

STRATHMORE PUBLIC SCHOOL MUSIC PARENTS ASSOCIATION
BY-LAWS

1. NAME

1.1 The name of this organization shall be the Strathmore Public School Music Parents Association [hereinafter referred to as the "Association"].

2. MEMBERSHIP

2.1 There will be no membership fee. All parents and guardians of students in the Strathmore Public School Bands are automatically members of the Association.

2.2 Any member wishing to withdraw from membership may do so upon notice in writing to the Board through its Secretary. Any member upon a majority vote of all members of the Association in good standing may be expelled from membership for any cause which the Association may deem reasonable.

3. OFFICERS

3.1 The officers of the Association shall be the President, Vice-President, Treasurer, Secretary, Band Director, plus a minimum of [1] general director, these shall constitute the Board of Directors and the Executive Committee [hereinafter referred to as ["the Board"]]. The duties of the officers are defined below.

3.2 Officers shall be elected from the members of the Association at the Annual General Meeting and shall serve in office for one[1] year, to a maximum of two[2] consecutive years in any one position.

3.3 The officers shall be voting members of the Board of Directors and the Executive committee.

3.4 Any director or officer, upon a majority vote of all members in good standing, may be removed from office for any cause, which the Association may deem reasonable.

3.5 Any member of the Executive Committee may be removed therefrom upon failure, without reasonable excuse, to attend meetings of the said committee.

3.6 The Executive committee may appoint Officers to fill vacancies during the course of the school year.

4. DUTIES OF OFFICERS

4.1 The Board shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Association.

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Association. Meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called by 10 days notice in writing mailed to each member or by three days notice by fax or telephone. Any four members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transaction at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

4.2 The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the Association and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

4.3 The Vice-President shall perform the duties of the President in the event of the President's absence, resignation, or inability to perform the President's duties.

4.4 The Treasurer shall receive all monies paid to the Association and be responsible for the deposit of the same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the Association and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual General Meeting a statement duly audited of the financial position of the Association and submit a copy of same to the Secretary for the records of the Association. One person may fill the office of the Secretary and Treasurer if any Annual General Meeting for the election of officers shall so decide.

4.5 The Secretary shall attend all meetings of the Association and of the Board, and shall keep accurate minutes of the same. He/she shall have charge of the Seal of the Association, which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, such Officer as may be appointed by the Board shall discharge his/her duties. The Secretary shall have charge of all correspondence of the Association and be under the direction of the President and the Board. The Secretary shall also keep a record of all members of the Association and their addresses and send all notices of various meetings as required.

4.6 The Band Directors shall keep the Association informed of all band activities, and will be involved in preparing a budget for each fiscal year with members of the Board for review and approval of the Executive Committee.

4.7 The Director[s] shall serve as members of the Executive Committee and shall perform such other duties as may be assigned by the President and Executive Committee.

5. MEETINGS

5.1 The Association shall hold an Annual General Meeting on or before the 30th day of September in each year. Members shall be given fourteen[14] days written notice of the date, time, and place. At this meeting there shall be elected a President, Vice-President, Treasurer, Secretary, [or Secretary-Treasurer], and at the minimum one[1] director. The Officers and Directors so elected shall form a Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year may be filled at the next meeting provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to hold any office in the Association.

5.2 General meetings of the Association may be called at any time by the Secretary upon instruction of the President or Board by notice in writing to each member, delivered in the mail at least seven days prior to the date of such meeting. A special general meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known address of each member, delivered in the mail seven days prior to the meeting.

5.3 Delivery of mail to band students at school shall be deemed to be mailed to the parents/guardians.

5.4 Conduct of all meetings shall generally follow "Robert's Rules of Order".

6. VOTING

6.1 Six[6] members in good standing shall constitute a quorum at any monthly or special general meeting.

6.2 A quorum at the Annual General Meeting of the Association shall consist of 10% of the membership.

6.3 Any member who has not withdrawn from membership nor has been suspended nor expelled shall have the right to vote at any meeting of the Association. Such votes must be made in person and not by proxy or otherwise.

7. AUDITING

7.1 The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association elected for that purpose at a regularly scheduled monthly general meeting. Such auditor at the Annual General Meeting of the Association shall submit a complete and proper statement of the standing of the books for the previous year. The fiscal year of the Association in each year shall be July 1st to June 30th.

7.2 The books and records of the Association may be inspected by any member of the Association at the Annual General Meeting or anytime upon giving reasonable notice

arranging a time satisfactory to the officer or officers having charge of such. Each member of the Board shall at all times have access to such books and records.

8. REMUNERATION

Unless authorized at any meeting and after notice for it shall be given, no officer or member of the Association shall receive any remuneration for his/her services.

9. BORROWING POWERS

For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of a special resolution of the Association.

10. COMMITTEES

10.1 Standing or Special Committees may be created at any time by the Executive Committee.

10.2 The functions and responsibilities of the Standing or Special Committees shall be such as are designated to them by the Executive Committee, as well as any policies or programs that may [subject to the approval of the Executive Committee] be developed by them.

11. AMENDMENTS

These By-Laws may be amended or rescinded by a majority of not less than 75% of such members entitled to vote as are present in person at any general meeting, which notice of the proposed amendment shall, as a special resolution, have been submitted in writing to each member, at least twenty-one[21] days prior to such meeting.

12. DISSOLUTION

Upon voluntary or involuntary dissolution of the Strathmore Public School Music Parents Association, the Board of Directors shall appoint from among the existing directors, three[3] individuals to be Liquidator of the assets and liabilities of the Foundation. The Liquidator shall promptly undertake all actions necessary to distribute all assets and liabilities to the Strathmore Public School Music Programs, or its successor[s] without delay and with sufficient care and caution to ensure all matters are resolved. The Liquidator shall, by reference to the Societies Act of Alberta, arrange and undertake all matters needed to surrender the Certificate of Incorporation and ensure that the Association is fully dissolved.

AMENDED

DATED this 10th day of January in the year 2002.

NAME[SIGNATURE]
PLEASE PRINT NAME BELOW SIGNATURE

COMPLETE ADDRESS
INCLUDE POSTAL CODE

1. Robin Wenzel 96 Brentwood Dr Strathmore Alberta T1P 1E
Robin Wenzel

2. Lloyd W. Anderson Box 69 LANGDON, AB T0J 1X0
LLOYD W. ANDERSON

3. Jeanette Mackay 46 Parkwood Cr. Strathmore, Alberta T1P 1H5
Jeanette Mackay

4. Kerry Zanewick 223 Thornbriar Green Strathmore AB T1P 1K
Kerry Zanewick

5. John Sallans 144 STRATHAVEN CRES STRATHMORE, AB, T1P 1M2
JOHN SALLANS
WITNESS

NAME[SIGNATURE]
PLEASE PRINT NAME BELOW SIGNATURE

COMPLETE ADDRESS
INCLUDE POSTAL CODE

T. Lowey-Chinilar 14 McKernan Place S.E., Calgary, AB T2Z 1S0