

# Recommended Bylaw Amendments

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The VCPAC Bylaws were last revised in April 2011. It was determined that the Articles relating to membership definitions, in particular determining Quorum, and relating to the election of the Executive were most urgently in need of review.

After reviewing our current bylaws as well as bylaws of other DPACs, including SPEAC, COPACs, Vancouver DPAC and several others, I've drafted the below bylaw recommendations.

The recommendations cover the following sections of our current bylaws:

- Article II. Membership
- Article III. Meetings of VCPAC
- Article IV. Resolutions
- Article V. Executive Members (Elections & Length of Term of Office)

I have not reviewed the following sections:

- Article I. Definitions
- Article V. Executive Members (Officers, Responsibilities of the Executive, Executive Duties)
- Article VI. VCPAC Committees
- Article VII. Finances
- Article VIII. Constitutional and Bylaw Amendments
- Article IX. Code of Conduct, Policies, Position Statements
- Article X. Dissolution

# Article II. Membership

## *Current VCPAC Bylaw:*

All PACs within SD61 are voting members unless they have waived membership in writing. Each PAC will have one vote.

## *Recommended VCPAC Bylaw:*

**VOTING MEMBERSHIP** of VCPAC consists of delegates appointed by individual PACs within School District #61.

- A. Each PAC may, pursuant to the School Act, elect one of its members to be its VCPAC Representative. If a PAC has not elected a VCPAC Representative, or if the VCPAC Representative is unable to attend a VCPAC meeting, the PAC Chair or Co-Chair may represent the PAC to VCPAC.
- B. VCPAC shall request each PAC to provide the VCPAC Secretary with a general contact email address and the name of its VCPAC Representative and its Chair or Co-Chairs when they change.
- C. For the purpose of determining quorum at general meetings, an **ACTIVE MEMBER PAC** is a PAC that has been represented at, or has sent regrets for, at least one of the last three consecutive general meetings.
  - a. If a PAC is not represented at three consecutive general meetings and does not submit regrets for those meetings, that PAC shall no longer be considered an active member PAC for quorum calculations, until such time as it is again represented at a general meeting or submits regrets in advance of a general meeting.
  - b. Regrets should be submitted in advance of the meeting start time, by email to the VCPAC Secretary (with a copy to the Chair) from the PAC's VCPAC Representative or a PAC Chair/Co-Chair. To count as regrets for the purpose of maintaining active member status and quorum calculations, the message must clearly identify the PAC, the specific meeting date, and state that the PAC is unable to be represented at that meeting.

**MEMBERS-AT-LARGE** of VCPAC are parents or guardians of students currently enrolled in School District #61 who are not delegates of individual PACs. These members hold non-voting status but are welcome to attend all general meetings and fully participate in discussions. Members-at-large may not propose any motions or vote on any matters.

- D. Members-at-large who have endorsement from their respective PAC are eligible to represent parents at District Ad-Hoc Committees.

**Rationale:**

VCPAC has struggled to reach a quorum in general meetings, in particular our last AGM and the first meeting of the year where we needed to pass the budget. Most other DPACs have the same quorum requirement as we do (one third of members), but often they have a system where PACs need to register to be counted as an active member towards quorum. The above recommendation allows VCPAC to reduce the number of people needed to meet quorum based on who is actually attending or interacting with VCPAC throughout the year.

Explicitly allowing parents who are not their PAC representative to sit on committees is part of other DPAC bylaws and will help spread the workload of current VCPAC representatives.

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# Article III. Meetings of VCPAC

## *Current VCPAC Bylaw:*

**EXECUTIVE MEETINGS** will be held at the discretion of the Executive, with a minimum of four annually. Quorum is a majority of the Executive members.

## *Recommended VCPAC Bylaw:*

**EXECUTIVE MEETINGS** shall be held at the discretion of the Executive, with a minimum of four Executive Meetings annually.

- A. A Quorum for Executive Meetings shall consist of a majority of the Executive members who have not submitted their regrets for that meeting, provided that in no case shall a Quorum be fewer than three Executive members present.
- B. Between general meetings, the Executive shall conduct the business of VCPAC, with the assistance of committees as required, and shall report on its actions and decisions at each subsequent general meeting.
- C. Any VCPAC voting delegate may attend an Executive Meeting.
- D. Each member of the Executive will have one vote.
- E. Any conflict of interest must be declared by each Executive member prior to discussion. Any Executive member so declaring will not participate in any discussion or any vote pertaining to the noted conflict.

## **Rationale:**

Other DPAC bylaws contain more information about what is accomplished by the Executive at meetings. Most other DPACs have a Quorum of a majority of their Executive, but that has not been working for VCPAC this year and we have not had enough attendance. This bylaw allows for motions to still be passed at Executive meetings that have lower attendance.

C, D, and E are taken from Article IV. Resolutions of the current bylaws, under the header 'At Executive Meetings.' Recommend that Article IV. Resolutions be deleted as everything has been moved to under the relevant meeting or into the general Meetings of VCPAC section.

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## *Current VCPAC Bylaw:*

**GENERAL MEETINGS** will be held monthly from September to May except for December and March, unless otherwise determined by the membership. General Meetings are open to all Parents. Any Parent of a child registered in SD61

may speak at any General Meeting of the VCPAC. Guests may speak at the discretion of the assembly. The Quorum for General Meetings is one-third of the current membership.

*Recommended VCPAC Bylaw:*

**GENERAL MEETINGS** of VCPAC shall be held monthly from September through May, excluding December and March, unless otherwise decided by the membership.

- A. Meetings may take place in person, virtually, or in a hybrid format.
- B. A quorum consists of one-third of active members attending either in person or virtually, but shall never be fewer than three voting delegates.
- C. If, within 30 minutes of the scheduled start time, a quorum is not achieved, the meeting will be cancelled or rescheduled. No official business may be conducted unless a quorum is present.
- D. All parents, as defined in these bylaws, are welcome to attend and participate in general meetings. Non-voting members, however, may not vote or move motions.

**Rationale:**

Many other DPACs use one-third of active members as their quorum. We've had trouble meeting this quorum, but have recommended changes to the definition of "active member" to address this. PACs that have not had a representative attend 3 consecutive meetings and have not sent regrets will no longer be considered an active member.

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*Current VCPAC Bylaw:*

The **ANNUAL GENERAL MEETING** will be held in April of each year. The business of the AGM will include:

- Annual Reports of the Chair and Treasurer;
- Proposed budget for the next fiscal year,
- Annual Elections of the Executive members.

Additional General Meetings may be called at the discretion of the Executive. An Additional Meeting will be called by the Executive within seven days of receiving a request by petition representing ten percent (10%) of the membership.

*Recommended VCPAC Bylaw:*

The **ANNUAL GENERAL MEETING (AGM)** shall be held in April of each year. The business of the AGM shall include the following:

- A. Annual Reports of the Chair and Treasurer;
- B. Proposed Budget for the next Fiscal Year;
- C. Annual Elections of the Executive Members.

An **EXTRAORDINARY GENERAL MEETING** may be convened at the discretion of the Executive. Additionally, the Executive is required to call such a meeting within seven days upon receiving a written petition from at least 10% of the voting delegates, provided that the request specifies the purpose of the meeting.

**Rationale:**

No functional change to this clause, just some updates on wording.

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*Current VCPAC Bylaw:*

The membership may adopt meeting rules prior to any Annual or Additional General Meeting and these will take precedence over the most recent edition of Robert's Rules of Order.

*Recommended VCPAC Bylaw:*

**MEETING PROCEEDINGS**

1. The most current edition of **ROBERTS RULES OF ORDER** shall govern all procedural matters not specifically addressed in these bylaws.
2. All resolutions must be proposed and seconded before discussion and a vote can proceed. In the case of a tie vote, the motion is defeated.
3. Each voting delegate, whether attending in person or online, is entitled to one vote per PAC they are representing.
  - a. Voting is generally conducted by a show of hands in person, or by written reply in the online chat. Exceptions to this include:
    - i. The election of Executive members; and
    - ii. When at least two voting delegates request that the vote be conducted anonymously. Anonymous voting may be conducted in person by secret ballot or online through built-in functions or another secure polling platform, as

determined by the Chair.

4. The Membership may appoint a person or organization to audit or review the VCPAC books of account.
5. Any conflict of interest must be declared by each voting delegate prior to discussion. Any delegate so declaring will not participate in any discussion or any vote pertaining to the noted conflict.
6. No proxy votes are allowed.
7. All decisions related to official VCPAC positions on educational issues must be approved by **SPECIAL RESOLUTION**.
  - a. Notice of a proposed Special Resolution must be given to all member PACs at least 28 days before the general meeting where the resolution will be voted on, unless all active member PACs agree in writing to a shorter notice period.
  - b. A Special Resolution may also be approved without a meeting if every active member PAC entitled to vote provides written consent. A resolution approved in this way is considered passed as if it had been adopted at a general meeting.

#### **Rationale:**

Most other DPACs follow the most current edition of Robert's Rules of Order for matters not outlined in bylaws. Information from current bylaws in Article IV. Resolutions now included here for clarity.

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# Article IV. Resolutions

## *Current VCPAC Bylaw:*

1. All decisions relating to official VCPAC positions, on educational issues, must be approved by Special Resolution.
2. Voting will be done by the show of hands with the exception of the election of Executive members which will be done by secret ballot.
3. No proxy votes are allowed.

### **At General Meetings**

4. Voting privileges are limited to one vote per PAC. An individual may be a delegate for more than one PAC and therefore carry more than one vote. Each PAC will elect a delegate to be their representative at VCPAC. If a dispute arises as to the status of a delegate, the VCPAC Executive may investigate the matter and make a determination.
5. The Membership may appoint a person/organization to audit/review the VCPAC books of account.
6. Any conflict of interest must be declared by each voting delegate prior to discussion. Any delegate so declaring will not participate in any discussion or any vote, pertaining to the noted conflict.

### **At Executive Meetings**

7. Any VCPAC Delegate may attend an Executive Meeting.
8. Each Executive member will have one vote.
9. Any conflict of interest must be declared by each Executive member prior to discussion. Any Executive member so declaring will not participate in any discussion or any vote, pertaining to the noted conflict.

## *Recommended VCPAC Bylaw:*

[DELETE ARTICLE IV. RESOLUTIONS]

### **Rationale:**

1, 2 & 3 are included in Article III. Meetings of VCPAC under Meeting Proceedings.

Everything under the header 'At Executive Meetings' is now included in Article III. Meetings of VCPAC under Executive Meetings.

Everything under the header 'At General Meetings' is now included in Article III. Meetings of VCPAC under General Meetings.

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# Article V. Executive Members

## Elections

### *Current VCPAC Bylaw:*

1. Any Parent of a child registered in SD61 is eligible to be nominated to be an Executive member. No employee of any public Board of Education will be eligible to hold an Executive position with VCPAC.
2. Call for nominations will be made at the meeting in February. Nominations will come from PACS.
3. Elections will be conducted by the Nominating Committee chairperson by secret ballot. Scrutineers will be appointed as required by the Nominations Committee chairperson at the time of the elections. Subsequent to the election of the nine permanent Executive members, the membership may elect to add up to an additional three (3) temporary Executive positions only from those individuals nominated prior to the election of permanent directors.
4. If an Executive position becomes vacant, the membership will elect a replacement at the next General Meeting.
5. To be successful a candidate will require a majority vote from the membership present at the meeting. No Executive positions will be filled by acclamation.

### *Recommended VCPAC Bylaw:*

1. A **CALL FOR NOMINATIONS** shall be made in February each year.
  - a. To be eligible for election to the VCPAC Executive, an individual must:
    - i. Be a parent as defined in these bylaws;
    - ii. Be nominated by a PAC of which they are a member; and
    - iii. Not be an elected school board trustee or employee of any public Board of Education.
  - b. A **NOMINATING COMMITTEE** will be struck to receive nominations from PACs and to conduct the Election at the AGM. Members of the Nominating Committee are not eligible to be nominated themselves. Nominations may also be accepted from the floor at the AGM, provided the candidate for office consents to their nomination and they have the support of their PAC's voting

delegate.

2. The **ELECTION** of Executive members shall take place annually at the Annual General Meeting (AGM) of the VCPAC.
  - a. When a position has only one nominee, that nominee shall be declared elected by acclamation.
  - b. When multiple nominations are received for a position, elections shall be conducted by the Nominating Committee.
    - i. Each voting delegate, whether attending in person or online, shall be entitled to cast one vote per contested position. Voting delegates representing more than one school PAC shall be entitled to cast one vote per PAC they are representing.
    - ii. Votes may be done in person by secret ballot or online through built-in meeting functions or services that accommodate secret polling. When such functions are unavailable, the Assembly will vote on whether to move ahead with an open ballot; unanimous support is required to move to an open ballot. When a secret ballot is still required, the vote will be postponed to a future meeting when secret voting can be accommodated.
    - iii. Proxy voting is not permitted.
    - iv. Votes, whether cast in person or electronically, shall be collected and counted by scrutineers appointed by the Nominating Committee.
    - v. The candidate receiving a majority of valid votes shall be declared elected.
3. If an Executive position becomes **VACANT** during the term, the Executive may temporarily assign the duties of the vacant position to another Executive member or voting delegate until such time as a replacement is elected.
  - a. The Executive shall call for nominations from PACs to fill the vacancy.
  - b. At the next General Meeting, the Election to fill the vacant position for the remainder of the original term shall be conducted by the same procedures applicable to regular Executive Elections.

## Length of Term of Office

### *Current VCPAC Bylaw:*

7. All Executive members are elected for a period of 1 year and will assume office on June 1st;
8. The Chair, Vice-Chair, Secretary and Treasurer only may not hold the same position for more than four consecutive terms.

### *Recommended VCPAC Bylaw:*

[No change.]