



# BC Family Child Care Association

## Constitution and By-Law Changes

As BCFCCA adapts to better represent its membership, with a new board Governance model, it becomes necessary to change our constitution and by-laws to reflect these advancements.

**Amended: April 24<sup>th</sup>, 2010**



## **Part II: Societies Act Constitution**

The name of the Society shall be changed from Western Canada Family Child Care Association of BC to "**BC Family Child Care Association**"

The purpose of the **Association** shall be:

- 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;
- to engage in the training of family child care providers in the operation of home based child care facilities;
- 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,
- in furtherance of the above:
  - to raise the profile of family child care in the province of British Columbia;
  - to encourage other agencies and organizations to support the efforts and programs of the Association;
  - to liaise with government, parents and other child care organizations;
  - to strive to maintain the highest quality of family child care through the creation of a resource base
  - to facilitate education and training of present and prospective child care providers through the development and implementation of workshops;
  - 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;
  - 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
  - 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.
- 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 objectives.\*
- 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 *Canada Revenue Agency* as being qualified as such under the provisions of the Income Tax Act of Canada from time to time in effect.\*

\*The final 3 clauses are unalterable in accordance with Section 22 of the Society Act.



### **Part III: By-Laws**

**Policy Type:** By-Laws  
**Policy Name:** Membership  
**Authority:** Board of Directors

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

- There shall be the following classes of members:
  - General Members;
  - Associate Members; and,
  - Lifetime Members
- The following persons are eligible to become a General and Lifetime Member:
  - a child care provider currently operating as a licensed or legal unlicensed family child care;
  - an individual who has been or is preparing to become a family child care provider;
  - an individual who is undertaking or completed a family child care training program;
  - an individual working in the field of family child care; and,
  - 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;
  - a person who is interested in promoting the mission of BCFCCA.
- An organization, stakeholder or partnering agency may become an Associate Member on such terms and conditions as the Board of Directors may prescribe.
- A person may become a Lifetime Member will all the rights of a general member, at the discretion of the Board of Directors for exemplary service and commitment to the field of family child care.
- 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.
- 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.
- 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.



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**Policy Type:** By-Laws  
**Policy Name:** Membership – Member’s Rights  
**Authority:** Board of Directors

The subscribers to this Constitution and these By-laws shall have the same rights as any other member. Only General *and* Lifetime *members* shall have the right to vote at any meeting of the Association.

**Policy Type:** By-Laws  
**Policy Name:** Membership – Member’s Duties  
**Authority:** Board of Directors

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

**Policy Type:** By-Laws  
**Policy Name:** Membership- Termination of Membership  
**Authority:** Board of Directors

The conditions under which membership in the Association ceases are, as follows:

- A member may withdraw by not reapplying for membership;
- 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; and/or,
- 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.

**Policy Type:** By-Laws  
**Policy Name:** General, Special and Regular Meetings  
**Authority:** Board of Directors

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.

Notwithstanding subsection (1) of the Societies Act, the Registrar may at any time extend the time within which a Society is required to hold an Annual General Meeting.

Every voting 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 voting member in good standing will be permitted to carry no more than three (3) official written proxy forms displaying the Association's logo.



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**Policy Type:** By-Laws  
**Policy Name:** General, Special and Regular Meetings - Notice  
**Authority:** Board of Directors

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.

**Policy Type:** By-Laws  
**Policy Name:** General, Special and Regular Meetings - Special  
**Authority:** Board of Directors

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.

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.

The requisition shall:

- state the purpose of the Special Meeting;
- be signed by the requisitionists; and,
- 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.

**Policy Type:** By-Laws  
**Policy Name:** General, Special and Regular Meetings - Quorum  
**Authority:** Board of Directors

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.

- If, within half an hour from the time appointed for the start of the meeting, a quorum of members is not present then:
- the members present may adjourn the meeting, to another time and place; and
- 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.

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.

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.



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**Policy Type:** By-Laws  
**Policy Name:** General, Special and Regular Meetings - Structure  
**Authority:** Board of Directors

The Association shall consist of members as outlined in these By-laws, a Board of Directors 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.

**Policy Type:** By-Laws  
**Policy Name:** Election, and/or Appointment and Removal of Directors  
**Authority:** Board of Directors

The Association shall be governed by a Board of Directors consisting of the following positions:

- Chair
- \*Past Chair (non-elected “ex-officio” and one year term only)
- Five (5) elected directors

The Board of Directors shall be general or lifetime 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.

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.

A retiring member of the Board of Directors who has served on the Board of Directors for the immediately preceding three (3) consecutive terms is not eligible for re-election until after the expiration of one year.

In the event that a vacancy exists on the Board of Directors, the remaining Directors 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.

The Board of Directors shall never consist of less than four (4) members.

The Past President shall sit on the Board of Directors for a period of one year following completion of their term as Chair as an “ex-officio”. They shall assist the new Chair with assuming the duties of the position and shall perform any other duties as prescribed by the Board of Directors.



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**Policy Type:** By-Laws  
**Policy Name:** Election, and/or Appointment and Removal of Directors – Duties and Powers  
**Authority:** Board of Directors

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.

**Policy Type:** By-Laws  
**Policy Name:** Election, and/or Appointment and Removal of Directors – Removal  
**Authority:** Board of Directors

A member of the Board of Directors shall cease to hold office upon their ceasing to be a member of the Association.

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.

**Policy Type:** By-Laws  
**Policy Name:** Selection and Role of Officers - Remuneration  
**Authority:** Board of Directors

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

**Policy Type:** By-Laws  
**Policy Name:** The Seal  
**Authority:** Board of Directors

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

The seal shall be kept in the custody of the Association's office.

#### **Affixing the Seal**

The seal of the Association shall not be affixed to any document or instrument other than membership and Good Beginnings certificates unless authorized by the Board of Directors.



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**Policy Type:** By-Laws  
**Policy Name:** Audit of Accounts – Borrowing Powers  
**Authority:** Board of Directors

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.

**Policy Type:** By-Laws  
**Policy Name:** Audit of Accounts  
**Authority:** Board of Directors

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.

**Policy Type:** By-Laws  
**Policy Name:** Arbitration & Interpretation  
**Authority:** Board of Directors

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.

In these By-laws, words importing a male person include a female person and words importing a female person include a male person.

In these By-laws, the singular includes the plural and words in the plural include the singular person.

**Policy Type:** By-Laws  
**Policy Name:** Preparation, custody and inspection of the minutes and records of the association – Minutes & Records  
**Authority:** Board of Directors

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.

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.



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**Policy Type:** By-Laws  
**Policy Name:** Manner of Making, Altering and Rescinding By-Laws  
**Authority:** Board of Directors

The By-laws of the Association may be amended at any General, Special or Annual Meeting of the Association by resolution adopted by a majority vote of the members of the Association present at any Special or Annual meeting. Any resolution or motion shall be deemed passed, if a majority of the members present vote in favour of such resolution or motion.

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.

On accepting a special resolution under subsection (1) of the Societies Act, the Registrar shall retain one copy of the resolution and return the other copy to the Association, certified as having been accepted by him.

Notice to amend or introduce a By-law will be given in the same manner as a notice of an Annual Meeting.