



## **Appendix 2**

### **BC Family Child Care Association (BCFCCA)**

### **Constitution and Bylaws**



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## Societies Act Constitution

1. The name of the Society shall be changed from Western Canada Family Child Care Association of BC to "**BC Family Child Care Association**"
2. The purpose of the **Association** shall be:
  1. to develop and facilitate child care training programs that will promote the provision of quality care for young children and their families in British Columbia;
  2. to engage in the training of family child care providers in the operation of home based child care facilities;
  3. to cooperate with agencies involved in the delivery of education, support, resources, referrals, and information related to all quality child care options and programs; and,
  4. in furtherance of the above:
    1. to raise the esteem of family child care in the province of British Columbia;
    2. to encourage other agencies and organizations to support the efforts and programs of the **Association**;
    3. to liaise with government, parents and other child care organizations;
    4. to strive to maintain the highest quality of family child care through the creation of a resource base
    5. to facilitate education and training of present and prospective child care providers through the development and implementation of workshops;
    6. to encourage the development of educational resources for family child care providers which will include multicultural resources for children, their families and their communities which will promote respect, harmony, and appreciation of our diverse cultural heritage;
    7. to assist in the development of training materials and the accessibility of training opportunities for all family child care providers in British Columbia and on a national perspective; and
    8. to provide a means of contact for every family child care provider in British Columbia in order to alleviate the feelings of isolation and encourage professionalism.
3. The Society shall be carried on without purpose of gain for its members and profits or other accretions to the Society shall be used for promoting its objects.
4. In the event of winding up or dissolution of the Society, funds and assets of the Society remaining after the satisfaction of its debts and liabilities, shall be given or transferred to such organization or organizations concerned with the social problems or organizations promoting the same object of this Society, as may be determined by the members of the Society at the time of winding up or dissolution, and if effect cannot be given to the aforesaid provisions, then such funds shall be given or transferred to some other organization, provided that such organization referred to in this paragraph shall be a charitable corporation, or a charitable trust recognized by the Department of National Revenue of Canada as being qualified as such under the provisions of the



Income Tax Act of Canada from time to time in effect.

5. Clauses (3), (4), (5) are unalterable in accordance with Section 22 of the Society Act.



## By-Laws

### Article 1 – Membership

The terms under which a person shall be admitted as a Member to the Association are:

1. There shall be the following classes of members:
  1. General Members;
  2. Associate Members; and,
  3. Honourary Members
2. The following persons are eligible to become a **General Member**:
  1. a child care provider currently operating as a licensed or legal unlicensed family child care;
  2. an individual who has been or is preparing to become a family child care provider;
  3. an individual who is undertaking or completed a family child care training program;
  4. an individual working in the field of family child care; and,
  5. an individual from the community who has an involvement in family child care which could include a parent of a child attending family child care and staff of a family child care related agency.
  6. A person who is interested in promoting the mission of BCFCCA.
3. A person may become an **Associate Member** on such terms and conditions as the Board of Directors may prescribe.
4. A person may become an **Honorary Member** at the discretion of the Board of Directors for exemplary service and commitment to the field of family child care.
5. The Board of Directors has discretion to accept or reject an application for membership in the **Association**, provided that before membership is accepted the applicant must pay the **Association** the membership fee, if any. The exercise of the said discretion is subject to review at any meeting of the members of the **Association**.
6. The membership fee, if any, for each class of members, shall be determined by the Board of Directors, subject to review by the members at the Annual General meeting of the **Association**.
7. The Board of Directors shall, determine the day each year when the membership fee, if any, from each member shall be paid. This shall be subject to review by the Members at the Annual General Meeting of the **Association**.



### Member's Rights

8. The subscribers to this Constitution and these By-laws shall have the same rights as any other member.
9. Only General members shall have the right to vote at any meeting of the **Association**.
10. Associate and Honorary members shall be entitled to speak at any meeting of the members of the **Association**.

### Member's Duties

11. The subscribers of this Constitution and these By-laws shall have the same duties as any other member.

### Article 2 - Termination of membership

12. The conditions under which membership in the **Association** ceases are, as follows:
  1. A member may withdraw by not reapplying for membership;
  2. All members are in good standing except a member who has debt due and owing by them to the **Association** and they are not in good standing so long as the debt remains unpaid;
  3. A member shall cease to be a member when he does not adhere to the rights and duties of the **Association**; and/or,
  4. The Board of Directors shall have the discretion to void a membership should a member be found to be non-compliant to **Association** By-laws, Constitution, or the Government (Licensing or courts of Law) finds them guilty of an offense and/or their license is permanently removed.

### Article 3 - Meetings of Membership

13. The Annual General Meeting of the members of the **Association** shall be held at least once in every calendar year in the months of April thru June. If, due to circumstances, it is not possible to hold the Meeting in one of those months, it shall be held not more than fifteen (15) months after the adjournment of the previous Annual General Meeting.
14. Notwithstanding subsection (1), the Registrar may at any time extend the time within which a Society is required to hold an Annual General Meeting.
15. Every member, in good standing, shall be entitled to one vote at all meetings of the **Association**. Voting by proxy will be permitted at the Annual General Meeting only. Any member in good standing will be permitted to carry no more than three (3) official written proxy forms displaying the **Association's** logo.



### Notice for General, Special and Annual Meetings

16. Every notice of an Annual, General or Special Meeting of the **Association** shall state the nature of the business of the meeting and such notice shall be given to every member at least thirty (30) days before such Annual, General or Special Meeting.

### Special Meetings

17. The Board of Directors may call a Special Meeting of the **Association** for any purpose. It shall be the responsibility of the Board of Directors to ensure that thirty (30) days notice of any such meeting shall be given to every member of the **Association**.
18. The Board of Directors shall, on the requisition of ten percent (10%) or more of the voting members of the **Association**, herein called the "requisitionists," forthwith convene a Special Meeting of the **Association**.
19. The requisition shall:
  1. state the purpose of the Special Meeting;
  2. be signed by the requisitionists; and,
  3. be delivered or sent by registered mail to the address of the **Association**; and may consist of several documents in like form each signed by one or more requisitionists.

### Quorum for General, Special and Annual Meetings

20. A quorum for the transaction of business at any Annual, General or Special meeting of the **Association** shall be ten percent (10%) of the membership, as they appear on the membership rolls.
21. If, within half an hour from the time appointed for the start of the meeting, a quorum of members is not present then:
  1. the members present may adjourn the meeting, to **another** time and place; and,
  2. if at the subsequent meeting a quorum of members is again not present within half an hour of the time appointed for the meeting, the members then present shall constitute a quorum.

### Article 4 - Association Structure

22. The **Association** shall consist of members as outlined in these By-laws, a Board of Directors, Standing Committees and other such Committees that may be appointed by the Board of Directors when it is deemed necessary to ensure the objectives of the **Association** are met.



**Article 5 - Board of Directors**

23. The **Association** shall be governed by a Board of Directors consisting of the following positions:
  1. Chair
  2. \*Past Chair (non-elected and one year term only)
  3. Five (5) elected members
24. The Board of Directors shall be general members in good standing for the year prior to the election (that is from the Annual General Meeting) and shall be elected by the members of the Association at the Annual General Meeting.
25. A Board of Directors Member's term, for the purposes of these By-laws, shall mean the interval between one Annual General Meeting and the second subsequent Annual General Meeting.
26. Removed
27. A retiring member of the Board of Directors who has served on the Board of Directors in the same specific position for the immediately preceding three (3) consecutive terms is not eligible for re-election to the same specific position until after the expiration of one year.
28. In the event that a vacancy exists on the Board of Directors, the remaining Board of Directors members may temporarily appoint a member to fill the vacancy until the next General Meeting, at which time the members would fill the position through the election process.
29. The Board of Directors shall never consist of less than four (4) members.
30. The Past President shall sit on the Board of Directors for a period of one year following completion of their term as President. They shall assist the new President with assuming the duties of the position and shall perform any other duties as prescribed by the Board of Directors.

**Article 6 - Board of Directors Removed**

**Article 7 - Duties and Powers of the Board of Directors**

37. The management and administration of the affairs of the **Association** shall be vested in the Board of Directors. In addition to the powers and authority given by the By-laws, or otherwise expressly conferred upon them, the Board of Directors may exercise all such powers of the **Association** and do all such acts on its behalf, as are not **specified**



by the **Societies Act** or any of these By-laws, required to be exercised or done by the **Association** at a General or Special meeting. The Board of Directors shall have the full power to make such rules and regulations as they deem necessary, provided that such rules and regulations are not inconsistent with the Constitution of the **Association** and these By-laws.

38. A general outline of the duties for each position of the Board of Directors will be found in the Policy and Procedure Manual.
39. Notwithstanding clauses 33 and 34, and without restricting the generality of these clauses, the Board of Directors has the power to hire and dismiss any employee.

#### **Article 8 - Board of Directors Meetings**

40. The Board of Directors shall determine their own procedure and quorum, except that is if the Board of Directors does not set a quorum, the quorum shall be one-half of the members of the Board of Directors.
41. A resolution in writing, signed by all the Board of Directors personally, shall be valid and effectual as if it had been passed at a meeting of the Board of Directors duly called and constituted.

#### **Article 9 - Board of Directors Remuneration**

42. No **member of the** Board of Directors shall receive remuneration for his or her duties as a Board of Directors.

#### **Article 10 - Removal of a Member of Board of Directors**

43. A member of the Board of Directors shall cease to hold office upon their ceasing to be a member of the **Association**.
44. Ten percent (10%) or more of the voting members of the **Association** can require the Board of Directors to call a Special Meeting of the members of the **Association** for the purpose of removing any member of the Board of Directors and/or for the purpose of substituting a new member in that position.

#### **Article 11 – Borrowing Powers**

45. The **Association** shall have the power to borrow or raise or secure the payment of money in such manner as the **Association** shall think fit and without limiting the foregoing in the **Association** may issue debentures or debenture stock, perpetual or otherwise, charged upon all or any of the **Association's** present or future property, and pay purchase, redeem or pay off any such security. No debenture shall be issued



without the sanction of a special resolution.

#### **Article 12 - Audits of the Accounts**

46. The Board of Directors shall present before the members of the **Association**, at the Annual General Meeting, a financial statement showing the income and expenditure, and assets and liabilities, of the **Association** during the preceding fiscal year. The said financial statement shall be signed by two (2) or more members of the Board of Directors or by the **Association's** Auditor.

#### **Article 13 - The Seal**

##### **Custody of the Seal**

47. The seal shall be kept in the custody of the Board of Directors of the **Association**.

##### **Affixing the Seal**

48. The seal of the **Association** shall not be affixed to any document or instrument unless authorized by the Board of Directors and then only by, and in the presence of, such officers as the Board of Directors may authorize. Such persons authorized to affix the seal of the **Association** shall sign every instrument to which the seal is affixed in their presence.

#### **Article 14 - Maintenance of Minutes and Other Books and Records**

49. The Board of Directors shall see that the minutes of members' meetings and minutes of the Board of Directors meetings, and all other necessary books and records of the **Association** required by the By-laws of the **Association** or by any applicable statute or law are regularly and properly kept.

#### **Article 15 - Inspection of Records of the Association**

50. The books and records of the **Association** shall be available for inspection, by the members, at the next meeting following a request, provided that a minimum of two (2) weeks' notice is given to the Treasurer. If a meeting of the members is not within a reasonable time frame, then the Treasurer and member(s) shall meet at a time and date agreed upon by all parties involved.

#### **Article 16 - Altering of By-Laws**

51. The By-laws of the **Association** may be amended at any General, Special or Annual



Meeting of the **Association** by resolution adopted by three-quarters majority vote of the members of the **Association** present at any Special or Annual meeting.

52. **The Association** may change its By-laws by special resolution. The resolution shall be effective on the date of its acceptance by the Registrar as being in compliance with the Societies Act or, where the resolution is so accepted by the Registrar and a later date is specified in the resolution, on that later date.
53. On accepting a special resolution under subsection (1), the Registrar shall retain one copy of the resolution and return the other copy to the **Association**, certified as having been accepted by him.
54. Notice to amend any By-law or to introduce a new one will be given in the same manner as a notice of an Annual Meeting.
55. Any resolution or motion shall be deemed passed, if a majority vote of the members present vote in favour of such resolution or motion.
56. The Board of Directors, or any four (4) members of the Board of Directors or ten percent (10%) or more of the voting members of the **Association**, may direct the Board of Directors to call a Special Meeting of the **Association** for the purpose consistent with the aims and objects of the **Association**.

#### **Article 17 - Branch Societies**

57. At any Annual General Meeting or Special meeting the members may, by resolution, set up a branch office consistent with the requirements of the Societies Act.

#### **Article 18 - Arbitration**

58. Any dispute arising out of the affairs of the **Association**, between any members thereof or between a member or any person aggrieved who has for not more than six (6) months ceased to be a member, or any person claiming through such member or person aggrieved or claiming under the By-laws and the **Association** or Board of Directors or officer thereof, shall be decided by arbitration.

#### **Article 19 - Interpretation**

59. In these By-laws, words importing a male person include a female person and words importing a female person include a male person.
60. In these By-laws, the singular includes the plural and words in the plural include the singular person.