

MCLEOD COMMUNITY LEAGUE BYLAWS

(Adopted by the membership at an Annual General Meeting on October 21, 2006)

Article 1. Name

- 1.1. The legal name of the organization will be “McLeod Community League,” hereinafter referred to as “the League.”

Article 2. Boundaries

- 2.1. The League will include the area of the city of Edmonton bounded on the North by 167 Avenue, on the South by 144 Avenue, on the West by 66 Street, and on the East 50th street and the area bounded on the North by 153 Avenue, on the West by 50th Street, and on the East by Manning Freeway.
- 2.2. For clarity, this includes the Neighbourhoods of McLeod, Casselman, Matt Berry (also known as McLeod Park), Hollick-Kenyon, and Miller.

Article 3. Definitions

- 3.1. Executive Committee: Will consist of the officers of the league being the President, Vice-President, Secretary, Treasurer, Membership Director, Sports Director and the Communications Director.
- 3.2. Board of Directors: Will consist of the elected officers and directors who will be responsible for, interpreting these bylaws, maintaining the general well being of the league, and promoting and furthering the League’s objectives.
- 3.3. Special Resolution: A resolution at any meeting for which 21 days notice has been provided requiring a vote of three-quarters (3/4) majority. A special resolution will be required for all Bylaw revisions, significant financial matters outside the approved budget, policy issues, or other major issues as specified in these Bylaws or at the discretion of the Board of Directors.

Article 4. Objectives

- 4.1. The objectives of the League will be to improve the quality of life for all residents within our boundaries:
 - To provide cultural, social, and lifelong learning activities as well as sports and recreational programs;
 - To facilitate consultation in land use planning and development, and transportation matters that apply to our neighbourhoods;
 - To provide facilities in which to conduct the activities of the League.

Article 5. Membership

- 5.1. Any resident within the stated boundaries will be a full member upon payment of the membership fee, provided he/she agrees with the objectives of the League. There will be the following categories of membership:
 - Family (any group residing in one household acting as a family unit) with a maximum of two votes per household.
 - Senior (over 65 years of age) with a maximum of two votes per household.

- Single (any adult over the age of majority) with one vote per household.
 - Honorary Life Membership may be conferred upon anyone, with one vote per member, who has provided service to the League for more than 10 years or has made significant, positive contribution to the League. The decision for presenting candidates for life memberships to the membership will be at the discretion of the Board of Directors.
 - Associate – a non-voting member (any business or institution located within the boundaries of the League or non-resident person who wishes to support the League who has first purchased membership in their home league). Associate members may volunteer for the League in a non-governance capacity.
- 5.2. Membership fees may be reviewed and changed at any Annual General Meeting.
- 5.3. The membership year will be from September 1 to August 31 of each year.
- 5.4. Withdrawal or termination of membership: Withdrawal will be by providing a letter to the secretary of the league, non-payment of annual fees or moving out of the defined boundaries of the league. Termination of membership for just cause will be dealt with in the manner prescribed in Article 12.1.

Article 6. Meetings

- 6.1. General Meetings
- 6.1.1. Notice: At least 21 days notice of all Annual, General, or Special General Meetings will be communicated by mail, fax, email, newsletter, or Internet web site to each member of the league.
- 6.1.2. The accidental omission to give notice of any meeting to any member shall not invalidate the proceedings of any such meeting.
- 6.1.3. Quorum: A quorum for all Annual, General or Special General Meetings will be 12 members. If a quorum is not present at a meeting, then a second meeting will be called for the purpose of passing a specific motion(s) a week later. During that time, all efforts will be taken to inform all Directors or members of the meeting and encourage their attendance. If there is still not a quorum at this second meeting, then the number of people in attendance will be considered a quorum.
- 6.1.4. Annual General Meeting: The League will hold an Annual General Meeting no less than sixty days or greater than six months after the financial year-end for the presentation of the financial report and election of officers.
- 6.1.5. Special General Meetings may be called at the discretion of the President, and must be called upon receipt by the President within 14 days of receipt of a written request for such meeting, signed by 60% of the members of the League. Any call for a Special General Meeting must include specific reference to the item(s) to be dealt with.
- 6.2. Board of Director's Meetings
- 6.2.1. The Board of Directors will meet each month, except, (unless required) in the months of July and August. These meetings will be held on the last Thursday of each month, unless otherwise decided by the board.
- 6.2.2. Special Board Meeting: The President will, upon receipt of a written request signed by at least four members of the Board of Directors, call a Special Meeting of the Board of Directors within 14 days of receipt of the request. At least 3 days notice by email, fax, in person, or telephone will be given for any

Special Board of Directors Meetings. Any call for a Special Board of Directors Meeting must include specific reference to the item(s) to be dealt with.

- 6.2.3. Quorum for any Board of Directors Meeting will be nine (9) members of the Board. In the circumstance that one individual holds two or more positions on the Board, that individual will count as two (2) board members for the purpose of determining quorum, but the individual will only have a single vote. Any business transactions conducted at a meeting where quorum is not present will be ratified at the next regularly called meeting of the Board; otherwise they will be null and void.

Article 7. Voting

- 7.1. Any full member as specified in section 5.1 who is of the age of majority and is in good standing, having paid the membership fee is entitled to vote at any annual general meeting or special general meeting.
- 7.2. Such voting must be made in person, and not by proxy or otherwise.
- 7.3. Any member may attend the Board of Directors meetings, but will not be allowed to vote. The Board may, by resolution, determine the members' ability to speak to a matter on the agenda.
- 7.4. A show of hands will be adequate for voting on all matters, except for nominations or elections where a position is contested, or on controversial matters where a secret ballot is required or can be requested.

Article 8. Auditing

- 8.1. The books, accounts, and records of the Treasurer will be audited once per year by a duly qualified accountant, or by two members of the League.
- 8.2. The Treasurer or auditor at the Annual General Meeting will submit a complete and proper statement of the standing of the books for the previous year.
- 8.3. The Fiscal year will end on July 31.
- 8.4. The books and records may be inspected by any member at the Annual General Meeting, or at anytime upon giving two weeks notice and arranging a time satisfactory to the Directors in charge of the records. All members of the Board of Directors will at all times have reasonable access to such books and records.

Article 9. Board of Directors

- 9.1. The Board will, subject to the by-laws or directions given it by the majority vote at any meeting properly called and constituted, have full control and management of the affairs of the league.
- 9.2. Any Director may resign from the Board by submitting such request in writing to the President, or by announcing said resignation at any meeting. Such resignation will be effective immediately.
- 9.3. The Board may create new Directors positions as needed, or remove ones that are redundant.
- 9.4. In the event of a vacancy as a result of resignation, death, or removal, the Board is empowered to fill the vacancy by appointment for the remainder of the term. Such appointment is to be ratified at the next General Meeting. The person so appointed will hold office for the remainder of the term of that member he/she is replacing would have held.

9.5. The Board of Directors, and their respective duties, is as follows:

9.5.1. President

- The President will:
 - preside at all meetings;
 - be an ex-officio member of all committees, except a nominating committee;
 - be charged with the general supervision of all activities of the League;
 - nominate a Director who is willing to serve and stand in for or replace the President, as circumstances require;
 - is a member of the Executive Committee;
 - have signing authority, and
 - act as official spokesperson of the League or appoint a designate.

9.5.2. Past-President

- The Past President will:
 - assume all *ad hoc* duties at the discretion of the board.

9.5.3. Vice President

- The Vice President will:
 - preside at any meetings the President is absent from;
 - assume any duties from the President as required;
 - have signing authority;
 - responsible for the annual review of the Bylaws, Policies and Procedures; and
 - is a member of the Executive Committee.

9.5.4. Secretary

- The Secretary will:
 - attend all meetings of the League, the Board, and the Executive Committee and keep accurate minutes of the same;
 - be responsible for the minute and meeting notice distribution;
 - have charge of the minute book and other records;
 - have charge of all correspondence of the League under the direction of the President and the Board;
 - have signing authority;
 - is a member of the Executive Committee; and
 - have charge of the seal of the society.
- In the absence of the Secretary, the Board or the President may appoint another officer to discharge these duties.

9.5.5. Treasurer

- The treasurer will:
 - be responsible for all financial records of the League;
 - be responsible, on behalf, or in the name of the League, for all monies collected or otherwise received, issuing receipts, payments of all accounts when properly approved, and keep proper accounts, receipts, and other vouchers of same, and the deposit of funds to the League's bank accounts;
 - report the financial standing at every Board and General Meeting;

- present to the Annual Meeting an audited/reviewed statement of the financial affairs for the preceding fiscal year;
- review and prepare policy and procedures with respect to the financial matters of the League;
- recommend, in conjunction with the President, an annual budget to the Board of Directors;
- is a member of the Executive Committee.

9.5.6. Social Director

- The Social Director will:
 - be responsible for all matters pertaining to social activities of the League, including dances and social nights etc;
 - prepare a budget for social activities and submit it to the treasurer;
 - review policy and procedures with respect to social activities, and
 - report monthly to the Board of Directors.

9.5.7. Sports Director

- The Sports Director will:
 - be responsible for all matters pertaining to sports, including the registration and organization of baseball, softball, soccer, hockey etc;
 - recruit individuals or act as the representative to the sports governing bodies;
 - prepare an annual budget for the sports programs and submit it to the Treasurer;
 - review and prepare policy and procedures with respect to the sports programs;
 - report monthly to the Board of Directors, and
 - is a member of the Executive Committee

9.5.8. Program Director

- The Program Director will:
 - be responsible for all programs, including talent competitions, and educational events;
 - prepare a budget for programs and submit it to the Treasurer;
 - review and prepare policy and procedures with respect to the programs, and
 - report monthly to the Board of Directors.

9.5.9. Membership Director

- The Membership Director will:
 - be responsible for the organization, timing and completing of the annual Membership campaign;
 - keep an updated record of and maintain membership lists and other records pertaining to membership;
 - ensure compliance with the EFCL Code of Ethics with respect to selling memberships;
 - prepare a budget for membership and submit it to the Treasurer;
 - review and prepare policy and procedures with respect to membership;
 - report monthly to the Board of Directors; and
 - is a member of the Executive Committee.

9.5.10. Facilities Director

- The Facilities Director (Building and Grounds) will:
 - be responsible for the supervision of hall rentals, ensuring league access takes priority;
 - be responsible for the development and maintenance of the community center, rinks, parking lot, and other League facilities;
 - prepare an annual budget for the facilities and submit it to the treasurer;
 - review and prepare policy and procedures with respect to the facilities; and
 - report monthly to the Board of Directors.

9.5.11. Neighborhood Watch Zone Leader

- The Neighborhood Watch Zone Leader will:
 - act as the community liaison with the Edmonton Police Service and other safety and crime prevention organizations;
 - be responsible for all matters pertaining to Neighborhood Watch or safety and security concerns;
 - perform duties as required by the Edmonton Neighborhood Watch Program Society; and
 - report monthly to the Board of Directors.

9.5.12. Communications Director

- The Communications Director will:
 - be responsible for the publication of the League's newsletter;
 - oversee the delivery of the newsletter;
 - be responsible for the maintenance of the League Internet web site;
 - arrange for publicity for league events;
 - prepare an annual budget for communications and submit it to the treasurer;
 - review and prepare policy and procedures with respect to publicity;
 - report monthly to the Board of Directors; and
 - is a member of the Executive Committee.

9.5.13. All other directors

- The Board of Directors may create positions on the Board on an *ad hoc* basis as deemed necessary.

Article 10. Committees

10.1. Executive Committee:

- 10.1.1. The League's Executive Committee will be comprised of the President, Vice President, Secretary, Treasurer, Sports Director, Membership Director and Communications Director.
- 10.1.2. The Executive Committee as described may meet from time to time between Board Meetings if an issue of an urgent nature arises. All decisions of the Executive Committee are to be ratified at the next regularly scheduled Board of Directors meeting or are to be deemed null and void.

10.2. Ad Hoc Committees:

10.2.1. The League may at times create such Ad Hoc Committees as may be deemed necessary, either in General or Board of Directors Meetings, in order to conduct League business. Such Committees will carry out functions and otherwise act in accordance with such resolutions, or 'Terms of Reference', as may be passed by either the Board of Directors or at a General Meeting. Such Committees will be answerable to and report to the Board and will have a definite time of termination at the time they are created.

10.3. Standing Committees:

10.3.1. The League may, at its discretion, create such Standing Committees as may be deemed necessary, either in General or Board of Directors Meetings. Such Committees will carry out functions and otherwise act in accordance with such resolutions or 'Terms of Reference', as may be passed by either the Board or Directors or in General Meeting. Such Committees will be answerable to and report to the Board and will continue to exist for an indefinite period of time.

Article 11. Elections

- 11.1. Elections will be held at each Annual General Meeting. Officers and Directors will take office immediately following that General Meeting. All terms will be for two years.
- 11.2. The President, Secretary, Sports Director, Communications Director, Facility Director, and Social Director positions will have their elections in years with odd numbers.
- 11.3. The Vice-President, Treasurer, Programs Director, Membership Director, and Neighbourhood Watch Zone Leader positions will have their elections in years with even numbers.
- 11.4. All other Director's positions will be divided up so that there are an equal number of positions for election in both odd and even years.
- 11.5. A person appointed or elected becomes a Director if they were present at the meeting when being appointed or elected, and did not refuse the appointment or nomination. They may also become a Director if they were not present at the meeting but consented in writing to act as a Director before the appointment or election.

Article 12. Disciplinary Hearings and Termination

- 12.1. The executive will be empowered to expel any member from the membership or a Board Member from office for any conduct deemed injurious to the League or its purposes. This decision will be final.
 - 12.1.1. Pending a full and proper hearing, such Member or Director will be placed on suspension.
 - 12.1.2. The Executive Committee will hold a hearing where the Member or Director, upon being given 14 days notice, in writing, has the opportunity to attend and present his or her case. At the conclusion of the hearing, the majority vote of the Executive Committee will prevail. If the individual fails to attend the hearing, without excuse, the termination will be effective immediately.
 - 12.1.3. The quorum for such a hearing will be two-thirds (2/3) of the executive

Officers.

- 12.1.4. The Executive Committee will debate the matter 'in private' and render a written decision in writing within 72 hours.
- 12.2. All complaints heard before the Executive Committee must be in writing and marked 'Confidential and Without Prejudice'. Such complaints must specify the bylaw violation or injurious behavior and cite attempts at discipline prior to the complaint being filed.
- 12.3. The Board of Directors may remove any Director from office, without a hearing, if he/she is absent from any three consecutive meetings without regrets.

Article 13. Remuneration

- 13.1. No Director will receive any remuneration for his/her services. A Director may receive reimbursements for expenses upon presentation of receipts, provided that the expenses were incurred as a direct result of performing the League's business.

Article 14. Financial

- 14.1. The Board of Directors may open one or more accounts, designate Directors to have signing authority, 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.
- 14.2. For the purpose of carrying out its objectives, the League may draw, make, accept, endorse, discount, execute and issue checks, promissory notes and bills of exchange, but only to the extent authorized by resolution of the Board of Directors.
- 14.3. All bills, notes, checks, debentures and other papers and documents which pertain to the finances of the League will be signed by any two Directors who have been granted signing authority by resolution of the Board of Directors or these bylaws.
- 14.4. The Annual Budget will be submitted by the Treasurer to the Board of Directors for approval, and present it at the Annual General Meeting as information.
- 14.5. The League may, by a Special Resolution, borrow or raise or secure the payment of money, or issue debentures.
- 14.6. No two members of the same household are permitted to act as signing authority on the same accounts.
- 14.7. No signing authority may sign a cheque payable to himself/herself.

Article 15. Amendments to the Bylaws

- 15.1. These Bylaws may be rescinded, altered, or replaced by a Special Resolution at a General, Special General, or Annual General Meeting with 21 days' notice in writing.
- 15.2. Any proposed changes must be reviewed at a Board of Directors meeting before being forwarded to a General, Special General, or Annual General Meeting.

Article 16. Dissolution

- 16.1. Upon dissolution of the 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, in trust. The Edmonton Federation of Community Leagues will hold the cash assets in trust until they are able to reactivate or merge the League. The real property will pass to the City of

Edmonton, pursuant to the Tri-partite License Agreement.

Article 17. Parliamentary Authority

- 17.1. The rules contained in “Robert’s Rules of Order,” in its most current edition, will govern the proceedings at all meetings and in all cases where they are applicable, provided that they are not inconsistent with these Bylaws or the requirements of the Societies Act.

Article 18. Administration

- 18.1. The use, care, and safekeeping of the seal of the League will be the responsibility of the Secretary, and it will be used only when the authorized by a resolution of the Board or Directors, and it will be affixed to documents and instruments when required by law or convention.
- 18.2. The Board of Directors has the right to hire such persons as may be deemed necessary for the efficient functioning of the League’s business.
- 18.3. The League will retain membership in the Edmonton Federation of Community Leagues.