



The Canadian Club of Edmonton
Founded 1906
Honorary Patron
The Honourable Donald S. Ethell, OC, OMM, AOE, MSC, CD
Lieutenant Governor of Alberta



Our Mission: To Share and Encourage a Passion for Canada

BY-LAWS OF THE CANADIAN CLUB OF EDMONTON (2013)

Article I NAME

1.01 The name of the Association shall be "The Canadian Club of Edmonton", hereinafter referred to, in these bylaws as, the "Club".

Article II AFFILIATION

2.01 The Club may become affiliated with other like Clubs in Canada.

Article III OBJECT

3.01 The object of the Club is to promote a Canadian identity, encourage Canadian unity, foster an interest in Canadian public affairs, and to cultivate an attachment to Canadian institutions.

Article IV MEMBERSHIP

4.01 Any person may be a member of the Club who;

- a) subscribes to the objectives of the Club,
- b) makes an application,
- c) pays the annual membership fee, and
- d) is accepted by the Executive.

4.02 The Executive may appoint any person as an Honorary Life Member.

Article V MEMBERSHIP FEES

5.01 The Executive shall determine the amount of the annual membership fee.

Membership fees are due and payable on January first (1st) every year. 5.02

No annual membership fee shall be payable by an Honorary Life Member.

Article VI VOTING RIGHTS

6.01 Any member in good standing, who is in attendance at the meeting, may vote at any general, annual or special meeting of the Club.

6.02 Executive members in attendance may vote at a meeting of the Executive.

6.03 Honorary members may attend the Executive meetings and have both voice and voting privileges.

6.04 The Archivist, if not a member of the Executive, has voice but no voting privileges.

6.05 Any member of the Club may attend any meeting of the Executive after notifying the secretary. The member may have a voice but no voting privileges.

Article VII ELECTIONS

- 7.01 The Nominating Committee shall consist of the Immediate Past President as Chair and up to any two Past Presidents still active in the Club as members, one non-officer Board member, and at least one member from the Club at large.
- 7.02 Subject to 7.03, the Nominating Committee shall compile and present to the Annual General Meeting, after having first presented it to the Board, a list of members who are in good standing and consent to serve as nominees to the Executive.
- 7.03 No person may serve
 - a) more than two consecutive one year terms as President,
 - b) more than seven consecutive terms as a Member of the Executive, Persons serving in the positions of President, Past President and Vice President may require more than the above mentioned seven years in order to complete their term of office.
- 7.04 Elections shall be conducted at the Annual General Meeting following the report of the Nominating Committee.
- 7.05 The term of office for each position commences at the Annual General Meeting and terminates at the next Annual General Meeting of the Club.
- 7.06 Nominations will be accepted at the AGM.

Article VIII EXECUTIVE

- 8.01 The Executive shall consist of the Officers (see Article IX) and not more than eight Directors.
- 8.02 If any position on the Executive becomes vacant during a term of office, the Executive may appoint a member in good standing to serve the unexpired portion of the term.
- 8.03 A member of the Executive may be removed from office by resolution of the Executive for conduct unbecoming or failure in carrying out expected duties.
- 8.04 A member of the Executive will cease to hold office if the member misses three consecutive meetings of the Executive, unless approved by resolution of the Executive prior to the conclusion of the third missed meeting.
- 8.05 A quorum shall consist of five members of the Executive.
- 8.06 The Executive is responsible for developing and evaluating plans, programs, policies, procedures and generally managing the affairs of the Club.
- 8.07 The Executive shall establish and prescribe the terms of reference for any committee. It may appoint as committee members;
 - a) Executive members,
 - b) club members,
 - c) other persons, or
 - d) any combination of the above.

Article IX OFFICERS

- 9.01 The Officers of the Club are the Immediate Past President, President, Vice-Presidents, Secretary, Treasurer and Program Chair.

- 9.02 The **Immediate Past President** shall chair the Nominating Committee and may preside at any meeting in the absence of the President and Vice-President(s).
- 9.03 The **President** is responsible for leading the activities of the Club and shall preside at the meetings of the Club and Executive.
- 9.04 The **Vice-Presidents** are responsible for any duties assigned by the President and, in the absence of the President one of the Vice Presidents shall preside at all meetings of the Club and the Executive.
- 9.05 The **Secretary** shall ensure that;
- a) accurate minutes of all meetings of the Club are recorded,
 - b) a current list of members of the Club is maintained,
 - c) all Club correspondence is dealt with appropriately, and
 - d) all records of the Club are kept safe
- 9.06 The **Treasurer** shall ensure that;
- a) accurate records of the Club's financial affairs are maintained,
 - b) all money belonging to or held by the Club is deposited in a financial institution or invested in financial instruments approved by the Executive,
 - c) a budget is presented for Executive approval before the end of each fiscal year for the following fiscal year,
 - d) monthly and annual financial statements are prepared,
 - e) in cooperation with the Secretary, a correct list of the members is maintained.
- 9.07 The **Program Chair** shall ensure that a stimulating and informative program related to the Club's object is arranged for each general meeting.

Article X MEMBER MEETINGS

- 10.01 **The Regular Meetings** of the Club shall be held monthly, except during July and August, at a time and location determined by the Executive.
- 10.02 **Annual General Meeting:** Following one of the regular monthly meetings, normally the January meeting, the Annual General Meeting will be held at which the following will be presented to the members for their consideration;
- a) The Presidents' report on the Club's activities for the past year,
 - b) Presentation of the Reviewed Financial Records for the past year,
 - c) Presentation of the budget for the coming year,
 - d) Presentation of the Nominating Committee's report,
 - e) The election of the new Executive Committee.
- 10.03 A **Special Meeting** of the members of the Club shall be held to deal with specified business;
- a) On the direction of the Executive, or
 - b) On the written application of at least twenty (20) members of the Club.
- 10.04 A minimum of twenty one (21) days written notice of the Annual General Meeting or of a Special Meeting shall be given to all members. The notice for a Special Meeting shall specify the business to be transacted at the meeting.
- 10.05 The quorum for any General Meeting, Annual Meeting or Special Meeting shall consist of twenty (20) members of the Club.

10.06 Unless otherwise stated, the current edition of *Bourinot's Rules of Order* shall be the guiding authority for all meetings of the Club.

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Article XI SIGNING AUTHORITY

11.01 After they are approved, the person presiding at the meeting and the person who recorded the minutes shall sign the minutes of all meetings.

11.02 Any financial instrument shall be signed by any two of the following: The President, The Secretary, and or The Treasurer.

Article XII FINANCIAL AFFAIRS

12.01 The fiscal year of the Club shall be January 1 to December 31.

12.02 At any reasonable time any member of the Club may inspect the books and records upon request to the Treasurer.

12.03 The financial records shall be reviewed annually by at least one member of the Club. The Treasurer shall present the reviewed financial statements for consideration and approval of the members at the Annual General Meeting held early in the new fiscal year.

12.04 The Executive shall have no power to borrow on behalf of the Association without the approval of the membership.

12.05 The Executive shall have no power to hire employees without the approval of the membership but the Executive may sign contracts to perform specific tasks.

12.06 The Executive shall have no power to donate money to other organizations without the approval of the membership. An exemption is made for honorariums given to our guest speakers when they request money be given to the charity of their choice or for charitable donations made at a funeral to recognize outstanding service rendered to the CCE.

12.07 No member of the Club, in a member's individual capacity, shall be held liable for a debt or liability of the Club.

Article XIII AMENDMENTS

13.01 Written notice of a proposed amendment to these bylaws shall be provided to each member of the Club by mail post-marked not less than twenty-one (21) days before the meeting at which the amendment is to be proposed.

13.02 An amendment to the By-Laws shall be proposed as a Special Resolution.

13.03 An amendment to the By-Laws shall require a simple majority of the members of the Club present at a Special or Annual General meeting voting in favour of the amendment.

Article XIV WIND-UP

14.01 If the Club is disbanded, its assets [after all liabilities have been settled] shall go to another non-profit organization having similar objectives as determined by the Executive and approved by the members, in attendance, at a general meeting.

These By-Laws were approved at the Annual General Meeting of The Canadian Club of Edmonton held on the 18 September 2013.

Date: _____

President..... , Richard H. M. Plain

Secretary , Nancy Chan