Director for:

- Calgary RCSSD No. 1;
- Edmonton School District No. 7;
- Zone 2/3;
- Zone 4; and
- Zone 6.

5.2.3 Director terms shall commence every November of odd-numbered years for one Director and one Alternate Director for:

- Calgary School District No. 19;
- Edmonton RCSSD No. 7;
- Zone 1;
- Zone 2/3; and
- Zone 5.

## 5.3 President and Vice President Elections

5.3.1 Election of the President and the Vice-President shall take place at a General Meeting of the Association, normally at the Fall General Meeting immediately following a General Election, and two years following (i.e. November of odd-numbered years).

- 5.3.2 Nominations shall be made from the floor and shall require a seconder.
- 5.3.3 Voting shall be by secret ballot on the basis of one vote per Full Member Board in attendance.
- 5.3.4 The candidate receiving the greatest number of votes will be the successful candidate. Announcement of results shall be limited to identifying the successful candidate.
- 5.3.5 The President and Vice-President shall take office at the conclusion of the General Meeting at which they are elected.
- 5.3.6 Notwithstanding Bylaw 5.1.2, in the year of a General Election, if the President does not run for the office of trustee or is defeated in the General Election, the President may complete his/her term of office through to the election of the new President at the General Meeting.
- 5.4 Director Elections
  - 5.4.1 Election of the Directors shall be completed and confirmed in writing to the Executive Director of the Association before the opening of the General Meeting specified in these Bylaws. Members so elected shall take office at the conclusion of the General Meeting.
  - 5.4.2 If a member of the Board of Directors is subsequently elected President or Vice-President, then his/her office as a member of the Board of Directors shall be filled by the Alternate Director, until such time as a new Director is elected.
- 5.5 Leaves of Absence
  - 5.5.1 Any member of the Board of Directors seeking a publicly elected provincial or federal office, including the nomination for, shall take a leave of absence from the Board of Directors.
  - 5.5.2 The Board of Directors shall have the authority to grant leaves of absence to its members, including determination of conditions and length, subject to provisions contained in these Bylaws.
- 5.6 Vacancy
  - 5.6.1 If a vacancy occurs in the office of President, it shall be filled automatically by the Vice-President.
  - 5.6.2 If a vacancy occurs in the office of Vice-President, notwithstanding any provisions in these Bylaws governing the election of a Vice-President, the Board of Directors may fill the vacancy from among its members.
  - 5.6.3 If a vacancy occurs in the office of Directors, the Metro Board or Zone shall arrange to fill the vacancy.
  - 5.6.4 If a Metro Board or Zone fails to appoint a Director to the Board of Directors in accordance with the requirements of these Bylaws, then the Board of Directors may arrange to fill the vacancy.
  - 5.6.5 In the event a Director fails to attend three consecutive meetings without giving due and timely notice as to the cause of non-attendance, the Board of Directors may declare the seat vacant and may arrange to fill the vacancy.

- 5.6.6 Any Trustee who fills a vacancy in the office of President, Vice-President, or Director shall be deemed to have completed a term if they served in that capacity for more than twelve months.

## **Bylaw 6**

6. Representation and Voting at Board of Directors Meetings and at Executive Committee Meetings
- 6.1 At Board of Directors meetings:
- 6.1.1 The President, Vice-President, and all Directors each carry one vote.
  - 6.1.2 Quorum is seven voting members of the Board of Directors.
  - 6.1.3 A majority vote of the members present, including the Chair, shall decide all questions unless otherwise required by these Bylaws.
  - 6.1.4 In the event of a tie vote, the question is lost.
  - 6.1.5 Each Director's vote shall be recorded when a recorded vote is requested by any Director prior to the vote being taken.
- 6.2 An Alternate Director who attends a Board of Directors meeting in the place of a Director shall be entitled to vote.
- 6.3 In the event that both the Director and the Alternate Director are unable to attend a meeting of the Board of Directors, the chair of the Zone or Metro Board that the Director represents may attend that meeting of the Board of Directors and shall be entitled to vote.
- 6.4 At Executive Committee meetings where consensus is not possible, the President shall determine the course of action to be taken.

## **Bylaw 7**

7. Executive Duties
- 7.1 The President shall:
- 7.1.1 Provide leadership to the Association, Board of Directors and Executive Committee.
  - 7.1.2 Be accountable to the Board of Directors and to the membership.
  - 7.1.3 Preside at all meetings of the Board of Directors and the Executive Committee.
  - 7.1.4 Open and preside at all conferences or General Meetings of the Association.
  - 7.1.5 Act as the primary spokesperson for the Association.
  - 7.1.6 Submit or cause to be submitted to each General Meeting a report of the Board of Directors as to financial standing and general business of the Association.
- 7.2 The President is (ex officio) a member of all committees.
- 7.3 The Vice-President shall take the place of the President in the event of the President's absence or inability to preside.

## **Bylaw 8**

### **8. Board of Directors Powers and Duties**

- 8.1 The business and affairs of the Association shall be under the direction and control of the Board of Directors, which may exercise all the powers of the Association which are not required by the Alberta School Boards Association Act, or by these Bylaws, to be exercised by the Association in a General Meeting.
- 8.2 Without limiting the generality of the foregoing, the Board of Directors:
  - 8.2.1 Shall appoint an Executive Director as Chief Executive Officer of the Association, establish terms of employment and salary, prescribe duties, and monitor and evaluate performance;
  - 8.2.2 May delegate any or all of its powers to the Executive Director, the Executive Committee established pursuant to these Bylaws, or a committee appointed by it;
  - 8.2.3 May appoint either from its own members or others such special committees as it may from time to time deem advisable and prescribe their duties and functions;
  - 8.2.4 Shall pay the reasonable expenses of its members and others;
  - 8.2.5 Shall pay a per diem allowance, as determined by the Association's budget, to its members and others;
  - 8.2.6 Shall make provision for the payment of honoraria, as determined by the Association's budget, to Board of Directors members;
  - 8.2.7 May adopt policy positions on matters which arise between General Meetings and shall submit these for ratification at the next General Meeting;
  - 8.2.8 Shall designate a newly-created board to belong to a Zone, on an interim basis. Final designation to which Zone such Board shall belong shall occur at the next General Meeting following the date of creation of such Board;
  - 8.2.9 Shall engage in strategic planning activities which establish and review short- and long-range plans to guide the Association's business and affairs;
  - 8.2.10 Shall communicate and support the Association's position on issues, policies, and practices to appropriate internal and external publics;
  - 8.2.11 Shall have the authority to grant honorary life memberships in the Association, which shall not entail the payment of fees by the recipient;
  - 8.2.12 Shall delegate to the Executive Director responsibility for the establishment of fair salaries and reasonable working conditions for Association staff and contractors.

## **Bylaw 9**

### 9. Board of Directors Meetings

- 9.1 Regular meetings of the Board of Directors shall be held at such time and place as may be set by resolution of the Board of Directors.
- 9.2 Special meetings of the Board of Directors may be called by providing a written statement to the Executive Director detailing the business in respect of which the meeting is desired by:
  - 9.2.1 The Executive Committee; or
  - 9.2.2 A majority of voting members of the Board of Directors.
- 9.3 Upon request for a special meeting of the Board of Directors, the Executive Director shall call such meeting by providing:
  - 9.3.1 Eight days Written Notice to each voting member of the Board of Directors; or
  - 9.3.2 Oral or fewer than eight days Written Notice following receipt of written consent or waiver from each voting member of the Board of Directors.
- 9.4 Meetings of the Board of Directors are open to Full Members of the Association unless a majority of voting members of the Board of Directors elect to hold part of the meeting in camera.

## **Bylaw 10**

### 10. General Meetings

- 10.1 Two General Meetings of the Association shall be held each year.
- 10.2 Unless otherwise directed by the Board of Directors:
  - 10.2.1 The Spring General Meeting shall be held during the first full week of June; and
  - 10.2.2 The Fall General Meeting shall be held during the third full week in November.
- 10.3 The location of the General Meeting shall be determined by the Board of Directors.
- 10.4 At least twenty-one days Written Notice of any General Meeting shall be provided to each Full Member and Associate Member.

## **Bylaw 11**

### 11. Special General Meetings

- 11.1 Special General Meetings of the Association to deal with high priority or emergent issues that require urgent direction/action and which have significant implications for Boards may be held following an affirmative vote of seven voting members of the Board of Directors at a duly constituted meeting of the Board of Directors.
- 11.2 At least seven days Written Notice of any Special General Meeting shall be provided to each Full Member. Such notice shall provide background detail to enable Boards to prepare for the Special General Meeting.

## **Bylaw 12**

### **12. Representation and Voting at General Meetings**

12.1 The Executive Director shall, subject to direction from the Board of Directors, make all necessary arrangements for registration of delegates and for voting as may be necessary.

#### **12.2 Attendance**

12.2.1 Any Trustee, upon completion of registration, shall be entitled to attend a General Meeting.

12.2.2 It is the duty of all delegates, including members of the Board of Directors, to register prior to attending a General Meeting.

#### **12.3 Voting**

12.3.1 The Chair of each Full Member Board has the power to cast the vote to which each Full Member is entitled, unless another Trustee for that Board is designated, in writing, to the Executive Director, prior to the General Meeting, or in an emergency situation, by the Full Member Board at the General Meeting.

12.3.2 Unless otherwise required by these Bylaws or the approved rules of procedure governing disposal of resolutions, all Substantive Motions will be determined under the double majority voting method, as follows:

12.3.2.1 Sixty percent or more of Full Member Boards who are in attendance, who cast a vote, and who vote in the affirmative, based upon one vote per Full Member Board; and

12.3.2.2 Full Member Boards who are in attendance, who cast a vote, and who vote in the affirmative, represent 60 percent or more of the Students registered for the most recently reported period with Full Member Boards who voted in the affirmative.

12.3.3 For the purposes of Section 12.3.2.2, the percentage of Students enrolled in a Full Member Board shall be determined by:

12.3.3.1 Utilizing the total student enrollment figures for the most recent reporting period, as published by Alberta Education; and

12.3.3.2 Dividing the number of students enrolled in each Full Member Board by the total number of students enrolled in all Full Member Boards in attendance, who cast a vote, resulting in a percentage (rounded to the nearest 0.1 percent).

12.3.4 Results of the voting on Substantive Motions shall indicate how each Board cast its ballot.

12.3.5 Parliamentary motions and amendments to motions will be determined on the basis of one vote per Full Member Board and by a majority of the votes cast, unless otherwise required by Robert's Rules of Order or the approved rules of procedure governing disposal of resolutions.

12.4 A balloting committee shall be appointed at the opening of every General Meeting. It is the duty of the balloting committee to conduct the ballot voting.

### **Bylaw 13**

#### 13. Association Budget and Membership Fees

- 13.1 The fiscal year of the Association shall be September to August.
- 13.2 The Association budget shall be adopted at the Spring General Meeting of the year prior to the fiscal year for which it is established.
- 13.3 Notwithstanding any provisions to the contrary in these Bylaws, or in the approved rules of procedure governing disposal of resolutions, the budget shall be open to amendment until adopted.
- 13.4 The Association budget, including analysis and fees assessed to Member Boards shall be presented in writing to Full Member Boards at least sixty days prior to the day the Spring General Meeting is to commence.
- 13.5 The fees assessment included in the budget shall be comprised of the:
  - 13.5.1 Formula for determining the annual fees including the basic fee and the weight rate per student enrolment;
  - 13.5.2 Total annual fees payable by each Full Member Board;
  - 13.5.3 Number of students used in the calculation of fees payable by a Board which shall be the total student enrollment reported to Alberta Education in the most recent reporting period;
  - 13.5.4 Annual fees payable for any Full Member Board which shall not exceed ten percent of the total annual Full Member membership fees; and
  - 13.5.5 Annual fees payable for each Associate Member which shall be \$500 less than the basic membership fee for Full Member Boards.

### **Bylaw 14**

#### 14. Amendments to the Bylaws

- 14.1 Amendments to these Bylaws shall be made at a General Meeting, normally at the Spring General Meeting unless otherwise permitted by the Board of Directors.
- 14.2 An amendment to these Bylaws shall take effect on the day following the conclusion of the Spring General Meeting at which such amendment is made, unless an effective date other than the close of the Spring General Meeting is specified in the resolution.
- 14.3 At least sixty days Written Notice of any Bylaw amendment shall be provided to each Full Member.

### **Bylaw 15**

#### 15. Zones of the Association

- 15.1 All Full Member Boards shall belong to a Zone of the Association.
- 15.2 Subject to the provisions of these Bylaws, for the purpose of the formation of geographic Zones of the Association, the Province shall be divided as follows and each geographic Zone shall consist of designated Boards as follows.
  - 15.2.1 Zone 1
    - Fort Vermilion School Division No. 52
    - Grande Prairie Roman Catholic Separate School District No. 28
    - Grande Prairie School District No. 2357



- High Prairie School Division No. 48
- Holy Family Catholic Regional Division No. 37
- Northland School Division No. 61
- Peace River School Division No. 10
- Peace Wapiti School Division No. 76
- Northwest Francophone Education Region No. 1

15.2.2 Zone 2/3

- Aspen View Public School Division No. 78
- Black Gold Regional Division No. 18
- Buffalo Trail Public Schools Regional Division No. 28
- East Central Alberta Catholic Separate Schools Regional Division No. 16
- East Central Francophone Education Region No. 3
- Edmonton Catholic Separate School District No. 7
- Edmonton School District No. 7
- Elk Island Catholic Separate Regional Division No. 41
- Elk Island Public Schools Regional Division No. 14
- Evergreen Catholic Separate Regional Division No. 2
- Fort McMurray Public School District No. 2833
- Fort McMurray Roman Catholic Separate School District No. 32
- Grande Yellowhead Public School Division No. 77
- Greater North Central Francophone Education Region No. 2
- Greater St. Albert Roman Catholic Separate School District No. 734
- Lakeland Roman Catholic Separate School District No. 150
- Living Waters Catholic Regional Division No. 42
- Lloydminster Public School Division No. 99
- Lloydminster Roman Catholic Separate School Division No. 89
- Northern Gateway Regional Division No. 10
- Northern Lights School Division No. 69
- Parkland School Division No. 70
- Pembina Hills Regional Division No. 7
- St. Albert Public School District No. 5565
- St. Paul Education Regional Division No. 1
- St. Thomas Aquinas Roman Catholic Separate Regional Division No. 38
- Sturgeon School Division No. 24
- Yellowknife Education District No. 1
- Yellowknife Separate Education District No. 2

15.2.3 Zone 4

- Battle River Regional Division No. 31
- Chinook's Edge School Division No. 73
- Clearview School Division No. 71
- Red Deer Catholic Regional Division No. 39
- Red Deer Public School District No. 104

- Wetaskiwin Regional Division No. 11
- Wild Rose School Division No. 66
- Wolf Creek School Division No. 72

15.2.4 Zone 5

- Calgary Roman Catholic Separate School District No. 1
- Calgary School District No. 19
- Canadian Rockies Regional Division No. 12
- Christ the Redeemer Catholic Separate Regional Division No. 3
- Foothills School Division No. 38
- Golden Hills School Division No. 75
- Prairie Land Regional Division No. 25
- Rocky View School Division No. 41
- Southern Francophone Education Region No. 4

15.2.5 Zone 6

- Grasslands Regional Division No. 6
- Holy Spirit Roman Catholic Separate Regional Division No. 4
- Horizon School Division No. 67
- Lethbridge School District No. 51
- Livingstone Range School Division No. 68
- Medicine Hat Catholic Separate Regional Division No. 20
- Medicine Hat School District No. 76
- Palliser Regional Division No. 26
- Prairie Rose School Division No. 8
- Westwind School Division No. 74

15.3 Each geographic Zone numbered 1, 2/3, 4, 5, or 6 shall be governed by these Bylaws and Schedule A of the Alberta School Boards Association Bylaws, together with such other Bylaws established by the Zone which are not inconsistent with the Bylaws of the Association.

15.4 The objects of the geographic Zones shall be to work in cooperation for the mutual benefit of all members of the Alberta School Boards Association, to consider matters relating to education and school administration which are of particular interest to their areas, to encourage better understanding between Boards and the public, to work for continued improvement in the educational system, and to make recommendations to the Alberta School Boards Association.

15.5 Zone 7

15.5.1 Zone 7 of the Alberta School Boards Association shall be open to all Roman Catholic boards in the Province of Alberta and the Northwest Territories of Canada.

15.5.2 Zone 7 shall be known as the Alberta Catholic School Trustees' Association.

15.6 Zone 8

15.6.1 Zone 8 of the Alberta School Boards Association shall be open to all public boards, other than Roman Catholics, in the Province of Alberta and the Northwest Territories of Canada.

15.6.2 Zone 8 shall be known as the Public School Boards' Association of Alberta.

15.7 Zone 9

15.7.1 Zone 9 of the Alberta School Boards Association shall be open to all Francophone authorities in the Province of Alberta and the Northwest Territories of Canada.

15.7.2 Zone 9 shall be known as the Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities).

## **SCHEDULE A: FORMING BYLAWS FOR ZONES 1, 2/3, 4, 5 AND 6**

(As referred to in Bylaw 15.3)

### **Bylaw A1 – Membership**

- A1.1 Membership in Zones shall be determined by Bylaw 15 of the Alberta School Boards Association.

### **Bylaw A2 – Finance**

- A2.1 Each Zone may set membership fees and vary same from time to time; the same to be in such sum as is necessary to cover operating expenses and such projects as may be undertaken by the Zone.

### **Bylaw A3 – Meetings**

- A3.1 Each Zone shall hold an annual meeting:
  - a. During a 30-day period preceding the Fall General Meeting of the Alberta School Boards Association, such period ending eight clear days prior to the opening date of the Fall General Meeting;
  - b. In case of exceptional circumstances, the Executive Committee of the Board of Directors may arrange with a Zone to hold its annual meeting on a date falling outside the 30-day period.
- A3.2 Zones shall hold a meeting during the 30-day period immediately preceding the relevant General Meeting to elect the Zone Director(s) to the Board of Directors in accordance with Bylaw 5.2.
- A3.3 Other meetings of the Zones may be held in accordance with provisions hereinafter set out in Bylaw A7.
- A3.4 Any Trustee of a member board of the Zone may attend the annual or other meeting of the Zone and take part in the business of the meeting.

### **Bylaw A4 – Voting**

- A4.1 Voting for the election of the Zone Director(s) and alternate(s) to the Board of Directors of the Alberta School Boards Association shall be by secret ballot on the basis of one vote per Full Member Board. The boards of the cities of Edmonton and Calgary shall be excluded from voting for Zone Directors and the Zone Director's Alternate to the Board of Directors of the Alberta School Boards Association.
- A4.2 Voting on ordinary business or motions at annual Zone meetings shall be based upon one vote per Full Member Board in attendance, unless otherwise provided for in the Zone Bylaws.
- A4.3 Voting for Zone Chair or Vice-Chair shall be by secret ballot on the basis of one vote per Full Member Board. The election for Chair shall take place before the election for Vice-Chair.

## **Bylaw A5 – Alberta School Boards Association Board of Directors**

- A5.1 Each Zone shall elect its Director(s) and Alternate Director(s) to the Board of Directors of the Alberta School Boards Association at such time and for such terms as the Bylaws of the Association may provide.
- A5.2 The Alternate Director shall attend, participate and vote only when the Director is absent.
- A5.3 A Trustee elected to the Board of Directors of the Alberta School Boards Association shall be a trustee of a member board of the Zone other than the boards of the cities of Calgary and Edmonton.

## **Bylaw A6 – Zone Executive**

- A6.1 A member of the Zone Executive shall be a trustee of a member board of the Zone.
- A6.2 The Zone Executive shall consist of:
  - a. A Chair and Vice-Chair to be elected at large at the annual meeting;
  - b. One board representative to Zone to be elected annually by each board in the Zone; and
  - c. The Zone Director(s) or Alternate(s) representing the Zone.
- A6.3 The position of Zone Chair or Vice-Chair shall not be held by:
  - a. The ASBA President, Vice-President, Zone or Metro Director, or alternate;  
or
  - b. The President or Vice-President of the Alberta Catholic School Trustees' Association (Zone 7), the Public School Boards Association of Alberta (Zone 8), and the Fédération des conseils scolaires francophones de l'Alberta (Federation of Francophone School Authorities – Zone 9).
- A6.4 A majority of the members of the Zone Executive shall constitute a quorum.
- A6.5 Any Zone Director ceasing to be a trustee shall vacate his/her office, which shall be filled in accordance with provisions hereinafter set out in these Bylaws.
- A6.6 If the office of Chair becomes vacant, it shall be automatically filled by the Vice-Chair.
- A6.7 If a vacancy occurs among the Directors the board or boards represented may elect a new director to fill the vacancy.

## **Bylaw A7 – Duties and Powers of the Zone Executive**

- A7.1 The business and affairs of the Zone shall be managed by and be under the direction of the Zone Executive.
- A7.2 Without limiting the generality of the foregoing, the Zone Executive shall:
  - a. Appoint a Secretary-Treasurer who shall hold office until his/her successor is appointed;
  - b. Appoint such standing committees as it may deem necessary;
  - c. Appoint such delegates as may be required to represent the Zone;

- d. Appoint, either from its own members or others, such special committees as it may from time to time deem advisable and prescribe their duties and functions;
- e. Meet when necessary as determined by the Chair or by a majority of the members;
- f. Forward minutes of all meetings to member boards of the Zone and to the Alberta School Boards Association;
- g. Arrange such other meetings of the Zone as are deemed necessary to fulfill its objectives; and
- h. Arrange to fill by election from the Zone membership a vacancy occurring during the unexpired term of office of Vice-Chair at a meeting of the Zone providing the membership of the Zone is given ten clear days notice of the intent.

**Bylaw A8 – Bylaws**

- A8.1 The Zone may establish such other Bylaws for the conduct of its affairs not inconsistent with the Bylaws of the Alberta School Boards Association.