

BYLAWS OF THE EAST VILLAGE SENIORS ASSOCIATION

ARTICLE 1 - PREAMBLE

This document is the general Bylaws of the **East Village Seniors Association** otherwise known as **EV-SA**. These bylaws govern and regulate the affairs of the **East Village Seniors Association**.

A copy of these Bylaws are to be available to any member in good standing upon request.

ARTICLE 2 - DEFINING THE BYLAWS

NAME The name of the Society shall be the **East Village Seniors Association**.

LOCATION The **East Village Seniors Association** shall be located in the City of Calgary in the Province of Alberta.

DEFINITIONS - These Bylaws are to be interpreted broadly and generously.

In these Bylaws the following words have these meanings:

- 2.1 **'EVSA'** shall mean **East Village Seniors Association**.
- 2.2 **'Senior'** shall mean any person 55 years of age or older
- 2.3 **'Association'** shall mean an association or society consisting of individuals who are 55 years old or older with or without disabilities and are classified for government purposes as low income.

- 2.4 **'Executive'** shall mean the governing body of **EV-SA** consisting of President, Vice President, Secretary, Treasurer, and two Committee Directors , all of whose roles and responsibilities are described in By-Law No.
- 2.5 **'General Meeting'** shall mean an Association meeting of the General Membership assembled at an Annual General Meeting or Special General Meeting.
- 2.6 **'General Membership'** shall mean all members of the Association who are have paid the prescribed fee and are in good standing .
- 2.7 **'Special Meeting'** shall mean a meeting for the membership held to deal with an urgent or unusual matter that cannot wait until the Annual general Meeting.
- 2.8 **' Executive Meeting'** shall mean a meaning of the Executive that will meet at scheduled monthly times as well as special times deemed necessary such as in times of emergency.
- 2.8 **'Good Standing'** shall mean exhibiting an accepted state of behavior that is not detrimental to the normal functioning of association business and is not susceptible to suspension or termination of membership.
- 2.9 **'Quorum'** shall define the acceptable number of members acceptable to hold and conduct a meeting and have its conclusions upheld.
- 2.10 **'Suspension'** shall mean a suspension of a Members rights and privileges for a minimum period of 30 days.
- 2.11 **'Expulsion'** shall mean termination of membership rights due to circumstances deemed worthy of termination by the Executive.

ARTICLE 3 - OBJECTS OF THE ASSOCIATION

- 3.1 The Objects of the Association are those detailed in the Articles of Incorporation as per the provincial *Societies Act*.

ARTICLE 4 - MEMBERSHIP

4.1 Membership is open to all residents of the common area known as the East Village and who are 55+ years of age.

4.2 Members in good standing have the following rights: to receive notice of meetings of the Association; to attend meetings of the Association; to speak at any meeting they attend; to vote on all elections for positions of the Executive.

Members are obligated to attend all General and Special Meetings called where a vote may be held.

4.3 No member of the Association is, in the members individual capacity, liable for a debt or liability of the Association.

4.4 The decision to suspend or expel shall be at the discretion of the Executive and shall be made at an Executive Meeting called to discuss the issue. The act of suspension or expulsion shall be for reasons that include unacceptable behavior that is detrimental to the good functioning of the Association. Unacceptable behavior will include continuous abusive behavior detrimental to the smooth functioning of the Association in general and at Meetings in particular and as deemed as such by the Executive.

4.5 An Executive Meeting will be held to discuss the issue of suspension or expulsion and the member will be given the opportunity to appear before the Executive to address the matter . The Executive will allow the member to have another person accompany them as a witness.

4.6 Following the decision regarding a suspension or expulsion , the member will be given a notice in writing , delivered by a Member of the Executive . The notice will include the reason(s) for the suspension/ expulsion . The member will have the right of appeal and must forward a letter of appeal with one week (7 days) to a member of the Executive. A meeting of the Executive will review the appeal and provide a decision within one week (7 days) of receipt of appeal.

- 4.7 Following the appeal the decision of the Executive will be final.
- 4.8 Fees - An annual fee will be charged for membership. The fee amount will be determined and set by the Executive of Association. The annual fee payment date will coincide with the start of the fiscal year.

ARTICLE - 5 MEETINGS

- 5.1 An Annual General Meeting will be held annually at a prior announced time following the end of the fiscal year and will present at that meeting a financial statement setting out its income, disbursements, assets and liabilities, audited and signed by the society's auditor.
- 5.2 An Annual General Meeting will be called no later than 3 months following the end of the fiscal year.
- 5.3 As per the *Societies Act* , a General Meeting is needed to address certain important issues such as amending the Bylaws, amending the Objects, Surrendering the Certificate of Incorporation, Winding up business.
- 5.4 The date, time and place of a General Meeting will be made and called by the President of the Executive.
- 5.5 Notice of both an upcoming General as well as Special meetings will be done by email, flyer and/or posting to a building Notice Board.
- 5.6 Notices of Meetings will include the Agenda to be discussed at the meeting . Topics included on the Notice shall be discussed however other topics may be added by the Executive at their discretion.

- 5.7 A Special Meeting may be called if an issue arises that is deemed to be of importance. As per the Societies Act , a minimum of 21 days' notice shall be given prior to the Meeting date.
- 5.8 A Quorum of 20% of members at large shall be required to hold a General Meeting.
- 5.9 The President will cancel the General Meeting if quorum is met within one-half (½) hour of the set start time.
- 5.10 Executive Meetings will be held on a monthly basis. A special meeting of the Executive may be called at the discretion of the President.
- 5.11 A Quorum of 60% of Executive members shall be required to hold an Executive Meeting.
- 5.12 Each member present at a General Meeting may cast a vote if needed. Proxy voting will not be allowed by the Association.
- 5.13 Passing of a Resolution will require a simple majority of votes cast.
- 5.14 Special Resolutions - as per the Societies Act , passing of Special Resolutions such as amending the Objectives of the Association or amending the Bylaws will require a vote of 75% of the votes cast at the meeting.
- 5.16 The President may adjourn any General Meeting with the consent of the members at the meeting.
- 5.17 Any planned General Meeting that is cancelled will be rescheduled and held within 60 days of the original posted date.

ARTICLE 6 - GOVERNANCE OF THE ASSOCIATION

The duties of the Association include :

- Promoting the Objects of the Association
- Promoting membership in the Association
- Paying all expenses of the Association
- Paying for services for the Association
- Making policies, rules and regulations to benefit the Association
- Maintaining all accounts and financial records of the Association
- Delegating authority on behalf of the Authority

- 6.1 As per Section 9 of the Societies Act the board of Directors of the East Village Seniors Association shall be known as the **Executive**.
- 6.2 The members of the Executive shall be drawn from the membership.
- 6.3 The members of the Executive shall be elected from the membership but in certain special circumstances a member may be appointed to a position until an election for that position has been held. An election for the position shall be held within three (3) months at either a Special or General Meeting.
- 6.4 The elected positions shall be held for a term of one (1) year at which time a new election shall be held for the position.
- 6.5 A Director may resign by giving notice preferably in line with the next available election but shorter time is allowed if personal circumstances dictate.
- 6.6 A Director may be removed from the Executive when a motion has been presented at a Special or General Meeting and a 75% majority of the members present has passed.

6.7 The Executive will assume both the policy making body and administrative body of the Association. Any new policies to be enacted by the Executive shall require simple majority ratification at the next Special of general Meeting called.

6.8 The positions of the Executive shall be the following :

- President,
- Vice President,
- Secretary,
- Treasurer,
- Standing Committee Director,
- Ad Hoc Committee Director.

ARTICLE - 7 ROLES AND RESPONSIBILITIES

7.1 **The President** is the Chief Officer of the Association. The President:

- Presides at all General and Special meetings of the Association and the Executive.
- Is responsible for the overall direction of the Executive
- Is the main spokesperson for the Association.
- Is an *ex officio* member of the Committees of the Association
- Is nominally a **non-voting** member of the Executive except in cases where a tie breaking decision is required.

7.2 **The Vice President** is the person who assumes the Presidents duties if the President is unable to do so in cases of illness, absence or vacancy in the office of the President. This may also include standing in on Committees at the behest of the President.

7.3 **The Secretary** shall keep the minutes and records of the meetings.

- Prepares and preserves all the minutes of the Association.

- The Association will adopt a Seal and the Secretary will keep the Seal of the Association. The Seal will be used whenever official Association business requires an endorsed document. Each document endorsed with the Seal will be signed by the President.
- Keeps the Registry of members of the Association . For privacy purposes a list of members to be made available to members for purposes of Association business shall include only names and addresses . A separate list for Executive use may include phone numbers , email addresses, etc. but is restricted to the Executive.
- Prepares and sends notices of meetings of the Association to the members of the Association.
- Keeps and preserves the correspondence, contracts, and all other important records of the Association.
- Files any changes in the Executive , amendments of the Bylaws and any documents pertinent to Incorporation with the provincial Corporate Registry.

7.4 **The Treasurer** keeps the finances of the Association.

- Prepares financial statements for the Association and presents a monthly statement of income and disbursements of the previous monthly period at Executive meetings.
- Supervises the spending of monies including the signing of cheques. The signing of cheques will require the endorsement of the Treasurer as well as either the President or Vice President.
- Works with the auditor of the Association on the audit of the financial statements.
- Presents audited financial reports of the past year at the Annual General Meeting.

Committee Director positions are serious positions that oversee and guide the actual required work seen by the membership and public.

7.5 **The Standing Committee Director** oversees the running of permanent and formal committees that deal with the ongoing matters of the Association. Those Committees may involve and include :

- Dealing with securing and maintaining volunteers,
- Liaising and advocating for seniors and their personal concerns,
- Liaising with corporate and government supporters of EVSA ,
- Public relations and marketing of the Association.

The determination and direction of the Standing Committees will be guided by the Executive of the Association.

7.6 **The Ad Hoc Committee Director** oversees the running of those Committees that are struck to deal with one time events and occasions. These will deal with and include both events that occur annually as well as special occasions. Those Committees may involve and include :

- Dealing with securing and maintaining volunteers
- Organizing for Annual General and Special Meetings
- Planning annual events like holiday celebrations
- Coordinating agendas for meetings involving logistics .

The determination and direction of the Ad Hoc Committees will be guided by the Executive of the Association.

- 7.7 **Remuneration** - Those elected to the Executive of the Association will receive a monthly honorarium to be decided by the Executive but at no time will the monthly honorarium exceed one hundred (100) dollars.
- 7.8 **Indemnity of the Association** - The normal carrying out of business in an expected and prescribed manner on behalf of the Association will provide indemnity and protection for Officers of the Executive from liability with one exception. There is no protection for Officers of the Executive for acts of fraud, dishonesty and bad faith .
- 7.9 **Amending Bylaws** - The amending of Bylaws will require a Special Resolution that must be passed at a General Meeting or Special Meeting with the required 75% of votes cast.
- 7.10 **Dissolution** - of the Association will require the passing of a Special Resolution that must be passed at a General meeting or Special Meeting with the required 75% of votes cast.
- 7.11 **Windup and Dissolving of Assets** - In accordance with the Canada Revenue Agency and the *Tax Act* , any assets accrued by the Association shall upon dissolution be given to an agreed upon charity such as the Calgary Food Bank or another chosen by the Executive. The assets of the Association will not be distributed among its members including the Executive.