

Seba Beach Seniors Golden Age Club 9079

Society Bylaws

Membership

1. Membership fee, if any, in the society shall be determined, from time to time, by the members at a general meeting.

Classes of Membership:

A Regular Member being any person of the full age of fifty years residing in Alberta who becomes a member upon payment of the set fee.

An Honorary Member being any person who, on recommendation of the Board of Directors, is granted the rights and privileges of membership except the right to vote and hold office until such time as they reach the full age of fifty years. Honorary membership is granted by a $\frac{3}{4}$ majority vote of those present at a general meeting.

2. Any member wishing to withdraw from membership may do so upon a notice in writing 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.

Any member, upon a majority vote of all members of the society in good standing, may be expelled from membership for any cause which the society may deem reasonable.

Board of Directors

3. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.

4. The Board shall, subject to the by-laws or directions given it by majority vote at any general meeting properly called and constituted, have full control and management of the affairs of the society. Meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President.

A special meeting of the Board may be called on the instructions of any two members thereof provided they request the President in writing to call such meeting and state the business to be brought before the meeting.

Meetings of the Board shall be called by ten days' notice in writing (written or electronically) to each member or by three days' notice by telephone. Any five members shall constitute a quorum **of the Board**, and meetings may be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meetings shall be ratified at the next regularly called meeting of the Board; otherwise, they shall be null and void.

5. To remove a Director (Board Member), a **general** meeting of the Society must be called, and members are to be notified by letter informing them of the reason for the meeting. **The notification must be** delivered to the last known address of each member (written or electronically) eight days prior to the meeting. It will require a majority of 2/3 of members attending to vote for removal. **The Board Member in question must also be notified in writing eight days prior to the meeting** that they will be voted on upon during said meeting.

President

6. The President shall be ex-officio a member of all Committees. They shall, when present, preside at all meetings of the Society and of the Board. In their absence the Vice-President shall preside at any such meetings. In the absence of both, the Past President shall preside and in the absence of the three, a chairman may be elected by the meeting to preside thereat.

Secretary

7. 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. The minutes shall be authenticated by the signature of (written or electronically) by the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, their duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and Board.
8. The secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required and shall collect and receive the annual dues or assessments levied by the society. Such monies shall be promptly turned over to the Treasurer for deposit in a financial institution as required.

Treasurer

9. The Treasurer shall receive all money paid to the society and shall be responsible for the deposit of same in whatever financial institution the Board may order. They shall properly account for the funds of society and keep such books as may be directed. They shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual General Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The office of the Secretary and the Treasurer may be filled by one person if any annual general meeting for the election of officers shall so decide.

Auditing

10. 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 three members of the society elected for that purpose at 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 society. The fiscal year end of the society in each year shall be December 31st.
11. The books and records of the society may be inspected by any member of the society at the Annual 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 Board shall at all times have access to such books and records.

Meetings

12. This society shall hold an Annual General Meeting on or before the 31st of August in each year, of which meeting due notice shall be given to all members (written or electronically) a minimum of 30 days prior. At this meeting there shall be elected a President, a Vice-President, a Secretary, a Treasurer and five Directors. Upon the election of a new President the outgoing President assumes the role of Past President.
The President, Past President, Vice-President, Secretary, Treasurer and five Directors so elected shall form a board and shall serve until their successors are elected and installed.
Any vacancy occurring during the year shall be filled by appointment of an Acting Director at the next Board Meeting until the next Annual General Meeting, provided it is so stated in the notice calling such a meeting.
Any member in good standing shall be eligible to any office in the society.
13. General Meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing (written or electronically) to the last known address of each member, delivered eight days prior to the date of such meeting.
A General Meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting. Notification of which shall be by letter to the last known address of each member, delivered in the mail (written or electronically) eight days prior to the meeting.
14. Ten percent of total members in good standing shall constitute a quorum at any general meeting.

Voting

15. Any member who has not withdrawn from membership nor has been suspended nor expelled shall have the right to vote at any **general** meeting of the society. Such votes must be made in person and not by proxy or otherwise.

Remuneration

16. The functions of the society shall be carried on without purpose of gain for its members and any profits or other accretions to the organization shall be used in promoting its objects.
17. Unless authorized at any meeting and after due notice of same shall have been given, no officer, director or member of the society shall receive any remuneration for his service.
18. Directors of the society may not be paid for acting as Directors but may be reimbursed for reasonable expenses incurred in the performance of their duties. However, nothing herein would prevent a Director from acting in the capacity of an employee of the society for which they would be reimbursed.
19. In the event of the dissolution or winding-up of the society, all its remaining assets, after payment of liabilities, shall be distributed to one or more recognized charitable organizations in Canada, or a municipal government body.

Borrowing Powers

20. For the purpose of carrying out its objects, the society 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 society, and in no case shall debentures be issued without the sanction of a special resolution of the society.

Society Seal

21. The Society Seal is held by the Treasurer who, along with the President and Secretary of the Society are authorized to use the seal as required. **They shall have charge of the Seal of the society which, whenever used, shall be authenticated by the signature of the President and the Secretary, or, in the case of the death or inability of either to act, by the Vice-President.**

By-laws

22. 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 such members entitled to vote as are present in person, at a general meeting of which one month's notice (written or electronically), specifying the intention to propose the resolution as a special resolution, has been duly given.

It was moved by [REDACTED] and seconded by [REDACTED] that our By-Laws be amended to read as they now appear on pages one to five of this document.

The motion was passed by more than the required ¾'s majority.

Signed: [REDACTED], President

Signed: [REDACTED], Secretary

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Date of Amendment

17-08-2022 To be approved at the next AGM in August 2023