

CONSTITUTION  
OF THE  
CALGARY & DISTRICT

SEVENTH-DAY ADVENTIST SCHOOL SYSTEM

Effective: March 28, 1982

Amended: March 25, 1984

CONSTITUTION OF THE CALGARY & DISTRICT  
SEVENTH - DAY ADVENTIST SCHOOL SYSTEM  
STANDARD ARTICLES

1. NAME OF ORGANIZATION

This organization shall be known as the CALGARY & DISTRICT SEVENTH-DAY ADVENTIST SCHOOL SYSTEM (hereinafter referred to as "CDSS").

2. INTERPRETATION

The headings used throughout these Articles shall not affect the construction thereof. In these articles;

- (a) "board" means a board of trustees of a district.
  
- (b) "constituency" means the church or churches, or companies which operate the schools of the district.
  
- (c) "constituent" means any individual member of one of the churches/ companies of the constituency.
  
- (d) "district" means a school district established pursuant to any order of the Alberta Conference of Seventh-day Adventists.
  
- (e) "elected delegate" means a constituent duly appointed by a member to represent the member at special constituency meetings.
  
- (f) "member" means a church or company which has joined the constituency.
  
- (g) "voting delegate" means an individual who has the right to vote at constituency or board meetings by virtue of his position.
  
- (h) "poll" means to register or give a vote in a manner prescribed and agreed to by the majority of voting and elected delegates at a meeting.
  
- (i) "trustee" means a person duly appointed by the members to represent them as elected delegates on the board.
  
- (j) words importing males shall include females.

3. PHILOSOPHY

The Seventh-day Adventist Church recognizes that God, the Creator and Sustainer of the earth, and the entire universe, is the source of knowledge and wisdom. In His image God created man perfect. Because of sin, man lost his original state. Christian education, by perfecting faith in Christ, restores in man the image of his Maker, nurtures in man an intelligent dedication to the word of God on earth, and develops in man a practical preparation for conscientious service to his fellow men.4. OBJECT

The Object of CDSS is to operate schools in harmony with the educational philosophy and practices of the Seventh-day Adventist Church and in compliance with the laws of the Province of Alberta for the purpose of promoting the harmonious development of each student's physical, mental, social, and spiritual qualities with the view of attaining

a Christ-like character.

#### 5. TERRITORY

The area of operation of the CDSS shall be the corporate limits of the City of Calgary and outlying suburbs as assigned to the system by the Board of Education of the Alberta Conference of Seventh-day Adventists.

#### 6. HEAD OFFICE

The business centre of the CDSS shall be the office of the Alberta Conference of Seventh-day Adventists.

#### 7. CONSTITUENCY

Charter members of CDSS shall be:

(a) All organized churches *and* companies within the territory who by action taken in business session subscribe to this document and who have delivered a copy of such subscription to the Board of Education of the Alberta Conference of Seventh-day Adventists by July 1, 1982.

(b) Any church or company within the territory may apply to be a member of CDSS, after July 1, 1982, by presenting a copy of a resolution taken in business session subscribing to this document. The application shall be made to the board of CDSS. Acceptance of the application shall be by recommendation of the board and ratification by the constituency in session.

(c) The Board of Education of the Alberta Conference of Seventh-day Adventists shall be an ex-officio member.

#### 8. TERMINATION OF MEMBERSHIP

Any member wishing to withdraw from membership may do so upon a notice in writing to the Board of Trustees through its secretary, prior to February 1. Financial obligations of the withdrawing member will terminate on June 30. If any member is in arrears for fees or assessments for any year, such member may be suspended at the expiration of six months from the end of such year and shall thereafter be entitled to no membership privileges or powers in the constituency until reinstated. Any member upon a 75% vote at a meeting of elected delegates at a constituency meeting may be expelled from membership for any cause which the constituency may deem reasonable. The constituency's action to expel a member shall be considered final and binding upon the member, however, it is the intent of this provision that all members act fairly with respect to one another, having due regard to all the surrounding circumstances. There shall be no reimbursement for either capital investment or operational expenditures when a member withdraws or is expelled.

## 9. CONSTITUENCY REPRESENTATION

All meetings of the constituency shall be general meetings unless extraordinary circumstances require a special meeting. At general and special meetings, constituency representation shall be as follows:

(a) The constituency shall be represented at general meetings by voting delegates. Every constituent shall be deemed to be a voting delegate for the purpose of the general meetings.

(b) At any special meetings of the constituency, the constituency shall be represented only by elected delegates.

10. APPOINTMENT OF DELEGATES (a) Elected delegates shall be nominated when a special meeting is called. Nomination and appointment shall be by the member's board at a regular meeting.

(b) The effective date for new appointments shall be the date of the first special meeting of the year. All such appointments shall expire on December 31st of each year.

(c) Vacated offices arising between special meetings shall be filled by the respective member's board.

## 11. NUMBER OF ELECTED DELEGATES

Elected delegates shall be appointed on the basis of one (1) person per church or company, regardless of number of constituents, and one (1) additional person for each twenty-five (25) constituents or major portion thereof.

## 12. GENERAL MEETINGS

(a) There shall be a general meeting of the constituency prior to March 31 each year for the purpose of:

- (i) approving reports of the school operation;
- (ii) making adequate financial provision for the annual general operating and capital costs;
- (iii) approving plans for major capital expansion;

iv) approving plans and policies for the operation of the school.

(b) A general meeting may be called at anytime, upon 14 days notice, by majority vote of elected delegates at a special meeting.

## 13. SPECIAL MEETINGS

(a) The Board shall call a special meeting of the constituency within 14 days of a receipt of a written request, on a single issue, from at least:

(i) 25% of the parents of children in the school within the constituency, or

(ii) 100

constituents, or (iii)

50% of the members.

- (b) The board may, whenever they think fit, or on motion by any trustee, proceed to convene a special meeting of the constituency at any time upon 14 days written notice.

14. NOTICE OF SPECIAL MEETINGS

Where it is proposed to call a special meeting at least 14 days notice specifying the day, hour and place of such meeting, and in the case of special business, the general nature of such business, shall be sent by ordinary mail to the elected delegates of the members registered at the time such notice is served, or if a record date has been fixed by the board, the members registered at the record date as so fixed. PROVIDED ALWAYS that a meeting of the members shall be held for any purpose at any time and at any place without notice, if all elected delegates entitled to notice of such meeting are present in person, or if the absent delegates shall have signified their absence in writing. Notice of any meeting or any irregularity in any meeting or any notice thereof may be waived by any elected delegate.

15. NOTICE OF GENERAL MEETINGS

At least 14 days written notice of general meetings shall be given to the constituency, stating location, time and nature of business. Notices shall be carried in church bulletins.

16. IRREGULARITIES IN THE GIVING OF NOTICE

Irregularities in the notice of any meeting or in the giving thereof or the accidental omission to give notice of any meeting or the non-receipt of any notice by any member or members, shall not invalidate any resolution passed or any proceedings taken at any meeting or shall not prevent the holding of such meeting.

17. PROCEEDINGS AT MEMBERS MEETINGS

- (a) No business shall be transacted at a meeting unless a quorum is present at the time the meeting proceeds to business. A quorum at a special meeting shall be not less, than 51% of the elected delegates of the constituency representing a majority of the members, and at a general meeting a quorum shall be the voting delegates present.
- b) If within half an hour from the time appointed for a special meeting a quorum is not present, the special meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week, at the same time and place; and if at such adjourned special meeting a quorum is not present, the elected delegates present shall be a quorum.
- (c) The chairman shall be entitled to take the chair at every meeting or if there be no chairman, or if at any meeting he

shall not be present within fifteen(15) minutes after the time appointed for holding such meeting, the elected or voting delegates, as the case may be, present shall choose a trustee as chairman, and if no trustee be present, or if all the trustees present decline to take the chair, then the elected or voting delegates, as the case may be, present was choose one of their elected or voting delegates, as the case may be, to be chairman. The chairman at any meeting of the members may appoint one or more persons (who need not to be elected or voting delegates, as the case may be)to act as scrutineers.

- (d) Every question submitted to a meeting shall be decided in the first instance by a show of hands, and of any equality of votes, the chairman shall not, both on a show of hands and on a poll, have a casting vote in addition to the vote to which he may be entitled as a constituent. In the event of there being no majority in favor of the motion, the motion shall be declared defeated.
- (e) On a show of hands every elected or voting delegate, as the case may be, present shall have one vote. On a poll every elected or voting delegate, as the case may be, shall have one vote.
- (f) A simple majority of voting delegates present shall carry all motions at a general meeting of the constituency. A simple majority of elected delegates present shall carry all motions at special meetings of the constituency.
- (g) At any meeting, unless a poll is demanded by the chairman or by the majority of elected or voting delegates, as the case may be, present at the meeting, a declaration of the chairman that a resolution has been carried, or carried by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the book of proceedings of the CDSS shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favor or against such resolution.
- (h) If a poll is demanded, as aforesaid, it shall be taken in such manner and at such time and place as the chairman of the meeting directs and either at once or after an interval or adjournment, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand of a poll may be withdrawn. In case of any dispute as to the admission or rejection of a vote the chairman shall determine the same and such determination made in good faith shall be final and conclusive.
- (i) The chairman of a general or special meeting may, with the consent of the meeting adjourn the same from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. **It shall not be necessary to give notice of any adjourned meeting.** (j) Any poll duly demanded or the election of a chairman of a meeting or on any question of adjournment shall be taken at the meeting and without adjournment.

- (k) The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business rather than the question on which the poll has been demanded.
- (l) A resolution in writing signed by all elected delegates entitled to vote thereon shall be valid and effectual as if it had been passed at a special meeting of the constituency duly called.
- (c) All general meetings of the constituency shall be public meetings.

18. BOARD OF TRUSTEES

The management of CDSS shall be by the Board of Trustees which shall be appointed by the members and by voting delegates who shall be:

- (a) all senior church pastors of the constituency;
- (b) the president of the CDSS Christian Education Society;
- (c) the leader of the Home and School Association;
- (d) the superintendent of education or his designated representative from the Board of Education of the Alberta Conference of Seventh-day Adventists.

19. APPOINTMENT OF TRUSTEES

- (a) Trustees shall be nominated annually by the member's nominating committee and appointed in the usual manner for the election of church officers. It is recommended that such nominations include, but not be limited to, qualified persons from education, business and professional backgrounds.
- (b) The effective date for new appointments shall be January 1.
- (c) Vacated offices arising between annual meetings shall be filled by the respective member's board.

20. NUMBER OF TRUSTEES

- (a) Each member shall appoint at least two (2) trustees, but not more than six (6).
- (b) Above and beyond the first two trustees appointed, some members will be eligible for additional representation. Additional trustees shall be appointed on the basis of one (1) trustee per one hundred (100) constituents or major portion thereof above and beyond the first one hundred (100) constituents.

21. TERM OF OFFICE

- (a) Subject to the provisions hereof, the term of office for trustees shall begin on January 1, and be for two (2)

years except for the initial appointment, which shall be on the following basis:

(i) one half (1/2) of trustees for a term of one year;

(ii) one half (1/2) of trustees for a term of two years.

- . (b) A Trustee may serve more than one term but no more than two terms consecutively except by agreement of the majority of the Board and by a majority of the Trustee's member's board, the Trustee's term may be extended by one additional term.

## 22. RESIGNATION

(a) Where a person is not qualified to remain a trustee:

(i) he shall forthwith resign his seat on the board, and

(ii) if he does not so resign, such member shall be automatically suspended at the expiration of fifteen (15) days from the date at which he became disqualified to serve as a member of the board.

(b) A trustee may resign by submitting his written resignation to the secretary of the board and he ceases to hold office at the meeting of the board when his resignation is received.

(c) At the end of each calendar year and at the end of every succeeding calendar year all the trustees, howsoever appointed or elected, shall retire from office. Trustees eligible to serve during the following calendar year shall be re-appointed by the member which he represents. If any time at which an election of trustees ought to take place, no such election takes place, the retiring trustees shall continue in office until the end of the next calendar year, and so on from year to year until their places are filled up, unless it shall be determined by the constituency to reduce the number of trustees.

(d)

A retiring trustee shall be eligible for re-election.

(e) The constituency may by special resolution, at any time remove any or all of the trustees before the expiration of his or their period of office and by ordinary resolution request the respective member to appoint another or other qualified person or persons in his or their stead; and the person or persons so appointed shall hold office during such time only as the trustee or trustees in whose place he is or they are appointed would have held the same if he or they had not been removed.

23. DISQUALIFICATION

- (a) A person is not qualified to remain a trustee if he:
- (i) absents himself without being authorized by the board to do so, from the meetings of the board for three consecutive regular meetings, unless his absence is due to illness;
  - (ii) ceases to be a member of the church or company for which he was elected, or
  - (ii) is the auditor of or other employee of the board, or
  - (iv) is a spouse or immediate relative of an employee of the board. (see page 8a for amendment)
- (b) The office of a trustee shall ipso facto be vacated:
- (i) if he is found a lunatic or becomes of unsound mind;
  - (ii) if by notice in writing to the Board he resigns his office upon the time hereinbefore fixed for the resignation to take effect or the previous acceptance of the same;
  - (iii) if he be removed by resolution of the Board, as herein provided.

Amendment to Section 23(a) (iv) - January 21, 1985

- 23(a) (iv) is a spouse or immediate relative of an employee of the board. For purposes of this sub-paragraph the term "employee of the board" shall mean anyone who is employed by the board directly, or indirectly through the Alberta Conference of the Seventh-day Adventist Church, to carry out duties for remuneration or other consideration which said duties require a direct interaction with the students, faculty and/or staff. Notwithstanding the foregoing, it shall not include individuals who are hired by the board on a short term contract basis to provide maintenance, repairs and/or additions to school property.

24. VACANCIES

Any vacancies on the board of trustees shall be filled by the member which lost its representation. The constituent filling the vacancy shall serve only for the remainder of the unexpired term.

25. PROCEEDINGS OF TRUSTEES

- (a) The trustees may meet together for the dispatch of business, adjourn and otherwise regulate their meetings and proceedings, and may declare the quorum necessary for the transaction of business, but unless the trustees make such determination, one-third of the trustees shall be a quorum.
- (b) Trustees may make regulation with respect to the manner, place of meeting and length of notice of their meetings. Until such regulations are made, meetings of the board may be held at any time without formal notice if all the trustees are present or those absent have signified their consent in writing to the meeting being held in their absence; and notice of any other meeting where notice has not been dispensed with shall be telephoned to each trustee at least 24 hours **prior to such** meeting and such notice shall be Sufficient notice of any meeting of the trustees.
- (c) Notice of any meeting, or Irregularity in any meeting or in the notice thereon *may* be waived by any trustee.
- (d) The trustees may by resolution appoint a regular time and place for meetings, and no further or other notice of such time and place than the entry of such resolution upon the minutes of the meeting at which it was passed shall be necessary.
- (e) Immediately upon taking office, January 1, a meeting of trustees shall be held on the third Monday evening following at 7:30 p.m. and no notice of such meeting shall be necessary. At such meeting all officers and committees for the current year shall be appointed.
- (f) The chairman may, or the executive secretary shall at the request of a trustee, at any time convene a meeting of trustees.
- (g) Questions arising at any meeting of trustees shall be decided by a majority of votes, and in case of an equality of votes, the chairman shall not have a second or casting vote in addition to the vote to which he may be entitled as a trustee, and in that event the motion shall be declared to be defeated.
- (h) The continuing trustees may act notwithstanding any vacancy in

their number; but if and so long as their number is reduced below the number fixed by or pursuant to these regulations of the Board as the necessary quorum of trustee the continuing trustees may act only for the purpose of increasing the number of trustees to that number or of summoning a general meeting of the Board but for no other purpose.

- (i) The trustees shall appoint one of their number to be chairman and one to be vice-chairman of the Board of Trustees, and in the absence of agreement on such appointments the superintendent of education shall be chairman of the board. If neither the chairman nor the vice-chairman are present at any meeting at the time appointed for holding the same, the trustees present shall choose someone of their number to be chairman of such meeting.
- (j) Should the trustees agree by a majority vote, the vice-chairman shall be the chairman in the following term, and if they agree by a majority vote the chairman shall be the past-chairman in the following term and if the past-chairman is not a trustee, the past-chairman shall be an ex-officio member of the board acting in an advisory role.
- (k.) A meeting of the trustees for the time being at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under the regulations of the constituency or for the time being vested in or exercisable by the trustees generally.
- (l) All acts done at any meetings of the trustees, or by any person acting as a trustee shall notwithstanding that it shall afterwards be discovered there was some defect in the appointment of such trustees, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a trustee.
- (m) A resolution in writing, signed by all the trustees without their meeting together, shall be as valid and effectual as if it had been passed at a meeting of the trustees duly called and constituted.
- (n) The recording secretary shall notify a member if any of its trustees has been absent for three consecutive meetings.
- (o) There shall be a minimum of one (1) board meeting per month.
- (p) The trustees shall cause minutes to be duly entered in books provided for the purpose:
  - (i) of all appointment of officers;
  - (ii) of the names of trustees present and absent at each meeting of the trustees and of any committee of trustees or constituents;
  - (iii) of all resolutions made by the trustees;

(iv) of all resolutions and proceedings of general meetings;

The trustees may if required, file copies of such minutes with the General, Canadian and local Conference departments of education.

(q) All board meetings shall be public unless otherwise ordered by the Board.

26. POWERS AND DUTIES OF THE BOARD

(a) The board shall recommend, subject to final appointment by the Alberta Conference of Seventh-day Adventists;

(i) a principal who shall be the executive secretary of the board and in his annual contract of employment include a comprehensive job description, and

(ii) other denominationally certificated educational workers as required.

(b) The board shall also appoint;

(i) a recording secretary and a treasurer (or one person to act as secretary treasurer}, and

(ii) conference auditor or an auditor approved by the conference;

(iii) such other employees as are required, and each appointment is subject to such terms and conditions as the board prescribes, either generally or affecting a particular appointment.

(c) The board shall, subject to the terms and conditions set out herein;

(i) keep in force a policy of insurance for the purpose of indemnifying (i) the board and its employees in respect of claims for damages for death or personal injury, and (ii) for damage to school buildings and equipment, and

(ii) maintain, repair, furnish, and keep in good order all its real and personal property, and

(iii) hold as many meetings in each year as are considered necessary to adequately deal with the business of the constituency, and

(iv) make rules for the administration, management and operation of schools, school buildings, dormitories, and school buses under its jurisdiction and make them available to every teacher and other employee whom they concern, but the rules shall not impose duties and obligations on a principal, teacher, or other

employee contrary to or in conflict with a contract of employment, and

(v) provide for the settlement or adjudication of dispute arising in connection with school matters between any parent or child and a teacher or other employee of the board, and

(vi) provide for payment to the chairman or any trustee a sum of money in respect of work, authorized by the board in addition to his normal duties, and

(vii) purchase instructional materials and supplies, and

(viii) sell, rent, and distribute instructional materials and supplies to teachers and pupils, and

(ix)

make rules governing its internal procedure and meetings, and

(x)

keep available a record of all proceeding of the board and committees of the board, and

(xi) keep available a current and accurate record of all board policies, and

(xii) keep available a record of short and long range operating and capital expenditure plans.

(d) The board may delegate any of its powers to the principal or a committee appointed by it.

## 27. POWERS OF THE SECRETARY

It shall be the duty of the executive secretary to attend all meetings of the constituency and of the board, and to oversee the recording secretary in the keeping of accurate minutes of the same. He shall have charge of the seal of the constituency which seal whenever used shall be applied under the signature of the executive secretary and the chairman.

## 28. POWER OF THE TREASURER

The treasurer shall receive all monies paid to the constituency and shall be responsible for the deposit of same in whatever bank the board may order. He shall properly account for the funds of the constituency and keep such books as may be directed. He shall present a full detailed account of receipts and disbursements to the board whenever requested and shall prepare for submission to the annual meeting a statement duly audited as herein set forth of the financial position of the

constituency and submit a copy of same to the secretary for the records of the constituency.

29. POWERS OF THE EXECUTIVE COMMITTEE

The board shall appoint an executive committee to assist the chairman of the board and the principal in implementing board policy. The committee shall consist of the chairman of the board and four other persons elected from the trustees. The Executive Committee shall have the power to act , only on matters which are consistent with established board policy. All other matters must be referred to the board. The principal shall be an ex officio member of the executive committee.

30. APPOINTMENT OR DISMISSAL OF STAFF

Appointment or dismissal of the principal or teacher shall be through the collaborative action of the superintendent of education and the board. All final appointments and dismissals shall be by the superintendent of education as recommended by the board unless the superintendent of education and the board cannot agree. Disagreements concerning the appointment or dismissal of the principal or teachers shall be referred to the Board of Education of the Alberta Conference of Seventh-day Adventists, whose decision shall be final.

31. SCHOOL CLOSURE

The board may, with the approval of the Alberta Conference of Seventh-day Adventists close a school for such period as may be approved by them; or the board may close the school for any reason if the health or safety of pupils is endangered. The board may delegate its authority to close the school to the principal, a teacher or other responsible employee.

32. ADVISORY GROUPS

(a) The board may establish ad hoc committees, determine their terms of reference and their terms of service and may delegate to such committees power to act for the board within their terms of reference. Ad hoc committees might from time to time be created to deal with such functional areas as research and evaluation, school budget and finance, school plans and building fund, school plant maintenance, student transportation, personnel, educational programming or other areas deemed necessary by the board.

(b) The board shall encourage the organization of a CDSS Christian Education Society which shall be independently constituted and which shall have the following purposes:

- (i) establishing an effective public relations program;
  - (ii) promoting the ideals of Christian education in the system;
  - (iii) interpreting Christian educational issues for the constituency;
  - (iv) providing a channel of communication between the board, and the constituents whereby the interests and concerns of the board can be expressed to bring about improved understanding of the educational program of the system;
  - (v) reporting issues, problems, and concerns of the constituents to the board with the view to developing and implementing educational policies that are consistent with the priorities of the members; and
  - (vi) assisting the board in the carrying out of such functions as may be delegated to it by the board.
- (c) The board shall encourage the organization of a Home and School Association which shall be independently constituted and which shall have the following purposes:
- (i) encouraging the school to implement special programs;
  - (ii) interpreting school programs to parents;
  - (iii) involving parents in the school programs;
  - (iv) promoting a community fellowship among parents and between parents and the teachers;
  - (v) promoting a clear understanding between the parents and the teachers concerning educational policies and practices;
  - (vi) fostering positive relationships between the teachers and parents;
  - (vii) working with parents for the improvement of education programs;
  - (viii) assisting in the formulation of short-term and long-term goals for the school; and
  - (ix) assisting the school in the development of policies for attendance, safety, discipline, dress, extra-curricular programs, supervision, homework, field trips, and such other matters pertaining to the operation of the school as may arise from time to time.

- (a) The fiscal year of the CDSS shall be from July 1 to June 30.
- (b) CDSS shall operate in accordance with financial plans which shall contain two parts, (1) annual operating budget, (2) capital expenses budget.
- (c) Financial support shall be by:
  - (i) direct support from patrons by way of tuition, registration, and other fees for services provided by the CDSS as scheduled by the board;
  - (ii) grants from the Alberta Conference of Seventh-day Adventists;
  - (iii) grants from the members as voted at the annual meeting of the constituency;
  - (iv) grants from the Government of the Province of Alberta;and
  - (v) donations and endowments.
- (d) The annual budget shall be prepared, presented and approved by the constituency before March 31.
- (e) Membership fees, **if any**, and assessments for the financial support of the school shall be determined annually by members at a general meeting of the constituency.
- (f) At each regular monthly meeting the treasurer shall present a report to the board for approval and if the board finds that it is insolvent it shall forthwith call a special meeting of the constituency to inform them of the insolvency.
- (g) For the purpose of carrying out its objectives the board may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by soliciting funds directly from constituents, but this right shall be exercised only under the authority of the Alberta Conference of Seventh-day Adventists, and in no case shall the board incur debt without the sanction of an extraordinary resolution of the constituency and the Alberta Conference of Seventh-day Adventists.
- (h) The books, accounts and records of the secretary and treasurer shall be audited at least once each year by a duly qualified accountant or by the conference auditor or auditor approved by the Alberta Conference of Seventh-day Adventists. A complete and proper statement of the of the standing of the books for the previous year shall be submitted by such auditor to the constituency at the general meeting prior to March 31 each year.
- (i) The books and records of the secretary and treasurer may be inspected by any member of the constituency at the general meeting prior to March 31 each year, or at any time upon

giving

reasonable notice and arranging a time satisfactory to the officers having charge of same. Each member of the board shall at all times have access to such books and records.

34. CONSTITUTION

This constitution shall take effect upon adoption by at least three of the churches and/or companies within the territory of CDSS and acceptance by the Alberta Conference of Seventh-day Adventists.

35. CONSTITUTION AMENDMENT

- (a) Amendments to this constitution shall be made in the following manner:
  - (i) notice of desire to amend this constitution shall be made to the board at a regular meeting at least 28 days prior to the meeting at which the amendment shall be voted upon;
  - (ii) the suggested amendment shall be given to the secretary at a regular meeting at least 28 days prior to the meeting at which the amendment shall be voted upon;
  - (iii) the proposed amendment shall be mailed to the constituency at least 14 days prior to the meeting at which the amendment shall be voted upon;
  - (iv) the board must recognize and act upon any application to amend made as an official recommendation by any member;
  - (v) the board may initiate an application to amend;
  - (vi) amendments must be approved by a majority of not less than three-fourths of the elected delegates at a special constituency meeting.

36. BY-LAW AMENDMENT

The By-Laws may be rescinded, altered or added to by a Special Resolution passed by a majority of not less than three-fourths of elected delegates and voting delegates present in person, at a general meeting of which 14 days written, notice specifying the intention to propose the resolution as an extraordinary resolution has been duly given.

37. INDEMNITY

- (a) Except as otherwise herein provided every trustee shall be indemnified by CDSS against and it shall be the duty of the trustee out of the funds of CDSS to pay, all losses and expenses which any such trustee shall incur or become liable to by reason of any contract entered into or act or thing done by him as such trustee or in any way in discharge of his duties including reasonable

traveling expenses.

- (b) Any person made a party to any action or proceedings by reason of the fact that he, his testator or intestate, is or was a trustee, other officer, agent or servant of CDSS, or of any committee on which he served as such at the request of CDSS, shall be indemnified by CDSS against the reasonable expenses, including the attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such trustee, manager, secretary, or other officer, agent or servant is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such trustee, officer or employee may be entitled. None of the provisions hereof shall be construed as a limitation upon the right of the Board to exercise its general power to enter into a contract: or undertaking of indemnity with or for the benefit of any trustee, manager, secretary, or other officer, agent or servant in any proper case not provided for herein.
- (c) No trustees or other officer of the Board shall be liable for the acts, receipts, neglects or defaults of any other trustees or officer or for joining in any receipt or other act for conformity, or for any loss or expense happening to CDSS through the insufficiency or deficiency of title to any property acquired by order of the trustee for or on behalf of CDSS or for the insufficiency or deficiency of any security in or upon which any of the monies of the Board shall be invested, or for the loss or damage arising from the bankruptcy or insolvency or tortious act of any person with whom any monies, securities or effects shall be deposited or for any loss occasioned by an error or judgment or oversight on his part or for any other loss, damage or misfortune whatever which, shall happen in the execution of the duties of his office or in relation thereto, unless the same happen through his own dishonesty, unless it is otherwise provided in a contract of service with such director or officer.
- (d) The Board shall, subject to the terms and conditions set out herein, keep in force a policy of insurance for the purpose of indemnifying the Board and its employees and respective claims for damages for death or personal injury, and secondly, for damage to school buildings and equipment.

38. OFFICIAL SEAL

The seal of the school system shall at all times be in the

custody of the secretary of the board. The seal shall consist of the seal in form as imprinted hereon.

BY-LAW NO. I

By-Law No. 1, attached hereto, shall be in effect from the adoption of this constitution, until changed in accordance with Article 38.

(a) Interpretation: In this By-Law;

"constituent student" means a student enrolled at CDSS whose membership is on the books of a member church or company or who is under the care and control of a person whose membership is on the books of a member church or company;

"independent student" means a student enrolled at CDSS who is not a constituent student;

"constituent student of that member" means a constituent student that a member acknowledges it is responsible for;

"projected church subsidy" means the total amount projected each year by the board for contribution by members;

"projected ordinary capital cost" means the total amount projected each year by the board for normal and ordinary capital improvements;

"projected ordinary operating cost" means the total amount projected each year by the board for normal and ordinary operating expenses;

"projected conference subsidy" means the total amount projected each year by the board for contribution by the Alberta Conference of Seventh-day Adventists, exclusive of benefits accruing to conference educational workers.

"current school year's enrollment" means total student enrollment in the CDSS at January 1st of the particular year.

(b) Annual Assessment: The contribution of the members to the financial support of the school (projected church subsidy) shall be determined annually as follows:

(i) The board shall prepare and present to the constituency a budget which shall contain a statement of all projected sources of revenue to the board excluding the projected church subsidy, a statement of the projected ordinary operating expenses and projected ordinary capital cost, and a statement of the projected surplus or deficit for the next fiscal year.

(ii) Should the budget for the next fiscal year project a deficit the board shall request from the members at least that specific level of financial support which will permit the board to operate a basic minimum program without financial loss for the next fiscal year. In the event that the specific level of support which the members agree to provide is less than the minimum required, placing the budget in a projected deficit, the board shall call for a vote of elected and voting delegates at the annual general meeting to approve the operation of the school during the next fiscal year with the anticipated deficit. At no time shall the board operate the school when a deficit is anticipated unless approval is granted by majority vote at the annual general meeting and by the Alberta Conference of Seventh-day Adventists.

(iii) The annual assessment, on a calendar year basis, of a member shall be as follows;

Annual Assessment =  $\frac{1}{3}$  (A + B + C) X total projected church subsidy

Where ratios A, B, and C for each church or company is calculated as follows:

A =  $\frac{\text{Number of Constituent students at November 30}}{\text{Total Number of Constituent students at November 30}}$

B =  $\frac{\text{Number of Constituents at November 30}}{\text{Total Number of Constituents at November 30}}$

C =  $\frac{\text{Tithe Contribution of Constituents Dec.1 to Nov.30}}{\text{Total Tithe Contribution Dec.1 to Nov.30}}$

All funds shall be due and payable in 12 equal monthly installments on the first day of each month.

(c) Tuition Fees:

(i) each constituent student shall pay tuition as scheduled annually by the board;

(ii) each independent student shall pay tuition based upon the following formula;

TUITION = (tuition payable by a constituent student) + (projected church subsidy + projected conference subsidy + past years' enrollment).

(d) It shall be the responsibility of the chairman of the board to inform the members of minimum annual fees and/or assessments prior to December 31st in each year.