

## NSHEA BY-LAWS

### 1. INTRODUCTION

1.1 The purpose of these by-laws is to establish the organizational and functional procedures of the Nova Scotia Home Education Association. In these by-laws, "NSHEA" or "Association" means Nova Scotia Home Education Association.

1.2 The purposes of the NSHEA are contained in the Memorandum of Association filed with the Registrar.

### 2. DEFINITIONS

2.1 "Registrar" means the Registrar of Joint Stock Companies appointed under the the N.S. Companies Act.

2.2 A "Quorum" consists of a minimum of 20% representation of Regular memberships present in person or proxy.

2.3 "Special Resolution" means a resolution passed by not less than three-fourths of such members entitled to vote as are present in person or by proxy at a general meeting of which notice specifying the intention to propose a resolution as a special resolution has been duly given.

2.4 "Resolution" means a resolution passed by a simple majority of such members entitled to vote as are present in person or by proxy at a general meeting of which notice specifying the intention to propose a resolution has been duly given.

### 3. MEMBERSHIP

(Including Terms of Admission, Member Obligations, Termination of Membership, & Member Rights)

#### Terms of Membership & Member Obligations

3.1 Membership may be granted to an individual or to a group of people who live in the same home.

In order to become a member of NSHEA, a person/group must have at least one person who:

- a) has attained the age of 19;
- b) (Amended Dec 2015) submits a completed membership registration form, promising to uphold NSHEA's Memorandum of Association, By-Laws, & Policies
- c) pays any membership fees as required.

3.2 Membership in the Association is open to an unlimited number of people.

3.3 Membership in the Association shall not be transferable from one member to another.

3.4 The Association has two classes of membership, Regular and Associate.

3.5 (Amended Dec 2015) To qualify for Regular Membership, one person in the group must meet the conditions of 3.1, and also:

- a) use N.S. as a legal residence
- b) (Amended Dec 2015) be legally able to register as a home educator with the Nova Scotia Department of Education and be actively home educating at least one child

3.6 (Amended Dec 2015) If there is any doubt that a life situation qualifies at least one person in

a group of people for a) (Amended Dec 2015) Regular Membership, and that one person in the group has at least one child currently registered as a home educated student with the NS Department of Education,, then the group shall automatically qualify for Regular NSHEA Membership. This by-law is not meant to apply to anyone whose NSHEA membership has been revoked.

3.7 A Regular Membership allows one adult signee in the membership group to cast one vote on each Resolution or Special Resolution submitted to the membership. It also allows one adult signee in the group to vote for Directors or serve as a Director. In order to use either of these rights, an adult must have signed a statement promising to uphold NSHEA's Memorandum of Association, By-Laws, Policies, and Procedures.

3.8 Associate Memberships are granted to those who meet the conditions established in 3.1, but do not meet the conditions for Regular membership. An Associate Membership does not normally include the right to vote or to serve on the Board of Directors.

3.9 (Amended Dec 2015) Regular and Associate Membership group includes 1 or 2 adults (one of whom is the named member of the group) who share the same home, plus their dependents.

3.10 Membership in the NSHEA shall cease upon death of all adults in the membership group, or by notice in writing to the Association that the membership is resigned, or when the membership group ceases to qualify for membership in accordance with these by-laws.

3.11 The membership fees for Regular and Associate Members shall be determined from time to time by the Executive Committee, and be ratified at the next available general membership meeting. No membership fees shall be reimbursed upon termination of membership by the member or by NSHEA.

#### Termination of Membership

3.12 If it is deemed to be in the best interest of the Association, the Executive Committee of the Association may recommend the termination of any person from individual or group membership. The name of the individual and the reason for the recommended removal must be presented and passed as a Special Resolution. Individuals being dismissed from the Association will be informed by a delegate of the Executive Committee. No membership fees shall be reimbursed upon termination of membership. Any reinstatement of an individual removed from membership must be by Special Resolution.

#### Member Rights

3.13 Members have the right to be kept informed of the issues facing the Association and of the matters being addressed by the Executive and the Committees. These matters will be updated in each newsletter.

3.14 Members have the right to receive the minutes of each general and annual general meeting in a timely way, as described in NSHEA's member-approved policies.

3.15 Members have the right to make presentations to the Executive in regard to NSHEA's actions, decisions, document, or purposes. Details are provided in the NSHEA's member approved policies.

3.16 Members have the right to petition for a general meeting concerning NSHEA's actions, decisions, or purposes. Petition requirements are described elsewhere in By-Laws and Policy.

3.17 Members have the right to receive advance notice of the time, date location, and topics to be addressed at all general meetings of the Association, as described elsewhere in By-Laws and Policy.

3.18 Members have the right to submit agenda items for vote or discussion at general and annual general meetings of the Association. Details are provided in NSHEA's member-approved Policies.

3.19 Members have the right to attend any general or annual general meeting without payment.

3.20 Members have the right to be kept informed of the financial status of the Association, as defined in NSHEA's member-approved Policies.

3.21 \*\*Members have the right to examine the financial accounts and historic records of the Association upon reasonable notice to a member of the Executive. A mutually-acceptable time and location will be arranged. Original documents must be reviewed in the company of a Director, and any copies requested by the members shall be made at the expense of the member.

3.22 Members have the right to petition for a member survey containing questions regarding NSHEA's services, policies, or procedures, as defined in NSHEA's member-approved Policies.

3.23 Members have the right to contribute questions to any Association survey, as defined in NSHEA's member-approved policies.

3.24 Members have the right to determine if NSHEA will work to change any aspect of government-imposed Home Education rules in Nova Scotia. This would include, but not be limited to, the Education Act, its Regulations, and its written Policies.

3.25 Members have the right to vote on long-term Policy of NSHEA. The Executive will present proposed Policy in a newsletter and put it forward as a Resolution to be voted on by the membership.

3.26 Members have the right to propose long-term Policy, either in consultation with the Executive or via a petition, as defined in NSHEA's member-approved Policies.

3.27 Members have the right to propose changes to NSHEA's Memorandum of Association and By-Laws, either in consultation with the Executive, or via petition, as defined in NSHEA's member-approved Policies.

#### 4. Organization

4.1 (Amended Dec 2015) NSHEA shall maintain an emailing list for official communications on behalf of the Association. The email address must be that of one adult signee in the membership group, but can have an additional email addresses to include others in the membership group The Secretary will ensure that, upon change of NSHEA mailing or email addresses, all concerned parties are notified of the address changes.

4.2 The fiscal year of the NSHEA shall be the period from May 1 to April 30.

4.3 (Amended May 2012)

The term of Office for Directors shall be from June 1 through May 31 of the following year.

4.4 \*\* NSHEA shall hold an Annual General Meeting every year. The Annual General Meeting of

the NSHEA shall normally be held:

- a. at least 3 months prior to the end of term of Office for the Directors, and
- b. within 5 months after the end of the fiscal year of the Association.

Other general meetings of the Association may be called by the Executive at any time.

4.5 The organization and procedures of NSHEA shall be maintained in a manner which:

- a. carries out Societies Act requirements and maintains NSHEA's registration under the NS Societies Act.
- b. adheres to NSHEA's Memorandum of Association, Bylaws, Policies and Procedures
- c. shows respect for members of differing genders, races, religions, ethnic origins, and educational philosophies.
- d. allows for an informed and involved membership.

4.6 (Amended May 2012) The Association shall have a Board of Directors comprised of 3 or more Executive Officers and 2 Auditors. The Directors positions shall be unpaid. As a minimum the positions of the Executive shall be:

- a) First Chair b) Treasurer and c) Secretary with optional positions of d) Second Chair e) Third Chair or f) Member at Large. The duties and responsibilities of the Directors shall be defined in the Duties section of these By-laws.

4.7 (Amended in May 2012) - Librarian stricken.

4.8 There may also be Committees to help the objectives of the Association.

#### \*\*MECHANISMS FOR CHANGE

4.9 Changes which must be implemented through a Special Resolution are:

- a) a change to any aspect of NSHEA Memorandum of Association or By-Laws,
- b) removal of a Director from office,
- c) removal of a person from membership eligibility
- d) subscription to, or membership in, another society or association, whether incorporated or not, whose objects are in whole or in part similar to NSHEA's own objects.

Special Resolutions shall be carried out as follows:

- a) (Amended Dec 2015) The Special Resolution shall be presented at a meeting of the Association, and advance notice of the meeting, a copy of the Special Resolution, and a proxy form shall be included in an NSHEA email which will normally be distributed no less than 14 days prior to the meeting where the special resolution is to be voted on.
- b) (Amended Dec 2015) The meeting must have a quorum of at least 20% of Regular Memberships, in person, or by proxy. If a quorum of 20% of regular members voting in person or by proxy is not met - by no later than 30 minutes after the start time of a special resolutions meeting - then a Second Special Resolution meeting will be called after the original special resolution meeting date. All members will be informed and invited to vote in person or by proxy as outlined in point a above. At this second Special Resolution Meeting, 75% of the regular members present, voting in person or by proxy need to approve the Special Resolution in order for it to pass.
- c) At least 75% of those constituting the quorum must approve the Special Resolution in order for it to pass.
- d) If the Special Resolution passes, it shall be reported according to Societies Act requirements, and will not be implemented until all such requirements are met.

4.10 Additions, Deletions, and Changes which do not require Special Resolutions, including those to long-term Policy, shall be accomplished by Resolution, as follows:

a) (Amended Dec 2015) The Resolution shall be presented at a meeting of the Association, and notification of the meeting, a copy of the Resolution, and a proxy form shall be included in an NSHEA email or on the online members group which will normally be posted no later than 14 days prior to the meeting where the resolution is to be voted on..

b) (Amended Dec 2015) The meeting must have a quorum of those attending the meeting in person or voting by proxy

c) More than 50% of those constituting the quorum must approve the Resolution for it to pass.

#### \*\* Selection/Removal of Directors

4.11 Under normal circumstances, the Board of Directors may be drawn only from Regular memberships, with only one adult, and no minors, from each membership group.

4.12 The normal term of office for a Director is one year.

4.13 Under normal circumstances, no member shall serve as a Director for more than 3 consecutive terms. Exceptions are defined later in this section.

4.14 The Auditors & the Executive Committee shall be elected by those Regular members who are entitled to vote and are in attendance at each Annual General Meeting. Volunteers may offer in writing prior to the Annual General Membership meeting, or may offer from the floor at the meeting.

#### Exceptions

4.15 (Amended May 2012) (Amended Dec 2015) If the NSHEA Annual General Meeting does not produce enough Directors, the unfilled positions shall be advertised to the membership through the NSHEA email or on the online members group, and every reasonable effort shall be made to fill the positions according to normal qualification rules. If the Director positions have not been filled by May 24th which is one week prior to the new Directors assuming office, then the Executive may appoint any of the following to serve as a Director:

a) a second adult member from a Regular Membership group;

b) someone completing a 3rd consecutive term as a Director;

c) an Associate Member.

4.16 If a Director resigns his office or ceases to be a member of the Association, the Board of Directors may fill the vacancy for the unexpired portion of the term by appointing someone from the membership of the Association. Where it is feasible to do so, the vacant position shall be advertised to the general membership, and the normal qualification rules shall be used. The Executive may use their discretion in determining when to invoke the exceptions to qualifications for Directors.

4.17 The Association may, by Special Resolution, remove any Director before the expiration of the period of office and elect another person to fill out the unexpired portion of the term vacated. If no regularly qualified member offers for the Director's job at, or before, the Special Resolution meeting, then the exceptions to Director qualifications may be invoked immediately.

## 5. PROCEDURES FOR GENERAL MEETINGS OF THE ASSOCIATION

5.1 (Amended Dec 2015) Each general and annual general meeting shall normally be announced to the membership with 14 days advance notice. The announcement shall state the place, day and hour of the meeting, plus the agenda and specific topics to be addressed under each agenda category. The Secretary has the authority and responsibility to ensure that proper notice is given.

Written notification of meetings and agenda items will be given via email and on the online members group. Notice given by email is considered given when the email has been successfully sent to the email address. Notice given via the online members group is considered given when the post has been uploaded successfully on the page. It is considered sufficient that the email was sent (as evidenced by the sent folder in the NSHEA Board member who sent the email). It is considered sufficient that the notification was sent when successfully posted on the online members group. The non-receipt of any notice by any member shall not invalidate the proceedings of any general meeting.

5.2 No voting shall take place at any meeting of the Association unless a quorum of at least 20% of the Regular Members is present for the vote, in person or by proxy. For each vote, the number in favor, the number against and the number abstaining shall be counted and recorded. In any instance where the sum of the 3 voting categories does not equal a quorum, the vote shall be recorded as null and void. The Chair will state for the record, whether or not each resolution passed, failed, or did not have a quorum.

5.3 If a quorum does not exist at the starting time of the meeting, the organizers shall wait 30 minutes to determine if a quorum will be established. If, at this time, a quorum is not present, the meeting may be dissolved, or the meeting can be conducted for informative and organization purposes only.

5.4 (Amended Dec 2015) The First Chair shall have no vote in a general meeting, except in the case of an equality of votes. In the case of an equality of votes, the Chair shall have a casting vote.

5.5 (Amended Dec 2015) \*\* Minutes of each general membership meeting shall be prepared and submitted by the Secretary and reviewed by at least one other Executive member who attended the meeting being minuted within 4 weeks of any general meeting. The minutes shall be archived by the Secretary and also distributed to members via email or posting on the online members group.. The provisional minutes will subsequently be read by the attending board members for correction and approval before the next general meeting and be provided to members attending the next general meeting for them to read. Approval of the minutes requires a simple majority vote by a quorum at the next general meeting. Any discrepancies noted within the previous minutes shall be noted on the provisional minutes and are included in the republished Approved Minutes and disseminated to the membership as outlined above.

## 6. DIRECTORS' MEETING AND DECISIONS

6.1 Meetings of the Executive shall be held as often as the business of the Association may require, and may be called whenever a majority of the Executive decide a meeting is needed.

6.2 Executive meeting may include Committee members, general members, or non-members, at the discretion of the Executive; however, closed door meetings should be the exception, rather than the rule.

6.3 The members of the Executive shall make every reasonable effort to establish meeting times and decision-making methods that allow maximum participation by all Executive members. Details are provided in member-approved NSHEA policies.

6.4 (Amended Dec 2015) The First Chair is entitled to vote at Executive meetings. In the case of a tie vote, the Executive shall attempt to develop a different plan that a majority can agree to. If this is not possible, then the Chair shall have the casting vote in addition to the vote which he or

she is entitled to as a Director.

6.5 Unless the Executive vote to delegate a decision or job to a sub-set of their members, all Executive decisions must have the approval of a majority of the whole Executive.

## 7. DUTIES AND RESPONSIBILITIES

7.1 (Amended Dec 2015) Working within the framework of NSHEA Memorandum of Association, Bylaws, & Policies, or other authority expressly conferred upon them, the Executive are expected to use their judgment to make decisions and carry out actions to keep the NSHEA running. The Executive do not require membership approval for each and every action.

7.2 (Amended Dec 2015) The Executive Committee shall be responsible to the membership to carry out frequent and open communications in order to determine the will of the membership. Such communications shall be given in emails or by posting on the online members group.

7.3 In general, the Executive Committee members shall carry out their duties by:

- a. determining all tasks necessary to the continued existence of the Association and finding individuals to complete the tasks;
- b. providing a supervisory role to ensure that all volunteers perform their duties in accordance with the NSHEA's governing documents and the best interests of the Association;
- c. holding formal and informal meetings of the membership;
- d. presiding as chairpersons at Executive and general membership meetings and conducting these meetings according to accepted rules of procedure;
- e. ensuring records are kept of all resolutions, decisions, assets, liabilities, revenues, and expenditures of the Association;
- f. being responsible for all official communications and commitments with any individuals, groups or agencies outside the Association;
- g. carrying out any specific requirements stated in NSHEA member-approved & Executive policy.

7.4 \*\*Contracts, deeds, bills of exchange and other instruments and documentation on behalf of the Association may be executed on behalf of NSHEA by one or more members of the Executive, as specified in a resolution of the Executive Committee.

7.5 The Executive Committee is charged with the responsibility of keeping NSHEA solvent. Membership dues must be sufficient to cover general operating expenses related to the primary purposes of NSHEA, as outlined in the Memorandum of Association. Activities beyond these basics should be set up to generate enough income to cover their expenses. Pre-event expenses may be paid from general revenues, but post-event accounting should segregate event monies from general revenues. Profits from an event may be used for similar events in the future, or may be diverted to general use.

7.6 The Executive have the authority to pay any expenses related to the purposes of NSHEA, as stated in the MOA, and may, at their sole discretion, determine to undertake special expenditures of an amount specified in NSHEA member-approved policy.

\*\*Auditors

7.7 Each auditor shall:

- a. annually review the NSHEA's financial transactions to determine if they are consistent with NSHEA's Memorandum of Association and By-laws and are properly recorded.
- b. report any concerns to the Executive.

- c. annually review NSHEA's financial reports to determine if they are consistent with the individual transactions and if they are mathematically correct and in the required format.
- d. report to the Executive on any problems with the financial statements.
- e. sign any complete and accurate financial reports that must be sent outside NSHEA.
- f. write a statement to the NSHEA membership in regard to the completeness, appropriateness, & accuracy of NSHEA's financial transaction records and financial reports.
- g. complete their duties in a timely manner so the Treasurer can make corrections in advance of the AGM and meet the filing dates for any outside agencies.

## 8. MISCELLANEOUS

8.1 \*\*The Association does not have a seal.

8.2 \*\*The Association has no borrowing powers.

Societies Act Requirements are marked with double asterisks (\*\*)