

**OBJECTS AND BY-LAWS OF THE  
STUDENT TRANSPORTATION ASSOCIATION OF ALBERTA**

**The Objects of The Student Transportation Association of Alberta shall be:**

1. To promote and foster safety and efficiency in the provision of student transportation service within the Province of Alberta.
2. To cooperate with existing allied industries and/or associations for the advancement of student transportation.
3. To promote the general welfare of the Association and members through and by such means as the Association shall from time to time determine.
4. To promote standardization of school bus specifications with due regard for differences in geographical areas through the office of the Association and other recognized groups.
5. To act as a lobby group to Government to press for changes in the applicable Government Acts or Regulations which the Association deems beneficial to the safety and efficiency of the busing of school children in Alberta.

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**DEFINITIONS:**

- Executive: The Executive shall be comprised of Officials, Directors and Appointees.
- Association: The Association will be defined as the members of the Student Transportation Association of Alberta.
- Officials: An Official is defined as those representing the office of President, Past President, Vice President and Treasurer.
- Directors: Shall be defined as those persons elected at zone level to represent each of the five zones.
- Appointees: An Appointee may include an Urban Representative, representing the city school jurisdictions of Alberta, Operation Lifesaver, CSA/D250 Representative and a Federal Representative from Aboriginal Affairs and Northern Development Canada.
- Mail: Mail will mean in writing by regular mail or electronic mail.

**Article I: STATUS**

- Section 1: Effective April 30<sup>th</sup>, 1992, this organization shall be known as the "Student Transportation Association of Alberta."
- Section 2: The location of the principal office of the organization shall be the address of the Executive Director.

**Article II: MEMBERSHIPS**

Section 1: Full Membership

Any person engaged in an administrative position in the province of Alberta employed by a school authority or Government agency, excluding Government of Alberta employees, with responsibility for student transportation service shall be eligible to become a Member of this Association.

Full Members in good standing shall be entitled to one vote at all meetings of the Association.

Life Membership

Life membership may be conferred upon any person who has been an active member of the Association for at least ten years and/or who has, in the opinion of the Executive, rendered distinguished service to the Association.

Life Members shall have no voting rights and shall not be permitted to hold office.

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Section 2: Membership of any member may be terminated by:

1. Voluntary withdrawal as herein provided, or otherwise as may be provided in the bylaws. The right of a member to vote and all other rights, privileges and interests of members in or to the Association, its rights, privileges and property shall cease upon termination of membership. Any member may withdraw from membership on not less than sixty (60) days notice in writing to the Association.
2. Expulsion of such members by order of the Executive upon sixty (60) days written notice for failure to pay or cause to be paid any amount owing this Association for dues, or any other account whatsoever.
3. Any member expelled shall have the right to appeal to the membership at the next General meeting.

The membership year shall run from May 1<sup>st</sup> to April 30<sup>th</sup> and any member who has not renewed his membership by May 31<sup>st</sup> in each year shall be deemed to have resigned.

**Article III**

**VOTING**

Section 1: Voting by Proxy is not permitted.

Section 2: Where circumstances do not allow for a meeting, the Executive may direct that a mail-in vote, vote by facsimile or by means of electronic transmission, including, but not limited to electronic mail will be taken on any matter that requires the approval of the regular membership.

Upon the expiry of the specified time the ballots shall be counted by the Executive Director in the presence of not less than two full members of the Association in good standing. At least 30% of the full membership must return properly marked ballots for a vote to be considered. To pass a Special Resolution at least 75% of the returned ballots must be affirmative.

The results of the mail and/or electronic ballot shall be mailed or electronically forwarded forthwith to each full member of the Association.

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**Article IV:                    EXECUTIVE OFFICERS AND RESPONSIBILITIES**

Section 1:                    Board of Directors, Executive Committee or Board shall mean the Board of Directors of the Association and herein after be referred to as “the Executive”.

Section 2:                    The Executive of the Association shall consist of:

President  
Past President  
Vice President  
Treasurer  
Zone Directors  
Appointees

Section 3:                    Any member of the Executive, upon a majority vote of all members in good standing at a duly convened meeting may be removed from office for any cause which the Association may deem reasonable.

Section 4:                    Only Association members with full membership status are eligible for election to the Executive. Each of the said Executive Officers shall hold office for a term of two (2) years or until their successor is elected. Elections for Executive Officers will be conducted at the Annual General Meeting when required.

Section 5:                    The President shall be limited to two (2) consecutive full terms of office. At the end of the second term, the President shall resign and become Past President. Following a term as Past President, a member will again be eligible to run for the office of President.

Section 6:                    The President shall preside at all meetings of the membership and the Executive and shall have general supervision of the affairs of the Association. The President is responsible for chairing all meetings and ensuring the procedures are properly recorded.

Section 7:                    The Past President will act as advisor to the Executive, to ensure continuity of Association activities and shall have a vote at the Executive Meetings.

Section 8:                    The Vice-President shall discharge the duties of President in the absence or disability, for any cause whatsoever, of the latter, and in addition, such other duties as may from time to time be prescribed or delegated by the President.

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Section 9: The Treasurer shall receive, or cause to be received, all monies paid to the Association and shall promptly deposit them, or cause them to be deposited, to the credit of the Association, in such bank, credit union, or treasury branch and the Executive shall, from time to time direct. The Treasurer shall properly account for the funds of the Association, and keep, or cause to be kept, such books as directed by the Executive. The Treasurer shall present a full detailed account of the receipts and disbursements of the Association to each meeting of the Executive and shall prepare a statement, duly audited, of the financial position of the Association for presentation to the Annual General Meeting. The Treasurer shall prepare, in conjunction with the Executive, a budget for presentation to the Annual General Meeting.

The Treasurer is responsible to file the Annual Report as prescribed in the Societies Act and submit a copy to the Executive Director to be kept with the records of the Association.

Section 10: There shall be five (5) Zone Directors each representing a Region as established by the Association.

The Executive may also include an Urban Representative, representing the city school jurisdictions of Alberta, Operation Lifesaver, CSA Representative and a Federal Representative, representing Aboriginal Affairs and Northern Development Canada.

Section 11: The affairs of this Association shall be managed by the Executive who will have responsibility for full care and management of the property, affairs and business of this Association.

Section 12: 1. The Executive shall have the power and authority to expend funds of the Association as deemed necessary.

2. Any expenditure in excess of \$1000.00 shall need a two-thirds (2/3) affirmative vote of a quorum of the executive prior to the expenditure.

Section 13: An Executive Member may resign at any time by filing a written resignation with the President and said resignation shall be effective from the filing thereof, unless a later date fixed by its term.

Section 14: The Executive shall meet annually and from time to time thereafter as herein provided:

The Executive shall meet within 90 days following the Annual General Meeting to induct the elected officers as provided in Article V.

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**Article V:                    ELECTION OF EXECUTIVE OFFICERS**

- Section 1:                    The Executive shall nominate candidates for Executive Office, including President, Vice-President, and Treasurer at the mid-winter Executive meeting, prior to the expiry of a term of office. Zone Directors are elected by their zone members.
- Section 2:                    Independent nominations for Executive Officers may also be made by individual members from the floor at the time the Executive presents a slate to the Annual General Meeting.
- Section 3:                    The officers of the Association shall be elected by the Membership as determined under Article III, Section 1.
- Section 4:                    Vacancies of the President, Vice-President or Treasurer from any cause whatsoever shall be filled by an Executive Member until an election can be held at the next General Meeting.
- Section 5:                    Any member of the Executive shall automatically cease to hold office upon ceasing to be a member of the Association.

**Article VI                    BORROWING POWERS**

For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of a special resolution of the Association.

**Article VII:                    AUDITING**

The books, accounts and records of the Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association elected for that purpose by the Executive prior to the Annual General Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual General Meeting of the Association. The fiscal year shall be from the 1st of May to the 30<sup>th</sup> of April of the following year.

The books and records of the Association may be inspected by any member of the Association at the Annual General Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Executive shall have access to such books and records.

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**Article VIII:            REMUNERATION**

The Executive shall not be compensated for their services. Ordinary and necessary expenses incurred in the conduct of the Association's business may be reimbursed.

**Article IX:            EXECUTIVE DIRECTOR**

The Executive shall hire an Executive Director subject to the terms and conditions of a negotiated contract.

The Executive Director shall keep complete and permanent records of all proceedings of the General and Executive Meetings and shall forward all records to the President and Vice President for verification. He/she shall, in addition keep records of the Association and shall systematically keep all papers and documents belonging to the Association or in any way pertaining to the business thereof. Bank statements shall be forwarded to the Executive Director for review and signature. He/she will then forward them to the Treasurer.

**Article X:            MEMBERSHIP MEETINGS**

Section 1:            The Executive may designate any place in Alberta as the place of meeting for any annual or special meeting.

Section 2:            The Annual General Meeting of Membership shall be held on a date to be fixed annually by the Executive and it shall be the duty of the Executive Director to give thirty (30) days notice in writing via regular or electronic mail of such meeting to all Members in good standing.

Section 3:            The Executive may call a Special Meeting of the Association when deemed necessary to consider urgent matters which cannot be held over until the Annual General Meeting. Special meetings will be convened in the same manner as required in calling an Annual General meeting.

Section 4:            A quorum at all meetings shall be 30% of the members entitled to attend.

**Article XI:            RULES OF ORDER**

Unless stated otherwise in these By-Laws, Robert's Rules of Order shall be the parliamentary authority of this Association.

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**Article XII:**                    **MODE OF AMENDMENT**

These Articles may be amended at any time in accordance with the definition of Special Resolutions as defined in the Societies Act.

To pass a Special Resolution at least 75% of the returned ballots must be affirmative.

**Article XIII:**                    **CUSTODY AND USE OF THE CORPORATE SEAL**

1. The seal of the Association shall be kept at the Association's office.
2. The seal of the Association shall be affixed to any documents required to be under seal, in the presence of the President or the Vice President, and the Treasurer who have the authority to use the seal.

**Article XIV:**                    **INDEMNIFICATION AND LIABILITY**

Except in respect of any action by or on behalf of the Association or body corporate procure a judgment in its favor, the Association will indemnify any director or officer of the Association, a former director or officer of the Association or a person who acts or acted at the association's request as a director or officer for a body corporate of which the Association is or was a member or creditor, and his heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by him in respect of any civil criminal or administrative action or proceeding to which he is made a party by reason of being or having a director or officer of the Association or body corporate, if;

- a) They acted honestly and in good faith with a view to the best interests of the Association; and
- b) In the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, they had reasonable grounds for believing that their conduct was lawful.