

CONSTITUTION AND BY-LAWS OF THE ST. MARY'S ACADEMY PARENTS' GUILD

ARTICLE I - Name

The name of this association shall be "St. Mary's Academy Parents' Guild."

ARTICLE II - Accountability

The business and affairs of the St. Mary's Academy Parents' Guild shall be subject to the approval of St. Mary's Academy Inc. St. Mary's Academy is an independent school, established by the Sisters of the Holy Names of Jesus and Mary. The school is dedicated to the education of young women within a Catholic faith environment. The Academy is incorporated under the Province of Manitoba Corporations Act as a not-for-profit organization and is a registered charity under the Income Tax Act.

ARTICLE III - Objectives

- To bring together the members of this Guild and build community.
- To promote St. Mary's Academy and to help further the work of the school.
- To support St. Mary's Academy financially when possible by raising funds for selected projects.
- To encourage and facilitate communication among the constituents of the school.

ARTICLE IV - Membership

Parents and Guardians of St. Mary's Academy students are members of the Guild. Any member shall have the right to vote, to participate in meetings and to stand for office in the Guild.

ARTICLE V - Term

The Guild fiscal year shall commence annually on July 1.

ARTICLE VI - Executive Committee shall:

- consist of the Honorary President and the elected Officers.
- evaluate annually the performance of the Guild in achieving its Objectives
- meet at the call of the President or upon the request of the majority of the Executive Committee.

ARTICLE VII - Officers

The Officers of the Guild shall be the Honorary President, President, Vice-President – Communications Coordination, Vice-President – Volunteer Coordination, Secretary, and Treasurer. The Honorary President shall be the President of St. Mary's Academy.

A Nominating Committee consisting of the Honorary President and two members of the general membership appointed by the Executive Committee shall be established in March each year. The Nominating Committee shall make a call to the membership for nominations for vacant positions at least one month prior to the election. This committee shall present its slate at the general

meeting in May. The only names to be voted upon for election as Guild Officers shall be those proposed by the Nominating Committee.

Typically, a Vice-President is successor to the President position. The Nominating Committee shall follow these rules of succession when preparing its slate.

The Officers, with the exception of the Honorary President, shall be elected at the May meeting each year to take office July 1. Elections shall be by a show of hands.

The President, in consultation with the Executive Committee, shall have the power to fill any vacancy in the Executive Committee – the appointee to serve the balance of the term of office.

An Officer may resign by submitting written notice to the Executive Committee through the Secretary.

The term of office for the President and Vice Presidents is two consecutive years.

The term of office for the Treasurer and Secretary is two consecutive years. These Officers are eligible for re-election for a third or fourth consecutive one-year term.

After the above terms are over, the Officers are not eligible for re-election to the same office until the lapse of one year.

ARTICLE VIII - Meetings

There shall be a minimum of four general meetings and one Annual General Meeting from September to May.

Special General Meetings shall be at the call of the President or at the request of fifteen (15) Guild members who are in good standing.

All members shall be duly notified of the meetings.

Any motion arising at any meeting of the Guild shall be decided by a majority of the votes of those present and in the case of an equality of votes, the Guild President or delegate from the Parents' Guild Executive Committee shall cast the deciding vote. The usual method of voting shall be by a show of hands.

The agenda for the Annual General Meeting shall include Call to Order, Opening Prayer, Land Acknowledgement, Approval of Agenda, Approval of Previous Annual General Meeting Minutes, President's Report, Treasurer's Report, Approval of Financial Report as Presented, Report of Results of Election of Officers, Introduction of Officers, Other Business, Adjournment

The agenda for the General Meetings shall include Call to Order, Opening Prayer, Land Acknowledgement, Approval of Agenda, Approval of Previous Parents' Guild Meeting Minutes, Honorary President's Report, Parents' Guild Executive Reports; President, Treasurer, Approval

of Financial Report as presented, Vice-President – Communications Coordination, Vice-President – Volunteer Coordination, Other Business, Next Meeting Date, Adjournment.

ARTICLE IX - Duties of Officers

The Honorary President:

- shall attend the Executive, Special, and General meetings of the Guild or appoint a representative.
- shall advise the Executive Committee of the most pertinent needs of the Academy for consideration when assistance is needed.
- shall have the right to vote.
- shall perform such other duties as are incumbent upon the office.

The President:

- shall ideally have minimum of one years of experience in another role on the Executive committee.
- shall commit to two consecutive years in the President's role.
- shall call and preside at all Executive, Special, and General meetings of the Guild or appoint a representative officer.
- shall prepare agendas for such meetings in consultation with the Secretary.
- shall recommend the timing and frequency of Parent Guild community building and fundraising events and activities, in collaboration with the school leadership, advancement and alumnae office teams, aiming to provide coordination and alignment across school events so as to best meet school needs for that year. The nature of events and activities will evolve, but are expected to include International Day and an online raffle, and may include special events such as Torch Talks, a mix & mingle event for parents and/or a golf tournament.
- shall collaborate with the school administration team and the Director of Advancement & Development to provide a coordinated approach for parent volunteer recruitment.
- shall confirm scholarship payments and discuss issues confronting the Guild with the Honorary President.
- shall attend as many Parents' Guild and other school events as possible, to provide support and represent the Parents' Guild.
- shall be an ex-officio member of all committees except the Nominating Committee.
- shall perform such other duties as are incumbent upon the office.

Vice-President – Communications Coordination:

- may be the successor to the President.
- shall preside at meetings in the absence of the President or at the request of the President.
- shall establish and oversee event and activity organizing committees as required, including managing continuity / knowledge sharing processes; shall inform the committee chairs of the event budget and shall act as the primary point of contact for the Director of Communications for coordination of communications to parents and marketing via social media.

- shall attend as many Parents' Guild and other school events as possible, to provide support and represent the Parents' Guild.
- shall perform such other duties as are incumbent upon the office.

Vice-President – Volunteer Coordination:

- may be the successor to the President.
- may be the successor to the Vice-President – Communications Coordination.
- shall manage set up of a volunteer coordination application (e.g. SignUp.com) and assist in recruitment of volunteers for the Parents' Guild event sub-committees, and other school needs as arise (e.g. Heritage Committee, Online Auction, and Fundraising Gala).
- shall manage all volunteer recruitment for the Corner Store, including securing a overall lead responsible for overseeing corner store operations and recommending stock orders.
- shall monitor and manage the Parents' Guild email account.
- shall attend as many Parents' Guild and other school events as possible, to provide support and represent the Parents' Guild.
- shall perform such other duties as are incumbent upon the office.

The Secretary:

- may be the successor to the President.
- shall keep an accurate record of Executive, Special, and General meetings of the Guild and send copies to the President and Honorary President.
- shall assist in the preparation of the agenda for such meetings.
- shall conduct all correspondence as directed by the President and keep a record of each correspondence sent and received.
- shall arrange for due notice of meetings.
- shall maintain accurate minutes of all Guild meetings and present said minutes to St. Mary's Academy Inc. at the end of each fiscal year for the purposes of historical archiving.
- shall keep an accurate list of all current members who attend meetings along with their contact information
- shall keep by-laws and standing rules current for reference
- shall attend as many Parents' Guild and other school events as possible, to provide support and represent the Parents' Guild
- shall perform such other duties as are incumbent upon the office.

The Treasurer:

- may be the successor to the President.
- shall ideally have a background in financial management.
- shall maintain full and accurate records of all financial transactions of the Guild.
- shall be responsible for banking the Guild's funds and for arranging banking services in such bank or banks as may from time to time be designated by the Honorary President
- shall assess the financial requirements for the proposed events and activities and recommend an operating budget for the year to ensure the overall plan is affordable.
- shall issue receipts.
- shall make all disbursements as authorized by the Guild.

- shall present a financial statement of the Guild's accounts at each meeting of the Guild and at the Annual General Meeting of the Guild and shall submit an electronic copy of each financial report to the Honorary President, who shall retain one copy on file at the school for reference and place one copy in the Academy's archives
- shall recommend disbursements to the school, ensuring that a minimum of \$15,000 shall be internally restricted to the Parents' Guild General account in order to maintain operations for the following school year
- shall attend as many Parents' Guild and other school events as possible, to provide support and represent the Parents Guild
- shall accommodate the Auditor's review of the financial records each year
- shall deliver to the successor all books, money, and property belonging to the Guild at the end of the term of office and after a mutually agreed upon transitional period.
- shall perform such other duties as are incumbent upon the office.

Conducting the Financial Business of the Guild:

- The Honorary President, President, Treasurer and Secretary are to be established as signing officers.
- Two signing officers (the President or Treasurer and one other) shall be required to sign all cheques written on behalf of the Guild Association. No cheque shall be issued to any signatory of the cheque.
- The Treasurer is permitted to make electronic disbursements for reimbursement of routine event and activity expenses up to \$1,000, with prior approval from the President or Honorary President.
- No electronic or cheque payments can be made unless there is adequate documentation provided, so that the signing officers have full knowledge of the purpose of the payment. Original documentation is required as soon as possible after the expenditure.
- the Honorary President may view the bank account status at any time via online banking.
- a review of the accounts of the Guild shall be done concurrently with St. Mary's Academy Inc.'s fund audits.

ARTICLE X - Authority

The parliamentary authority shall be "Roberts Rules of Order Newly Revised" and the rules contained therein shall apply when they are not inconsistent with the by-laws or special rules of order of this Guild.

ARTICLE XI - Amendments to By-Laws

These By-Laws may be amended by a two-thirds vote of those present at a General Meeting of the Guild provided notice of the amendment has been circulated to all members thirty days prior to such meeting.

ARTICLE XII- Conflict of Interest

Individuals acting on behalf of the Guild should not place themselves in a position where they could derive or appear to derive a material personal benefit or interest, direct or indirect, personally or through a firm or corporation in which the individual has an interest, from contracts or other financial arrangements entered into by the Guild, either with themselves, or with members of their immediate family.

ARTICLE XIII

The Constitution and By-Laws of the Guild shall be reviewed at least every five (5) years.

Adopted at the November 4, 1970 General Meeting.

Reviewed at the April 4, 2006 General Meeting.

The Constitution and By-Laws as herein shall become effective on the 1st day of July, 2006.

Reviewed and amended bylaws approved at the May 5, 2009 General Meeting.

Reviewed and amended bylaws approved at the September 12, 2016 General Meeting.

Reviewed and amended bylaws approved at the September 12, 2017 General Meeting

Reviewed and amended bylaws approved at the September 17, 2019 General Meeting

Revised and amended bylaws approved at the May 5, 2020 General Meeting

Reviewed and amended bylaws approved at the September 17, 2024 Annual General Meeting