



PO Box 430 Cumberland, BC V0R 1S0 250-336-8511 www.cumberlandcommunityschools.com

Society Number S-42018

Notice of Special Resolution

The Board of Directors of the Cumberland Community Schools Society (CCSS) hereby gives notice of the following special resolution to rescind and replace the bylaws. The resolution will be debated and voted on at the Annual General Meeting on Tuesday October 20, 2015 at 6 PM at the Cumberland Community School Library.

Dated: September 25, 2015

CCSS Special Resolution 2015

MOVED AS SPECIAL RESOLUTION:

1) That the bylaws be rescinded and replaced by the following:

"Part 1. Interpretation

1. In these bylaws; unless the context otherwise required
 - a. "Member" means those person who have become members in accordance with these Bylaws;
 - b. "Directors" means members of the society who have been appointed to the Board of Directors of the Society;
 - c. "Catchment" area means that area identified by School District 71 as the enrollment area for Cumberland Community School;
 - d. "Registered Address" of a member means his/her address of common abode; and
 - e. "Village of Cumberland" shall mean the municipality contained within the Comox Valley in the Province of British Columbia.

Part 2. Membership and voting powers

2. All people living within School District # 71 are eligible for membership.
3. Membership will be granted to those who register with the Society. Memberships must be renewed on an annual basis.
4. Every member shall uphold the Constitution and comply with these Bylaws.
5. Membership dues are by donation.
6. Each member in good standing at the general meeting is entitled to one vote.



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7. A person shall cease to be a member of the Society
 - a. By allowing his/her annual membership to lapse
 - b. By delivering his/her resignation;
 - c. On dissolution of the Society; or
 - d. On being expelled by majority of Board of Directors.
8. All members are in good standing until expelled.

Part 3. Board of Directors

9. Members of the Society will elect members to the Board of Directors of the Society, as follows;
 - a. The Directors of the Society shall consist of volunteers of a minimum of five (5), up to a maximum of eleven (11);
 - b. All individuals elected to Board must have been members of CCSS for at least 6 months;
 - c. All Directors have a vote in any of the proceedings of the Board of Directors of the Society;
 - d. The Directors of the Society may, from time to time elect or otherwise appoint, Ex-officio Directors whose presence will add expertise, knowledge or will serve to enhance the purposes of the Society. Ex-officio Directors shall have no vote in any proceedings;
 - e. Committee chairs or individual project supervisors are considered Ex-officio to the Board.
 - f. A director may be removed from office by special resolution
 - g. A director may be elected, or appointed by ordinary resolution, to serve during the balance of a term.
 - h. The Positions of Chair, Secretary and Treasurer will be determined by the Board of Directors at the inaugural Board Meeting each year. Positions of Secretary and Treasurer can be held by one person.
 - i. A Director must not be remunerated for being or acting as a Director. A Director must be reimbursed for all pre-approved expenses necessarily and reasonably incurred by the Director while engaged in the affairs of the Society.



10. Duties of Directors

- a. The Chair is responsible for ensuring all Directors execute their duties in an appropriate manner.
- b. The Secretary is responsible for the following duties:
 - i. Notify and remind Board members of upcoming meetings and circulate agenda and related board package.
 - ii. Ensure all minutes of all Board meetings, Special Meetings, and Annual General Meetings are completed accurately and within fourteen days of the meeting.
 - iii. Distribute the minutes of meetings as soon as completed.
 - iv. Sign minutes once they are approved.
 - v. Keep track of who chairs meetings and takes minutes.
- c. The Treasurer is responsible for the following duties:
 - i. Ensure that appropriate financial reports are available to the Board in a timely manner and interpret them to the board if needed.
 - ii. Regularly report to the Board on key financial events, trends, concerns, and assessment of fiscal health.

Part 4. Meeting of Members

11. General meetings of the Society shall be held at such time and place as directed by the Board of Directors with 14 days written notice to members.
12. Board of Directors may convene an extraordinary general meeting whenever they deem fit.
13. An Annual General Meeting is required.

Part 5. Proceedings at Meetings

14. The following shall apply to Board Meetings;
 - a. All meetings will adopt an Agenda;
 - b. A quorum shall be a simple majority of the Board;
 - c. Voting is by consensus whenever possible. Otherwise, voting is by a show of hands.
15. The following shall apply to General Meetings;
 - a. All meetings will adopt an Agenda;
 - b. A quorum is 5 members present. If within 30 minutes from the time appointed for a



- general meeting a quorum is not present the meeting shall be terminated and will be rescheduled for a later time;
- c. Each member in good standing at a meeting is entitled to one vote;
 - d. Voting is by show of hands or secret ballot;
 - e. Voting by proxy is not permitted.

Part 6. Funding

16. All funding and control of financial resources for projects are controlled by the Cumberland Community Schools Society.
- a. The Society has no borrowing powers under these bylaws;
 - b. The Society may apply for grants for individual projects or the good of all activities.

Part 7. Auditor

17. The appointment of an auditor only applies when required by a funding agency or resolved by the Society and or on dissolution of the Society.

Part 8. Notices to Members

18. A notice may be given to Members in writing at their place of business or home by mail, email, fax or public posting.

Part 9. Bylaws

19. On being admitted to the Society, a member is entitled to without charge, a copy of the Constitution and bylaws of the Cumberland Community Schools Society.
20. These bylaws shall not be altered or added to except by special resolution.”

Motion moved by CCSS Board of Directors, seconded by