

## **B.C. HOME LEARNERS' ASSOCIATION**

### **CONSTITUTION**

- 1 The name of the society shall be "B.C. HOME LEARNERS' ASSOCIATION"
- 2 The purposes of this society are:
  - (a) To promote and encourage home education, as provided for in the *School Act* of British Columbia, as an alternative to the public and independent school systems.
  - (b) To protect the freedom of families in British Columbia to legally home educate their children without government oversight.
  - (c) To provide support, encouragement and educational assistance, advice and counsel to members and others involved or interested in home education.
  - (d) To solicit or raise money, to receive, acquire and hold gifts, donations and bequests to be used solely in the furtherance of these objects; to undertake and execute any trust which may be conducive to these objects.
  - (e) To establish and maintain liaison with educational institutions and government, to assist families in their transition from public or independent schools to home education, and to facilitate the transition of home educated individuals into higher educational facilities.
  - (f) To encourage and promote research and study into the benefits of home education.
  - (g) To do all such things as may be necessary or conducive to the attainment of the aforesaid objects.
- 3 Upon the dissolution of the society, its property and assets remaining shall be donated to a non-profit Canadian organization for use in benefitting home education or for the support of the children of home educators. This provision of the constitution is unalterable.

## B.C. HOME LEARNERS' ASSOCIATION

### BYLAWS

#### Part 1 – Interpretation

- 1 In these bylaws, unless the context otherwise requires:
  - "**ballot**" means either paper or electronic format;
  - "**directors**" means the directors of the society for the time being;
  - "**location**" means any location chosen by the directors of the society and may include remote attendance via electronic media as determined from time to time by the directors, where all members' identities can be confirmed and all members in attendance are able to communicate;
  - "**address**" of a member means the member's address and/or electronic address as recorded in the register of members;
  - "**Society Act**" means the *Society Act* of British Columbia from time to time in force and all amendments to it;
  - "**written notice**" means all forms of written communication including by electronic means.
- 2 The definitions in the *Society Act* on the date these bylaws become effective apply to these bylaws.
- 3 Words importing the singular include the plural and vice versa, and words importing a male person include a female person and a corporation.

#### Part 2 – Membership

- 4 The members of the society are the subscribers to the constitution and bylaws and every other person whose application for membership is accepted by the board of directors.
- 5 All applications for membership shall be submitted to the board of directors and, upon approval by the board, the applicant shall become a member.
- 6 An annual membership fee may be set and determined from time to time by the board of directors.

#### Part 3 – Termination of Membership

- 7 A person shall cease to be a member of the society
  - (a) by delivering his resignation in writing to the secretary of the society or by mailing or delivering it to the address of the society,
  - (b) on his death or in the case of a corporation on dissolution,
  - (c) on being expelled, or
  - (d) on having been a member not in good standing for 12 consecutive

months.

- 8 A member may be expelled by a special resolution of the members passed at a general meeting. The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion. The person who is the subject of proposed resolution for expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.
- 9 All members are in good standing except a member who has failed to pay his current annual membership fee or any other subscription or debt due and owing by him to the society and he is not in good standing so long as the debt remains unpaid.

#### **Part 4 – Meetings and Voting Rights**

- 10 The annual general meeting of the society shall be held in each calendar year, not later than 15 months after the date on which the last annual general meeting of the society was held and, in any event, no later than March 31, in the year following the year in respect of which the annual general meeting is being held.
- 11 The secretary shall convene any general meetings other than the annual general meeting:
  - (a) on the call of the president;
  - (b) on the request of the directors of the society;
  - (c) on all occasions when a general meeting is required pursuant to the *Society Act*.
- 12 Twenty-one (21) days written notice, by the secretary or by such other person duly authorized by the president in the absence of the secretary, shall be given of all general and special meetings of the society. Notice of a general meeting shall specify the location, the day and the hour of the meeting and in the case of special business, the general nature of that business. For the purpose of sending notice to any member for any meeting or otherwise, the address of any member shall be his last address recorded in the register of members.
- 13 The president or vice-president shall preside at all general meetings. If neither the president nor the vice-president is available or willing to preside at any general meeting, the members shall choose another director and if no director is available or willing to preside, the members shall choose one of their own numbers to be the chair for that meeting.
- 14 A quorum for the transaction of business at any meeting of members shall consist of not less than four (4) members present in person.
- 15 Each member in good standing shall be entitled to vote at any meeting of the society and the branch society of which he is a member. Voting is by show of hands or ballot. Voting by proxy is not permitted.

- 16 Any society, association, business or corporation which is a member of the society shall be entitled to one vote at any meeting of the branch society in which it is a member; and shall furnish the president of the branch society in which it is a member, the name of its nominee.
- 17 The secretary, or in his absence such other person duly authorized by the president, shall record minutes of every general and special meeting of the society and shall enter in the Minute Book of same, certified by the person recording them. The usual rules of order at public meetings as laid out in Robert's Rules of Order shall govern the proceedings unless otherwise provided by regulation, or by the simple majority of voting members present.

## **Part 5 – Directors and Officers**

- 18 The affairs of the society shall be managed by the board of directors, who may exercise all such powers and do all such acts and things as may be exercised or done by the society and are not by the bylaws of the society or by law expressly directed or required to be done by the society at a meeting of the members or otherwise.
- 19 The directors of the society shall be not less than three (3) who, at the time of the election or appointment, and as a condition precedent thereto, shall be members of the society.
- 20 The first directors, who shall hold office until the first annual general meeting, shall be determined by subscribers to the constitution and bylaws of the society, and until so determined, the subscribers shall for all purposes be deemed to be directors of the society.
- 21 At each annual general meeting of the society, all members of the board of directors shall retire from office and the society shall elect directors to fill the offices vacated. A retiring director shall be eligible for re-election.
- 22 Any casual vacancy occurring in the board of directors may be filled by the directors. The directors shall also have power at any time and from time to time to appoint any person or persons to the board of directors. A director so appointed holds office only until the conclusion of the next annual general meeting of the society, but is eligible for re-election at the meeting.
- 23 The board of directors by resolution of the board may remove a director, with cause, and appoint another in his stead. Any director who fails to be present, whether by telephone, by other communications medium or in person at four or more meetings of the board of directors may be removed as a director until such time as he is reinstated as a director by a two-thirds or greater vote of the remaining members of the board of directors.
- 24 The members may, by special resolution, remove a director before the expiration of his office and may elect a successor to serve to the next annual general meeting.
- 25 The board of directors shall meet from time to time as they determine, but shall meet on at least four occasions during the calendar year by telephone,

- by other communications medium or in person.
- 26 At the first meeting of the board of directors subsequent to the annual general meeting, the directors shall elect from amongst their number the president of the society who shall hold office until the conclusion of the next annual general meeting.
  - 27 A majority of the directors may, from time to time, make rules for the regulations of their meetings and passage of resolutions. Quorum for the transaction of business by the directors shall, unless otherwise determined by the directors, be a majority thereof. Questions arising at any meeting shall be decided by a majority of those present. In case of an equality of votes, the chair, in addition to his original vote, shall have a second or casting vote. Declaration by the chair that a resolution has been carried or lost and an entry to that effect in the minutes shall be prima face evidence of the fact without proof of numerical proportion of the votes recorded in favour or against such resolution.
  - 28 The board of directors may from time to time appoint such agents and authorize the employment of such other persons as it deems necessary to carry out the objects of the society and such agents or employees shall have such authority and shall perform such duties as from time to time may be prescribed by the board.
  - 29 The officers of the society shall be a president, a vice-president, a secretary, and a treasurer, and such other officers as the board of directors may determine from time to time. One person may hold more than one office.
  - 30 The board of directors shall from time to time appoint officers and, subject to paragraph 26, for such term and upon such conditions as they and their uncontrolled discretion deem advisable. A director may be appointed to any office.
  - 31 All officers, agents and employees shall be subject to removal from office or employment by the board of directors at any time with reasonable notice to the person so removed.
  - 32 The directors may at any time and from time to time appoint any person or persons as honorary directors for such term as the directors in their absolute discretion consider advisable.
  - 33 Honorary directors shall be eligible to attend all the meetings of the board of directors, but shall not be entitled to vote.
  - 34 The members of the board of directors shall receive no remuneration for acting as such.

## **Part 6 – Duties**

- 35 The president shall preside at all meetings of the society and of the directors.
- 36 The president is the chief executive officer of the society and shall supervise

- the other officers in the execution of their duties.
- 37 The vice-president shall carry out the duties of the president during his absence.
- 38 The secretary shall:
- (a) conduct the correspondence of the society;
  - (b) issue notices of meetings of the society and directors;
  - (c) keep minutes of all meetings of the society and directors;
  - (d) have custody of all records and documents of the society except those required to be kept by the treasurer;
  - (e) have custody of the common seal of the society;
  - (f) maintain the register of members.
- 39 The treasurer shall:
- (a) keep the financial records, including books of account, necessary to comply with the *Society Act*, and
  - (b) render financial statements to the directors, members, and others when required.
- 40 The offices of secretary and treasurer may be held by one person who shall be known as the secretary-treasurer.
- 41 When a secretary-treasurer holds office the total number of directors shall not be less than 3.
- 42 In the absence of the secretary from a meeting, the directors shall appoint another person to act as secretary at the meeting.

### **Part 7 – Borrowing Powers**

- 43 For the purpose of carrying out the objects of the society the directors may borrow or raise or secure the payment of money in such manner (if any) as they think fit, and in particular by the issue of debentures, provided that debentures not be issued without the sanction of a special resolution of the society.

### **Part 8 – Audit of Accounts**

- 44 The first auditor of the society shall be appointed by the president before the first annual general meeting. At such annual general meeting, the society shall elect the auditor.

### **Part 9 – Custody and Use of Seal and Execution of Documents**

- 45 The board of directors may adopt a seal which shall be the common seal of the society and which shall be kept in the custody of the secretary.
- 46 The seal of the society shall be affixed to any and all documents requiring

sealing on behalf of the society in the presence of such officers or directors as from time to time the board of directors may determine and the board of directors may establish from time to time regulations relating to the execution of documents not requiring the seal.

#### **Part 10 – Alteration of Bylaws**

- 47 The bylaws of the society shall not be altered or added to except by a special resolution of the society.
- 48 Twenty-one (21) days written notice to the members shall be given of all special resolutions.

#### **Part 11 – Books and Records**

- 49 The secretary shall maintain such books and records of the society as required by the *Society Act* or these bylaws.

#### **Part 12 – Inspection of Books and Records by Members**

- 50 The directors shall make documents, including the financial records of the society, available for personal viewing by the members and directors with reasonable notice at the location where the documents are held. Also, at the request of a member, copies of documents shall be mailed and a nominal fee of not more than \$.50 per page may be charged for copying.

#### **Part 13 – Branches**

- 51 The society may from time to time incorporate or establish branch groups or offices (hereby termed "branches") throughout British Columbia and Canada and, if necessary for the attainment of this purpose, the board of directors shall be authorized, by affirmative vote of 75 percent to decide:
  - (a) that the society incorporate a branch society pursuant to Section 19 of the *Society Act* or such similar section as may be enacted from time to time;
  - (b) that the society may be registered as an extra-provincial society in any province or territory of Canada where the laws of that province or territory allow for such registration;
  - (c) that the society establish branches under the name of the society in those provinces or territories in Canada where registration of extra-provincial non-profit societies is not provided for in the laws of that province or territory.
- 52 Any policy statements issued by the branches must have the prior approval of the board of directors.
- 53 The major function of the branches shall be to support the society by raising funds, circulating statements of policy and in any other manner as shall be

- determined by the board of directors of the society.
- 54 Adequate lines of communication between the society and its branches shall be established and maintained. Branches shall record minutes of all meetings and submit them together with regular financial statements to the board of directors of the society.
  - 55 Branches shall not enter into any contract assigning rights with respect to the use of the society name, logo, philosophy or experience without prior approval of the board of directors of the society.
  - 56 Branches shall have the right to take action with respect to purely local issues, subject to their obligations under (52), (53) and (55) above.

Society Formed December 1987 in Kelowna, British Columbia  
Incorporated April 24, 1992  
Name Changed November 25, 1999  
Constitution and Bylaws Revised by Special Resolution, June 3, 2011, in Burnaby,  
British Columbia