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# MAGNOLIA COMMUNITY CLUB (1978) – BYLAWS

DR  
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## 1. TERMS OF ADMISSION OF MEMBERS:

- a) Anyone of legal age and living in Alberta may become a member upon payment of a yearly Membership fee.
- b) Membership fees are non-transferable.
- c) Membership fees to be reviewed yearly and determined by the members at the Annual General Meeting.
- d) Any member wanting to withdraw from membership may do so upon notice in writing or email to the Board through its Secretary. If any member is in arrears for fees or assessments for any year, such member shall be automatically 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 society until reinstated.

## 2. RIGHTS AND PRIVILEGES OF MEMBERS:

Any member of good standing is entitled to:

- a) Receive notices of the Annual General Meeting (AGM) of the society.
- b) Attend any meeting of the society.
- c) Speak at any meeting of the society.
- d) Exercise other rights and privileges given to members in the Bylaws.



## 3. MAKING BYLAW OR RENTAL RATES AND CONDITIONS CHANGES:

- a) Bylaws can only be changed at the Annual General Meeting or Special Meeting called for making changes to the Bylaw or rental agreement rates or conditions.
- b) At least thirty (30) days' notice to general membership is required of changes proposed to bylaws or the rental agreement rates or conditions. Notice may be through circulation at a monthly meeting or posting in other reasonable ways for members to view.

## 4. VOTING RIGHTS

- a) A paid member is entitled to a vote at an Annual General Meeting or Special Meeting if they are in good standing with the society and only by attending the Annual General Meeting or Special Meeting.
- b) Memberships purchased prior to or at a regular monthly or at an Annual General Meeting entitles members to vote at the next duly called Annual General Meeting or Special Meeting. An active member who renews their membership can vote at the same meeting.
- c) Only Board Members can vote at monthly board meetings.

## 5. RESIGNATION OF MEMBER / BOARD MEMBER:

A member or Board member may resign by informing the Board in writing or email to the Secretary.

## 6. SUSPENSION / EXPULSION OF MEMBER

The Board, at a Special Meeting called for this purpose, may suspend a member's membership or expel a member for one or more of the following reasons:

- a) If the member has failed to abide by the Bylaws.
- b) If the member has disrupted meetings or functions of the society.
- c) If the member has done anything judged to be harmful to the society.

## **7. REENTRY OF A MEMBER SUSPENDED OR EXPELLED:**

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Upon review of the Board, a member can be re-instated.

## **8. What is an ACTIVE MEMBER?**

- a) He / she has paid their membership fees for at least one year.
- b) He / she has not been suspended or expelled for any of the reasons listed in #6.
- c) An active member is one who participates in one or more of the following:
  - i) Donated food or supplies for a social function.
  - ii) Has done volunteer work at a social function.
  - iii) Undertaken hall and / or grounds clean-up or repair during the year.
  - iv) Regularly attended society meetings during the year.
  - v) Attended a society-sponsored function during the year.
  - vi) Supports the society and its activities in good faith and representation.

## **9. ACTIVE MEMBERS shall be rewarded as follows:**

- a) Receive notice of all society events.
- b) Will receive priority booking of society hall and property for any uncommitted dates.

## **10. NON-ACTIVE MEMBERS:**

Those who pay their membership but do not meet all the requirements set out in #8.

## **11. MEMBER IN GOOD STANDING:**

Those who pay their membership, may not have met the requirements set out in #8, but have not been suspended or expelled; may be an active or a non-active member.

## **12. LIFETIME MEMBERS**

An individual may become a Lifetime Member if the voting members at the Annual General Meeting pass a resolution recognizing the contributions of the individual to the society or its objectives.

## **13. MEETINGS**

- a) This society shall hold an Annual General Meeting on or before the 15<sup>th</sup> of March of each year, of which due notice shall be given to all members by telephone or some other means of communication such as email or publication in a local paper, including the purpose of the meeting.
- b) At this meeting a President, Vice-President, Secretary, and Treasurer, known as the Executive Committee, shall be elected.
- c) At this meeting, the Board of Directors shall be elected and is to ideally consist of seven to twelve members in good standing.
- d) The schedule of Board Meetings is to be decided upon by the Board at the Annual General Meeting.
- e) If a member leaves their position within their term, that position can be filled by the Board until the next Annual General Meeting or a Special Meeting is called.

## **14. AGENDA FOR THE ANNUAL GENERAL MEETING:**

- a) Adopting the Agenda.
- b) Adopting the minutes of the previous year's Annual General Meeting.
- c) Review / possible revisions, and adoption of the society's bylaws.



d) President's report.

e) Reviewing the financial statements setting out the society's income disbursements, assets and liabilities and the Auditor's Report.

f) Appointing the auditors for the current year's audit.

G) Electing the Executive.

H) Electing the required members to the Board of Directors.

I) Considering matters specified in the Meeting Notice.

J) Potential of having a guest speaker.

#### **15. SPECIAL MEETINGS:**

a) Special Meetings may be called at any time by written request from at least half of the Board or at least one-third (1/3) of the voting members.

b) Members are to be notified of Special Meetings by telephone or some other means of communication such as email or publication in a local paper, including the purpose of the meeting.

#### **16. QUORUM**

a) Attendance by 50% +1 of board members at board meetings is considered a Quorum.

b) Attendance by 15% of the Membership at the Annual General Meeting or Special Meeting is considered Quorum.

c) When a Quorum is not met at the Annual General Meeting or Special Meeting, the meeting will reconvene the following week on the same day and time and members in attendance will be considered a Quorum.

#### **17. BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE RESPONSIBILITIES:**

a) Attend at least 50% of all board meetings, not missing more than 2 consecutive meetings without prior board approval or notification.

b) Promoting the objectives of the society.

c) Promoting membership in the society.

d) Maintaining and protecting the society's assets and property.

e) Ensuring all expenses for operating and managing the society are paid.

f) Ensuring persons are paid for their services and protecting persons from debts of the society.

g) Investing any extra monies.

h) Ensuring funds for the operations of the society through fundraising functions.

i) Approving all contracts for the society.

j) Making policies, rules and regulations for managing and operating the society and its facilities and assets.

k) Maintaining all accounts and financial records for the society.

l) Appointing legal counsel.

m) Investigating all grievances.

n) Ensuring the ability to communicate with each other by email is strongly recommended, for both within and outside of the board.

o) Any other duties set out by the society.

## **18. SALARIES AND EXPENSES**

a) No person holding Executive Office, or a member of the Board will be paid a salary.

b) Only expenses incurred while performing their duties on behalf of the Magnolia Community Club and approved by the Board will be reimbursed.

## **19. REMOVAL OF DIRECTORS OR EXECUTIVE COMMITTEE:**

If a Director or member of Executive Committee has not performed his / her duties as listed in #17 they may be asked by the remaining Board Members and Executive Committee to tender their resignation.

## **20. EXECUTIVE COMMITTEE:**

a) Is responsible to the Board of Directors.

b) Consists of President, Vice-President, Treasurer and Secretary.

## **21. PRESIDENT / VICE-PRESIDENT**

a) The President shall be ex-officio member of all committees. He / she shall, when present, preside at all meetings of the society and of the Board.

i) The board has the ability to appoint a chair for board meetings as an alternative to the President.

c) In the absence of the President, the Vice-President shall preside at any such meetings if a chair has not been previously appointed.

d) The President shall ensure that all business of the society is conducted in a manner that achieves the objectives of the society, this may include:

i) Corresponding with government bodies and other organizations.

ii) Delegating tasks and responsibilities to other Executive Committee members or members of the Board.

## **22. SECRETARY**

a) It shall be the duty of the Secretary to attend all meetings of the society and of the Board and to keep accurate Minutes of the same.

b) In the absence of the Secretary, his / her duties shall be charged to a member of the Board as may be appointed by the Board.

c) The Secretary shall have charge of all correspondence of the society, memberships and their addresses, send all notices of various meetings as required, and shall collect and receive annual membership fees and assessments levied by the society; such monies to be promptly turned over to the Treasurer for deposit in a chartered bank as hereinafter required.

## **23. TREASURER**

a) Shall receive all monies paid to the society and shall be responsible for the deposit of same in whatever bank the Board may order.



b) He / she shall properly account for the funds of the society and keep such books as may be directed.

c) He / she shall present a full detailed account of receipts and disbursements to the Board at monthly meetings and whenever required to do so.

d) The Treasurer shall prepare for submission to the Annual General Meeting a financial statement, duly audited (17e), of the financial position of the society and submit one copy to the Secretary for the records.

e) The Office of Secretary-Treasurer may be filled by one person if a motion at the Annual General Meeting is passed to do so.

#### **24. INSPECTION OF BOOKS:**

The minute books, Treasurer's books and records of the society may be inspected by any Member in Good Standing, upon notification and arranging a time with the President or Secretary with at least 72 hours' notice. This inspection can only take place at the Magnolia Community Hall or as otherwise approved by the Executive.

#### **25. SIGNING AUTHORITY**

- a) All cheques must contain two of three eligible signatures. Eligible signatories are Executive or Board Members who have been previously nominated and endorsed by the Board. Any two of the above have the authority to sign cheques. Signatories cannot sign a cheque made payable to themselves, cannot be from the same household or a blank cheque.
- b) All contracts of the society must be signed by the President or other person authorized to do so by resolution of the Board.
- c) On-line banking will be supported for payments of utility and telephone bills and receipt of e-transfer payments. On-line banking of other payments are to be brought forth at each regular board meeting, prior to payment and two of the three signatories authorize the payments.

#### **26. PROTECTION AND INDEMNITY:**

- a) Each Director or Officer holds office with protection from the society. The society indemnifies each Director or Officer against all costs and all charges that result from any act done in his / her role from the society. The society does NOT protect any Director or Officer from acts of fraud, dishonesty or bad faith.
- b) No Director or Officer is liable for acts of any other Officer or Director. No Director or Officer is responsible for any loss or damage due to the bankruptcy, insolvency or wrongful act of any person, firm or corporation dealing with the society. No Director or Officer is liable for any loss due to an over sight or error in judgement or by an act in his role for the society unless the act is fraud, dishonest or in bad faith.
- c) Directors or Officers can rely on the accuracy of any statement or report prepared by the society's auditor. Directors or Officers are not held liable for any loss or damage as a result of acting on that Statement or Report.

#### **27. DISTRIBUTING ASSETS AND DISSOLVING THE SOCIETY:**

- a) The society does not pay any dividends or distribute its property among its members.
- b) If the society is dissolved, after paying all debts, any funds or assets remaining are to be paid to a non-profit organization or society, registered or incorporated organization by Special Resolution. In no event do any members receive any assets of the society.