



BY-LAWS of  
the  
Cedar International School  
Parent Teacher Association  
("PTA")

REVISED AT THE ANNUAL GENERAL MEETING:

CONFIRMED BY THE PTA MEMBERSHIP:

SIGNED BY THE OFFICERS OF THE PTA COUNCIL:

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PTA President

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Council Member



## **Mission**

The Cedar International School (CIS) Parent & Teachers Association (PTA) is the official body of its parents and teachers sanctioned by the CIS Board of Trustees. Its purpose shall be to foster and develop the relationship between home, school and the community; to support the Mission Statement and Philosophy and Objectives of the school; and to work together as an association in coordination with the CIS Director ("the Director") to assist in raising funds to improve the school, its facilities and materials.

## **Goals and Objectives**

The PTA goals were arrived at in consultation with the Director, the Board of Trustees, teacher representatives, and the wider parent body and are as follows:

1. To support the tenets and implementation of the CIS International Baccalaureate program and its ideals and to assist in strengthening programs which reinforce academic excellence in any way deemed necessary by the Director and Faculty of Cedar International School.
2. To aid with teacher retention by enhancing the quality of school life and showing appreciation for new and existing staff.
3. To assist with fundraising including to facilitate the ongoing development of a safe, flexible and innovative campus and augment classroom resources.
4. To encourage well-informed and pro-active parental involvement and support, both in the home and in the classroom, to reinforce and promote a shared culture of learning.
5. To encourage social responsibility and community service in Cedar students by assisting the Director with outreach activities both in our own island society, and on a regional and international scale. In addition, to foster close and healthy relationships with other students in our community and region.
6. To provide family activities for the Cedar parents, staff and students, in order to strengthen the Cedar community.
7. To support and report to the Development Office of Cedar International School on all matters of school development and by volunteerism wherever needed.
8. To represent the needs and concerns of its constituents to the Director and, thereafter the Board of Trustees with integrity and clarity.



## **BY-LAW NUMBER 1 – PTA MEMBERS IN GOOD STANDING**

### **Article I**

The name of this association shall be the Cedar International School Parent Teacher Association hereinafter referred to as the “PTA”. There is no fee to join the association.

### **Article II**

A Member shall be:

- The parent(s) or guardian(s) of a child currently registered at the Cedar International School and who has paid his/her/their fees and complied with the duly authorized regulations of the School. Both parents / guardians shall constitute a single PTA voting Member for the purpose of voting.
- The support staff and faculty members of the school.
- The Director

Together this shall be known as the Membership.

### **Article III – Resolution of Matters**

Section 1: Unless otherwise noted, all matters shall be resolved by the duly elected PTA Council by a majority vote.

## **BY-LAW NUMBER 2 – MEETINGS OF THE PTA MEMBERSHIP**

### **Article I – AGM Meeting**

Section 1: There shall be a General Meeting of the Membership at the end of the council election year (January – December)

Section 2: The meeting shall include the presentation of financial statements, certified by the Council, and the report of the Council for the previous fiscal year.

Section 3: Notice of the General Meeting shall be given by email to the Membership, not less than 14 days before the meeting. Notice of the General Meeting shall include the date, time, place and agenda. No error or omission in Notice to PTA



Members or any General Meeting of the PTA shall invalidate such a meeting or make void any proceeding taken thereat.

### **Article II – Special Meetings**

Section 1: The Council (as defined under Bylaw 3) may call a Special Meeting of PTA Members at any time, and must so call, upon the written request of not less than 10% of the Membership or by the Director and the general nature of which shall be specified in the notice requesting the meeting.

Section 2: Notice of the date, time, place and purpose of this Special Meeting of the PTA Members shall be given not less than 14 days before the meeting to each Member.

Section 3: The purpose of a Special Meeting of the PTA Members shall be stated in the Notice of Meeting and only those matters so stated shall be dealt with.

### **Article III – Voting**

Section 1: Each Member in good standing shall have one vote which may be submitted by email if unable to attend meeting.

Section 2: In the event of a tie, the Chair may cast a second or deciding vote.

### **Article V – Quorum**

A quorum for a Membership meeting shall be a minimum of 10 members present and in good standing.

## **BY-LAW NUMBER 3 – COUNCIL**

### **Article I – Responsibilities and Composition of Council**

Section 1: The affairs of the PTA shall be administered by a non-paid voluntary Council.



Section 2: The Council shall be comprised of five to nine (5-9) voting individuals in addition to up to 2 teacher representatives.

The council shall additionally include three (3) ex-officio non-voting members

- The Past PTA President
- The school Development Administrator

- Sections 3:
- (i) A Council Member shall be elected for a two (2) year term.
  - (ii) A Council Member may only be re-elected for one additional two (2) year term. No council member shall serve more than four (4) consecutive years unless they desire to continue to serve and no other nominees are forthcoming.
  - (iii) A Council Member who has served the maximum period of consecutive service is eligible for re-election after having remained out of service as a Council Member for at least one (1) full year.
  - (iv) Upon two-thirds (2/3) vote of Council or the Membership at Large any member of the Council may be replaced or removed.
  - (v) Positions within the Council may be established by two thirds (2/3) majority vote by Council, but only with the approval of the Director.

Section 4: Every Council Member shall exercise the power and discharge the duties of office honestly, in good faith and in the best interest of the School, and in connection therewith shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Section 5: The Council shall:

- (a) Govern the affairs of the PTA;
- (b) Approve an annual PTA budget;
- (c) Establish such committees or task forces which may be required from time to time in addition to standing committees;

Save at all times that nothing in (a), (b) and (c) above shall be of any force or effect without the express approval of the Director.

- (d) Keep the Membership informed throughout the year of important developments regarding the PTA and its involvement with the School;
- (e) Hold all funds and other assets of the PTA and incur necessary operational expenses on behalf of the PTA;
- (f) Determine in concert with the Director the utilization of funds raised towards the specific goals and objectives identified by the Council; thereafter such funds should be remitted to CIS for the purposes intended.



- (g) On an annual basis and following its AGM, at the Directors discretion remit to CIS any funds remaining in excess of \$5,000 to use for the benefit of the school;
- (h) Declare a conflict of interest in any meeting where the Council Member has any interest before the Council other than the interest of the School, whether or not it is in conflict, whether or not it is a pecuniary interest, and whether it is direct or indirect. A simple majority of Council Members in quorum will dictate whether the Council Member must recuse themselves from debating or voting on the particular topic.
- (i) At all times when conducting any affairs to do so in the name of the PTA and not otherwise on behalf of Cedar International School.

### **Article II – Election of Council**

The members of the PTA Council shall be elected by a vote of the Membership in attendance at the AGM or by email vote. The PTA Council in conjunction with the Director shall organize and conduct the election process.

### **Article III – Qualifications of Voting Council Members**

To be eligible for election to the Council a person must be a Member in good standing and must have attained the age of 18.

### **Article IV – Disqualification of Council Members**

Section 1: Should a Council Member be absent from three consecutive meetings of the Council, he/she shall cease to be a Council Member of the PTA.

Section 2: A Member of Council can be removed from office by a two thirds (2/3 ) vote of council or a vote cast at any general or special meeting of the PTA at which notice signifying the intention to pass such resolution has been given to the PTA Membership.

### **Article V – Vacancy**

The Council may postpone filling vacancies of Council for the remainder of the term until the next general meeting, provided there is a quorum of not less than four Council Members in office.

### **Article VI – Quorum**

A majority of the Council shall constitute a quorum for any Council meeting.

### **Article VII – Voting**

In case of tie, the President shall cast a second or deciding vote.



### **Article VIII - Meetings**

The Council shall hold a minimum of six (6) regular meetings in addition to the general PTA Membership meetings each year. The Council shall set the dates. The Minutes of the Meeting created by the secretary shall be reviewed by council by seven days after a council meeting and then without objection shall be posted and made available at the School within two weeks following the Council Meeting.

### **Article IX– Attendance by Non Council Members**

All meetings of Council shall be open to any Member so wishing to attend.

### **Article X – Documents**

Section 1: The Council shall have authority to incur obligations and to authorize the execution of contracts and agreements in relation to real or personal property on behalf of the PTA in order to give the effect to the purposes of the PTA save only that such must be with the express approval of the President of the Council and Director.

Section 2: The Council may hold or dispose of real or personal property as may be given or bequeathed to it, or entrusted to its care and keeping; may purchase, acquire and dispose of such property as may be necessary to carry out the purpose of the PTA, and may manage, control and utilize such property as the Council deems fit in carrying out the purpose of the PTA save only that such must be with the express approval of the President of the Council and Director..

Section 3: Contracts, documents or any instruments in writing requiring the signature of the PTA must be provided to the Director in draft before execution and in final form upon execution.



## **BY-LAW NUMBER 4 – OFFICERS AND COMMITTEES**

### **Article I – Officers**

Section 1: The Officers of the Council shall be: President, Vice-President, Treasurer, Secretary and other such other Officers as the Council may determine from time to time.

- Section 2:
- (i) The Officers shall be elected by the Council from among themselves at a meeting to be held within twenty-eight days following the General Meeting;
  - (ii) The Officers are elected for a one year term and may be re-elected to the same office for one additional term;
  - (iii) The Past-President shall serve as an Officer of the Council for the year immediately following his or her term as President;
  - (iv) The Officers of the Council shall act for and on behalf of the Council between regular Council meetings. They shall have such powers and responsibilities as may be delegated to them from time to time by the Council. Any action taken by the Officers shall be reported to the Council for ratification at the next meeting of the Council.

- Section 3:
- (a) **President:** The President shall preside at all meetings of the PTA and of the Council. The President shall also be charged with chairing meetings or assigning a chair for Council meetings.
  - (b) **Vice-President:** The Vice-President shall carry out such duties as prescribed by the Council from time to time, and may act for the President in his/her absence.
  - (c) **Treasurer:** The Treasurer shall be custodian of the funds of the PTA, shall make payments in accordance with the budget. Expenses not provided for in the budget shall be incurred and paid only upon order of the Council and approval of the Director or as delegated by him. The Treasurer shall in close cooperation with the CIS business and facilities manager keep full and accurate accounts and shall present financial statements at the regular meeting of the Council and PTA Membership. The outgoing Treasurer shall pass on all records to the newly elected Treasurer.
  - (b) **Secretary:** The Secretary shall keep a written record of the proceedings of all meetings of the Association, keep the membership informed of all the PTA activities as requested by - the President and attend to PTA correspondence. At the end of term the Secretary shall turn over all records to the newly elected Secretary.





Should any or all officers be absent due to extreme circumstances, the Council may elect a member of their choice to serve such role?

### **Article II – Committees**

The Council may, on express approval of the Director, appoint Special Committees from time to time as may be deemed necessary to carry out the objectives of the PTA or to advise the Council. The Council shall prescribe the duties of such committees. It is preferred but not necessary to have a member of council sit on these committees, however they will report back to council at its request.

## **BY LAW NUMBER 5 - FINANCES**

### **Article I – Fiscal Year**

The fiscal year of the PTA shall be from Sep 1 through Aug 31.

### **Article II – Financial Reporting**

The Council shall review and confirm that the annual financial statements prepared for the School and presented to PTA Members at the first meeting of the academic year, fairly represent the results of the year then ended. Any committee formed for this purpose shall include the CIS business manager as a member as well as the PTA council treasurer.

### **Article III – Signing Officers**

Two signatures shall be required for all cheques and documents of the PTA. Signing Officers shall be 3 Council Members with at least two being officers.

## **BY-LAW NUMBER 6 – DISSOLUTION**

Upon dissolution of the PTA and after payment of all debts and liabilities, the remaining property of the PTA shall be given to the board of the CIS.

## **BY-LAW NUMBER 7 – AMENDMENT**

Amendments to these By-Laws must be passed by a two thirds (2/3rds) vote by show of hands of PTA Members present and voting at a PTA Membership Meeting. Proposed amendments must be advised to each Member at least 7 days before the PTA Membership Meeting.



## **BY-LAW NUMBER 9 – INDEMNIFICATION OF COUNCIL MEMBERS AND ASSOCIATION OFFICERS.**

Section 1: Every Council Member and Officer of the PTA and his/her heirs, Executors and Administrator and estate and effects, respectively, shall from time to time and at all times be indemnified and saved harmless out of the funds of the PTA from and against:

- (a) All costs, charges and expenses whatsoever that such Council Member or Officer sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him/her for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of his/her office; and
- (b) All other costs, charges and expenses that he/she sustains or incurs in or about or in relation to the affairs of the PTA except such costs, charges or expenses as are occasioned by his/her own willful neglect or default.