THE ALBERTA SQUARE AND ROUND DANCE FEDERATION BY-LAWS

By-Law #1 Name and Address

(1) The name of the Society shall be The Alberta Square and Round Dance Federation.

(2) The head office of the Society shall be in the Province of Alberta, at such place as may be determined from time to time by the executive.

By-Law # 2 Signature and Seal

(1) All documents, contracts, cheques, notes and other instruments whatsoever, executed on behalf of the Society shall be signed by any two of the President. Secretary and Treasurer, provided however, that the executive may by resolution delegate to any other person or persons such signing authority as it deems expedient or-necessary.

(2) The seal of the Society shall be used only on official documents of the Society on approval of the executive.

By-Law # 3 Definitions

Throughout these By-Laws, the following words or terms shall carry the meaning as herein provided:

Dancers: one person
Members: one person
Member couples: two persons
Square and Round Dance: inclusive of square and round dancing, clogging, and other similar activities.
Districts; geographic area, the boundaries of which are shown on the attached map and may be amended.

By-Law # 4 Membership

(1) Membership in the Society shall consist of dancers who are members of a Square and/or Round Dance Club in the Province of Alberta, whether or not such club is affiliated as an association, provided however, that a dancer who is a member of more than one club shall be limited to one membership in the Society.

(2) a member shall be considered to have withdrawn as a member of the Society upon having given verbal notification as a member of all Square and Round Dance clubs in the Province of Alberta.

By-Law # *5* Meetings

(1) An annual general meeting of the members of the Society shall be held at such time and place as the executive may from time to time determine.

(2) The business at the annual general meeting shall include the election or appointment of auditors and a properly audited financial statement.

(3) A special general meeting or the members of the Society may be held at such time and place as the executive may from time to time determine.

(4) Fifty (50) members of the Society in good standing present in person shall constitute a quorum for a general meeting or special general meeting and no business shall be transacted at any general meeting or special general meeting unless such a quorum is present.

(5) Every motion or resolution submitted to any general meeting of the Society shall be decided on a show of hands unless a ballot be demanded by at least ten {10) members in good standing. in which case the President shall appoint two scrutineers for the purpose of tabulating the vote.

(6) Only members in good standing present in person, with the exception of the Chairman, shall be entitled to vote at any general meeting of the Society, and in the case of an equality of votes the Chairman of the meeting may cast the deciding vote.

(7) Notice of all general meetings or special general meetings shall be provided to members through their district representatives no later than thirty (30) days prior to the date of such meeting.

(8) Subject to the provisions of these By-Laws, meetings of the Society and its executive shall be conducted in accordance with the rules of proceedings laid down in "Robert's Rules of Order".

(9) A special general meeting shall be called by the executive upon receipt of a petition signed by 200 members in good standing setting forth the reasons for calling such meeting.

By Law # 6 <u>Executive</u>

(1) Each district of the Province of Alberta shall annually delegate two member couples, one couple representing dancers and one couple representing callers, from the members in good standing resident in the respective district as its representatives on the Society executive. This is for the purpose of facilitating and maintaining communication between the Society and the respective district, and to convey information by participating in discussion and decisions at executive meet s on behalf of the district so represented. Such delegates shall be chosen no later than thirty (30) days prior to the annual general meeting each year, or such date as may be determined from time to time by the executive.

(2) A member of executive who wishes to resign from executive shall submit such resignation in writing to the Secretary of their District with notification to the Society. Such resignations shall be effective thirty (30) days from the date thereof, or upon earlier acceptance by the executive.

(3) When a vacancy occurs on the executive for any reason, the President shall call upon the district to provide-a replacement.

(4) Executive meetings shall be held at such time and place as the President may determine, or shall be held upon written request to the Secretary from any five (5) members of the executive.

(5) **Every question or motion arising at any meeting of executive shall be decided by a majority vote on a show of hands. Each executive member who is a district representative as provided for in By-Law 6(1) present in person at the meeting shall be entitled to vote, except the Chairman. In the case of a tie vote, the Chairman may cast the deciding vote.**

Executive privileges will be given to appointees by motion at the time of their appointment.

(6) **Twelve (12) members of the executive as provided for in By-Law 6(1) present in person shall constitute a quorum, and no business shall be transacted at any executive meeting unless a quorum is present.**

(7) **Members of executive shall not receive any remuneration for their services as such, provided that nothing herein shall be construed to preclude any member from serving the Society in any other capacity and receiving remuneration therefore.**

(8) **Expenses of members of executive, or the members of any committee appointed by executive, incurred in attending meetings of executive, or of any such committee meetings, excluding the annual general meeting and the associated executive meeting, may be reimbursed in whole or in part by the Society, as the executive may from time to time determine, upon submission of a Bona Fide account.**

By-Law #7 **<u>Officers</u>**

(1) **Officers shall consist of a member or a member couple for each of the following offices:**

- **a) President**
- **b) First Vice-President**
- **c) Second Vice-President**
- **d) Secretary**
- **e) Treasurer**

(2) **Officers shall be elected by and from the executive who are district representatives provided for in By-Law 6(1).**

(3) **Notwithstanding the provisions of By-Law 7(2), the executive may from time to time appoint from the general membership an Executive Secretary, who would assume the duties of the office of secretary, but without voting privileges.**

(4) **Officers shall be elected no later than the last day of each fiscal year, and shall be elected to serve a term of one year. No executive member shall serve more than two consecutive terms in the same office, except the Secretary or Executive Secretary.**

(5) **The executive may remove any officer from the office held by a resolution approved by at least two-thirds of the executive members present at the executive meeting. Members of the executive shall be given at least thirty (30) days notice of the intent to present such a resolution. The notice of intent shall include reasons why such persons should, in the interest of the Society, be removed from office.**

(6) In the event of a vacancy in any office of the Society, for any reason whatsoever, the executive may elect, except-as provided for by By-Law 7(3), from among its members, a person to fill the vacancy.

(7) The immediate Past-President shall be a member of the executive in an advisory capacity, without voting privilege, for a period not exceeding two (2) years.

By-Law # 8 Fiscal Year and Audit

(1) The fiscal year end of 'the Society shall be June 30 of each year or such date as may be determined from time to time by executive.

(2) The accounts kept by the Treasurer shall be audited annually by two (2) members in good standing of the Society, elected or appointed for that purpose by the annual general meeting immediately preceding the relevant fiscal year end, or by a duly qualified accountant.

(3) The Auditors, as defined in (2) above shall not be executive members for the year of their audit responsibility.

(4) The Auditor(s) shall examine minutes, books of account, vouchers, bank records, financial statements, and other financial records of the Society, and report thereon to the Society at the annual general meeting and shall also report to executives at least seven (7) days prior to the annual general meeting.

By-Law # 9 Borrowing

(1) Any borrowing, including the issue of debentures. shall be authorized only by a special resolution of the Society.

By-Law # 10 Amendment of By-Laws

(1) The By-Laws of the Society shall not be amended, rescinded, changed, or otherwise altered other than by a special resolution of the Society.

(2) Notice-of Notion of any proposed amendments, including additions and deletions to the By-Laws, shall be made in writing, and submitted to the Secretary no later than sixty (60) days prior to the date of a general meeting.

By-Law # 11 Special Resolution

(1) The members of the Society shall be notified of the intent to present a special resolution no less than (30) days prior to the date of the general meeting at which it will considered.

(2) A special resolution shall require the approval of 75% of those members in attendance.

By-Law # 12 Duties of Officers

(1) The president shall be the Chief Executive Officer of the Society and shall, in addition to any other duties the executive may assign to the office,

(e)

preside as Chairman at all executive meetings and at general meetings and shall be an ex-officio member of all committees.

(2) In the absence of the President; it shall be the duty of the First Vice President to perform all duties of the President and in the absence of both the President and the First Vice-President, the Second Vice-President shall perform all the duties of the President.

(3) In addition to any other duties prescribed by these By-laws or delegated by executive, it shall be the duty of the Secretary to:

(a) attend all general meetings and executive meetings to record the proceedings qt all such meetings;

(b) conduct the general correspondence of the Society;

(c) keep a record of t he names of all persons who are or have been members of executive and keep a record of the addresses of the current executive.

(d) keep, or cause to be kept, records of the members of the Society in sufficient detail to satisfy the requirements of the Societies Act of Alberta;

(e) prepare and send all notices of the various meetings as required

(f) distribute two copies of the minutes to each executive member couple from callers 'and dancers associations and one copy to each representative couple from the organizations, in advance of the next meeting;

(g) maintain custody of the Seal of the Society.

(4) The Treasurer shall keep, or cause to be kept, proper records of accounts showing all receipts and disbursements of the Society and the reasons therefore, all accruals and provisions, and all assets and liabilities of the Society and shall produce such records as required by the executive.

(5) The books and records of the Society may be inspected by any member of the Society at the annual general meeting provided for by By-Law 5(1), or at any time upon reasonable notice and arrangement of a time and place suitable to the officer having custody of such books and records.

By-Law # 13 <u>Committees</u>

(1) Executive shall have sole authority to appoint committees and may appoint such committees as it may consider desirable for facilitating the management, business, and obligations of the Society.

(2) The President and the First Vice-President shall be ex-officio members of all committees.

(3) Tenure of office of committee members shall be set by executive.

(4) Any committee appointed by executive shall perform and exercise such duties and powers as may be delegated to it by executive.

(5) Committees may include persons from the general membership of the Society at the discretion of executive.

By-Law # 14 Investing Funds

(1) All monies of the Society not immediately required for the business of the Society shall be invested by executive, which may at its discretion realize or vary such investments. provided that the monies of the Society shall only be invested in those securities authorized by law for the investment of trust funds or in which life insurance companies may be authorized by law to invest.

(2) All securities shall be purchased and registered in the name of the Society and deposited in a safety deposit box in such financial institutions in Alberta as executive shall designate. and only the President, Treasurer and Secretary shall have access thereto, provided that such securities shall be produced as and when required by the auditors of the Society.

By-Law # 15 Indemnification

(1) No action lies against any member or members of any-standing committee appointed by executive or against any member or members of executive, or any person acting on their instructions for anything done in good faith and in purporting to act pursuant to the Societies Act of Alberta or the By-Laws of the Society.

By-Law # 16 Dissolution

(1) Upon dissolution of the Alberta Square and Round Dance Federation, those assets that are regulated by the Alberta Gaming and Liquor Commission shall be transferred to a charitable organization named in a recorded and carried motion at the annual or special meeting with the required quorum of members.