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Montrose Community League (1992) Bylaws

May 6, 2016

ARTICLE 1 – NAME

The legal name of the organization will be “The Montrose Community League (1992),” hereinafter referred to as “the League.” The League is incorporated under the Province of Alberta’s *Societies Act*.

ARTICLE 2 – BOUNDARIES

The Community League encompasses that portion of the City of Edmonton as noted below:

East border – middle of 58th Street

West border – City of Edmonton’s Light Rail Transit (LRT) tracks

North border – Yellowhead Trail

South border – middle of 118th Avenue

ARTICLE 3 – MEANING AND INTERPRETATION

In these bylaws, the following words and/or phrases are defined as below:

Annual General Meeting means the annual general meeting described in Article 5.

Board or the **Board of Directors** means the Executive and directors of the League’s standing committees.

Bylaws mean the bylaws of this Community League as amended.

The Community League or the League means the registered society known as the Montrose Community League (1992).

Director means any person elected or appointed to the Board, as well as any person chairing a standing committee of the League’s.

Executive means the President, the Vice-President, the Secretary, and the Treasurer.

General Meeting means the monthly meeting held by the Community League to carry on the business of the Community League.

Member means an individual or family who has paid membership fees to join the League, and remains in good standing (as outlined in Article 4)

Officer means those individuals as referred to in Article 7

Special Meeting means the special general meeting described in Article 5



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Special Resolution means

a resolution passed at a General Meeting of the membership of this Community League. There must be twenty-one (21) days' notice for this meeting. The notice must state the proposed resolution. There must be approval by a vote of 75 per cent of the voting members who vote in person;

a resolution proposed and passed as a Special Resolution at a General Meeting with less than twenty-one (21) days' notice. All the Voting Members eligible to attend and vote at the General Meeting must agree; or

a resolution agreed to in writing by all the Voting Members who are eligible to vote on the resolution in person at a General Meeting.

Voting Member means a member entitled to vote at the meetings of the League.

Words which have a special meaning assigned to them in Alberta's *Societies Act* shall have the same meaning herein, unless explicitly defined otherwise in these bylaws.

Singular phrasing can be plural if applicable.

ARTICLE 4 – MEMBERSHIP

Any resident within the stated boundaries of the Community League may become a member upon payment of the membership fee, provided the individual behaves in accordance with the League's objectives and bylaws. There are seven (7) membership categories:

Family membership: any group living in one household and acting as a single, immediate family unit.

Senior membership: any individual 65 years of age and older

Single membership: any individual 18 years of age or older.

Associate membership: a non-resident person who wishes to support the League and who has first purchased a membership in his or her home league.

- Associate members are non-voting members
- The Board may, at its discretion, define additional sub-categories of associate members. These subcategories must remain non-voting memberships but may, at the board's discretion, carry specific rights and/or privileges.

Business: any business or institution located within the defined boundaries of the League.



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- Business members are non-voting members and cannot hold office
- The business membership is valid only for the business itself.
 - Anyone working for the business – in a paid position or not – are not party to the business' or institution's membership. These individuals must get their own membership.
 - Anyone accessing, purchasing, and/or utilizing the business' or institution's programming, services, and/or goods are not party to the business' or institution's membership. These individuals must get their own membership.

Social membership: Any individual residing outside the League boundaries who is NOT a member of another accredited Edmonton community league may become a social member of the League and may hold office in accordance with Article 15.

Lifetime membership: this *honorary* membership may be conferred upon anyone, no matter where they live, who has provided service to the League for more than 15 years; was a founding member; or has made significant, positive contributions to the League. The decision for presenting life memberships will be at the discretion of the Board of Directors. No fee is charged to persons receiving a life membership.

A member in good standing has paid membership fees for the current membership year to the Community League. Any member in good standing is entitled to:

- receive notice of meetings of the League;
- attend any meeting of the League ;
- speak at any meeting of the League ;
- vote at any meeting of the League;
- inspect the records of the League with 21 days' notice;
- exercise other rights and privileges given to members in these bylaws; and,
- take advantage of membership benefits as determined by the Board.

Term

The membership year runs from September 1 to August 31 of the following year. Membership fees may be paid at any time. A membership will be valid from the date of purchase to the end of the membership year. A multi-year membership, other than lifetime memberships, is not allowed.

Fees

Membership fees in the League will be determined by the members at the Annual General Meeting.



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Membership withdrawal/termination

Any member wishing to withdraw their membership may do so by giving written notice to the Secretary. Once the notice is received, the member's name is removed from the Register of Members. The Member is no longer considered a League member on the date his name is removed from the Register of Members. No refund of membership fees, in whole or in part, will be provided.

Upon an individual's death, Community League membership ceases.

The Executive may, at any time, refuse membership to an individual or family within the League boundaries as stated and surrounding area.

By Special Resolution at a General Meeting, any member may be expelled from membership for any cause which the League may deem sufficient.

- The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the Member.
- The Board will determine how the matter will be dealt with, and may limit the time given the Member to address the Board.
- The Board may exclude the Member from its discussion of the matter, including the deciding vote. Quorum for such a hearing will be two thirds (2/3) of the Executive Officers.
- The decision of the Board is final. There is no further appeal process.

Once membership is revoked, so are membership privileges. No refund of membership fees, in whole or in part, will be provided.

ARTICLE 5 – MEETINGS

The Annual General Meeting shall be held before the end of June in each year. The Board determines the place, day and time of the meeting.

General meetings are held monthly. The Board determines the place, day and time of the meeting.

- Notice of any General Meeting shall be given to all members by the Secretary by any modern means of communication at least seven (7) days prior to such meeting.
- Five (5) members entitled to vote at such General Meetings shall constitute a quorum.
- If quorum is not present at a General Meeting within thirty (30) minutes of the start time specified in the notice, the chair must adjourn the meeting.
 - The meeting will be adjourned and rescheduled to take place seven (7) calendar days later at the same time and place. If a quorum is not present within thirty (30) minutes of



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the start time specified in the original notice, the meeting will proceed as if quorum was present with the members in attendance.

Special General Meetings shall be called at any time by the President and shall be called when a request for a Special General Meeting has been received by the Secretary or President from a minimum of 10 per cent of Community League members requesting the meeting.

Executive meetings may be called at any time by the President, and shall be called upon receipt of a written request by the President signed by not less than three (3) members of the Executive within five (5) days of the date of receipt.

- At all Executive meetings, a simple majority of the current Executive present constitutes a quorum.

Committee meetings may be called at any time by the Chairman of that committee and shall be called by the President of the League upon receipt of a written request to do so by any one (1) member of the Executive within five (5) days of the date of receipt of such request. Failing this, the Executive members themselves may convene a meeting.

- At all meetings of Committees, a simple majority of members of that committee that are present constitutes a quorum.

ARTICLE 6 – VOTING

Voting at all meetings of the League, including Executive and Committee meetings, may be by show of hands or by standing vote or by secret ballot and a majority vote shall carry except where stated otherwise in these bylaws.

Eligibility

Family members are eligible for up to two (2) votes per household.

Senior members are eligible for up to

two (2) votes per household if members are married or common-law

one (1) vote per household if they are single

Single members are eligible for one vote per household.



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ARTICLE 7 – OFFICERS

The League shall have the following Officers:

- President
- Vice-President
- Secretary
- Treasurer

In all matters, the Immediate Past President shall be considered to be an Officer and member of the Executive unless that individual resigns as such.

The duties and powers of the Officers are as follows:

President

- When present, presides at all meetings of the League.
- Is an ex-officio member of all committees, except the nominating committee
- Supervises all activities and affairs of the League.
- acts as the spokesperson for the Society or appoints a designate;
- Report on all decisions made and actions taken by the Executive since the last General Meeting.
- Sign such papers as are required by his office or as instructed to do so by the League.
- Appoint a Chief Scrutineer, whenever the occasion requires the collecting and counting of ballots, who shall be in charge of any sub-committee of scrutineers.
- Perform other duties as specified in the Community League's policies and procedures.

Vice-President

- Presides at meetings in the President's absence.
- Replaces the President at various functions when asked to do so by the President or the Board.
- Is a signing authority for the League.
- Perform other duties as specified in the Community League's policies and procedures.

Secretary

- Attends all meetings of the League.
- Keeps accurate minutes of these meetings.
- Has charge of minute book and other records.
- Makes and provides copies of appropriate minutes to meetings of the League and Board.
- Has charge of the League's correspondence under the direction of the President and the Board;



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- Files changes in the Registered Office and Board members of the League with the Corporate Registry, Alberta Gaming and Liquor Commission, Edmonton Federation of Community Leagues, and City of Edmonton.
- Files amendments to the bylaws with the Corporate Registry.
- Keeps the Seal of the League.
- Makes sure all notices of various meetings are sent.
- Performs other duties as specified in the Community League's policies and procedures.

Note: In case of absence for any reason, the duties of the Secretary shall be discharged by any such member as may be appointed by the President.

Treasurer

- Makes sure all monies paid to the Society are deposited in a chartered bank, treasury branch or trust company chosen by the Board.
- Makes sure a detailed account of revenues and expenditures is presented at every Board and General Meeting.
- Makes sure an audited statement of the financial position of the Society is prepared and presented at the Annual General Meeting.
- Chairs the Finance Committee of the Board.
- Is a member of the Executive Committee.
- Performs other duties as specified in the Community League's policies and procedures.

Election

All Officers shall be elected by a vote of Community League members at the Annual General Meeting each year and shall assume office at the adjournment of the Annual General Meeting.

Term

All officers elected to office will hold that position for a term one year.

ARTICLE 8 – COMMITTEES

1. The League will have such standing committees as are required for its functioning and provided for in these bylaws
2. The Executive Committee
 - a. Will operate in accordance with its Terms of Reference as approved by the Board and will abide by the requirements of these bylaws
 - b. Will meet at least four (4) times per year.
 - c. Is responsible for
 - i. Overseeing the day-to-day operations of the League;



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- ii. Coordinating League strategic planning;
 - iii. Drafting, reviewing, and recommending contracts of the League;
 - iv. Authorizing budgeted-for expenditures in accordance with League policy; and
 - v. Other duties as assigned by the Board.
 - d. Will include the President, Vice President, Secretary, and Treasurer as voting members.
 - e. May include additional members appointed by the Board and those members will be non-voting on the Executive.
- 3. The Finance Committee
 - a. Will operate in accordance with its Terms of Reference as approved by the Board and will abide by the requirements of these bylaws
 - b. Will meet at least two (2) times per year.
 - c. Is responsible for
 - i. Reviewing the audited financial statements of the League;
 - ii. Advising the Treasurer on the development of the budget, and other financial matters;
 - iii. Coordinating the League's fundraising efforts; and
 - iv. Other duties as assigned by the Board.
 - d. Will include
 - i. The Treasurer as Chair;
 - ii. The President; and
 - iii. Other members as defined by the Committee Terms of Reference.
- 4. The Nominating Committee
 - a. Will operate in accordance with its Terms of Reference as approved by the Board and will abide by the requirements of these bylaws.
 - b. Will meet at least once per year.
 - c. Is responsible for overseeing the nomination process for the replenishment of the Officers of the League at the Annual General Meeting.
 - d. Will include
 - i. An Officer as Chair; and
 - e. Other members as defined in the Committee Terms of Reference.
- 5. The Board may establish Special Committees additional to those specified in these bylaws. These committees will carry out the functions and otherwise act in accordance with such resolutions and Terms of Reference as may be passed by the Board of Directors or at a General Meeting.
- 6. A terms of reference will specify, at minimum
 - a. The Duties of the Chair
 - b. The name of the committee
 - c. The purpose of the committee
 - d. The requirements for membership in the committee
 - e. How the committee calls and provides notice of meetings
 - f. Who is eligible to attend committee meetings
 - g. How the committee appoints new members
 - h. What the term of membership on the committee is



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- i. The number of members of the committee
- j. The method by which the committee removes members

ARTICLE 9 – FINANCIAL MATTERS

The fiscal year of the League shall be from July 1 to June 30 of the following year.

Financial records shall be audited at least once a year by a duly qualified accountant or by two (2) members of the League who are not Officers of the League and who are elected for that purpose at a General Meeting.

Financial records will be open to inspection at the Community League Hall by any member, the Board of Directors, or by any other government agency upon 21 days' notice of request to the Treasurer.

For the purpose of carrying out its objects, the League 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. This can only occur under the authority of the League, and in no case shall debentures be issued without the sanction of a Special Resolution of the League.

The Board or Officers/Directors may open one or more accounts, designate signing officers and generally execute all documents connected with the transaction of the League's business with any chosen Chartered Bank, Trust Company, Treasury Branch, or Credit Union.

All funds belonging to or entrusted to the League shall be deposited in a chartered bank of Treasury Branch and shall only be withdrawn by a cheque or cheques bearing the signatures of the approved signing officers except in cases where petty cash funds have been approved of.

For the purpose of carrying out its objectives, the League may draw, make, accept, endorse, discount, execute and issue cheques, promissory notes and bills of exchange, but only to the extent authorized by resolution of the Board of Directors.

The annual statement in the form of a balance sheet required to be filed with the Registrar of Companies pursuant to Alberta's *Societies Act* shall be audited and signed by the auditor or by two (2) Officers of the League other than the Treasurer and a copy forwarded to the Edmonton Federation of Community Leagues who shall retain it.

No member, director or officer will receive any remuneration for his/her services. Reasonable expenses, with presentation of receipts, incurred while performing the League's business may be reimbursed upon Board approval.



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Signing Officers:

All bills, notes, cheques, debentures and other papers and documents which pertain to the finances of the League (as distinct from the finances of any Special Standing Committee) shall be signed by the Treasurer and counter-signed by either the President or Secretary.

All other contracts and documents requiring execution by the League (as distinct from business of any Special Standing Committee) shall be signed by the President and/or Secretary or as determined by resolution thereof.

No Signing Officer will sign cheques issued in favour of him or herself, or anybody related to him or herself.

Signing Officers shall not live in the same household, nor shall they be related.

ARTICLE 10 – OFFICIAL SEAL

The Board may adopt a seal as the Seal of the Community League

- (a) There are two (2) Seals of the League, which shall be identical duplicates.
- (b) The Secretary and the Treasurer shall each have custody of one of the two (2) Seals of the League.
- (c) All bills, notes, cheques and other financial and legal papers and documents which pertain to the finances and legal operation of the League shall be signed by the approved signing officers and the seal of the League shall be affixed thereto.

ARTICLE 11 – AMENDMENTS TO BYLAWS

These bylaws shall not be rescinded, altered or added to except by special resolution.

Proposed amendments to these bylaws shall be in writing and submitted to the Secretary of the League at least forty-five (45) days prior to the date of presentation to the next General meeting or the League's Annual General Meeting as special resolution.

Upon approval of such amendments, they shall come into effect immediately upon filing and approval of the Registry of Corporations.

ARTICLE 12 – LIQUIDATION AND DISSOLUTION

Upon dissolution of the Community League, all real property, fixtures, and liquid assets remaining after the payment of any debts, will become the property of the Edmonton Federation of Community Leagues. Should the Edmonton Federation of Community Leagues refuse the property, such property will pass to the City of Edmonton, pursuant to the tripartite lease agreement.



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ARTICLE 13 – GENERAL

The Executive may set, alter, and rescind policies and procedures of the Community League provided such policies and procedures are consistent with these bylaws.

The League shall maintain its membership in the Edmonton Federation of Community Leagues at all times.

In total, social members may not hold more than twenty (20) per cent of the offices of the League.

ARTICLE 14 – PARLIAMENTARY AUTHORITY

The procedures laid down in “Roberts Rules of Order,” in its most current edition, shall guide the conduct and procedures at all Community League meetings, provided that they are consistent with these bylaws or requirements of Alberta’s *Societies Act*.