

By-Laws of the Edmonton Bridge Society

(As Amended 2015-07-25)

All non-profit societies operate under a set of by-laws. What follow are current By-laws of the Edmonton Bridge Society. All members are encouraged to review these By-laws, particularly if they wish to have a concern, complaint, or recommendation considered by the appropriate authority.

Article 1 - Name

The Name of this society shall be The Edmonton Bridge Society (hereinafter referred to as the Society).

Article II - Objects

The objects of the Society are:

2.01

To provide for the recreation of the members and to promote and afford opportunity for friendly and social activities; and

2.02

To operate and maintain a club house wherein the members may meet to play games of duplicate bridge and games of rubber bridge; and

2.03

To encourage and promote amateur games and exercises and;

2.04

To provide a meeting place for the consideration and discussion of questions affecting the interests of the community; and

2.05

To establish and maintain a library devoted to publications concerning the game of bridge; and

2.06

To provide all necessary equipment and furniture for carrying on its various objects; and

2.07

To promote participation in tournament bridge at the local, provincial, national and international level among bridge players of all levels of expertise; and

2.08

To acquire lands, by purchase or otherwise, erect or otherwise provide a building or buildings for social and community purposes; and

2.09

To sell, manage, lease, mortgage, dispose of, or otherwise deal with the property of the Society; and

2.10

To acquire, accept, solicit or receive, by purchase, lease, contract, donation, legacy, gift, grant, bequest or otherwise, any kind of real or personal property, and to enter into and carry out agreements, contracts and undertakings incidental thereto; and

2.11

To do all such things as are necessary for the attainment of such objects.

Article III - Membership

3.01

Any person, being of the full age of eighteen years, and being interested in the game of bridge, shall be eligible for membership in the Society. Applications for membership shall be submitted upon the Society's Application Form, and shall be accompanied by the payment of such fees and dues as may be required. An applicant shall become a member upon a favorable vote passed by either a majority of the Directors present at a meeting of the Board of Directors or by a majority of the members present at a meeting of the Membership Committee.

3.02

There shall be a Membership Committee consisting of the Society's current Club Manager and two (2) members of the Board of Directors as designated by majority vote of the Board of Directors.

3.03

Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended at the expiration of two months from the date such fees or assessments became due, and shall thereafter be entitled to no membership privileges or powers in the Society until reinstated. Any member upon a two-thirds vote of all members of the Society in good standing present at a meeting of the Society may be expelled from membership for any cause which the Society may deem reasonable.

3.04

Membership is vested in the member and is not transferable.

Article IV - President

4.01

The President shall be ex-officio a member of all committees. The President shall, when present, preside at all meetings of the Society and of the Board of Directors. In his absence, the Vice-President shall preside at any such meetings, and in the absence of both a chairman may be elected by the meeting to preside thereat.

Article V - Board of Directors

5.01

Board of Directors, Executive Committee or Board shall mean the Board of Directors of the Society. The Board shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members thereof provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called by ten days' notice in writing mailed to each member or by three days' notice by telegram or telephone. A simple majority of Board Members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided, however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

Article VI - Secretary

6.01

It shall be the duty of the Secretary to attend all meetings of the Society and of the Board, and to keep accurate minutes of the same. He shall have the charge of the Seal of the Society which seal whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In the case of the absence of the Secretary, his duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the Society and be under the direction of the President and the Board.

6.02

The Secretary shall also keep a record of all the members of the Society and their addresses, send all notices of the various meetings as required, and shall collect and receive the annual dues or

assessments levied by the Society, such monies to be promptly turned over to the Treasurer for deposit in a chartered bank or Province of Alberta Treasury branch as hereinafter required.

Article VII - Treasurer

7.01

The Treasurer shall receive all monies paid to this Society and shall be responsible for the deposit of the same in whatever bank or Province of Alberta Treasury Branch the Board may order. He shall properly account for the funds of the Society and keep such books as may be directed. He shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited as hereinafter set forth of the financial position of the Society and submit a copy of same to the Secretary for the records of the Society.

Article VII - Operating Committee

8.01

A Committee of at least three (3) members shall be appointed by the Board of Directors and such appointees shall constitute the Operating Committee. The Board of Directors shall designate one member of the Operating Committee as the Operating Committee Chairman. The Operating Committee shall be responsible for the day to day operations of the Society under the directions of the Board of Directors. The Society's Club Manager shall report directly to the Operating Committee.

Article IX - Elections

9.01

A committee of at least three members shall be appointed by the Board of Directors not later than sixty (60) days prior to the annual meeting and which committee shall be known as the nominating committee. Not more than one member of the nominating committee shall be a member of the Board of Directors.

9.02

The names of consenting nominees for the available directorships for the ensuing year shall be sent by the nominating committee to the Secretary by whom such list of nominees shall be posted in the Club House at least fourteen (14) days preceding the annual meeting. At the annual meeting names of consenting nominees from the floor will also be accepted.

9.03

The Board of Directors shall be composed of an unlimited number of members, but at least seven members, who will be elected for a term of three years.

9.04

In the event any seat on the Board of Directors becomes vacant during the term of the member who held such a seat, the Board of Directors will appoint a replacement director to serve until the next Annual Meeting at which time an election will be held to fill the position for the balance of the term.

Article X - Meetings

10.01

The annual meeting of the Society for the election of officers and directors and the transaction of such other business as may come before it shall be held at the regular meeting in the month of January.

10.02

Regular Society meetings shall be held in January and in the June-August period.

10.03

Special meetings of the Society may be called at any time by the Secretary upon the instructions of the President or Board of Directors by notice in writing to the last known address of each member, delivered by ordinary mail posted not less than eight (8) days prior to the scheduled date of such special meeting. A special meeting shall be called by the President or Secretary upon receipt by him of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting. The call for such special meeting shall be made by the President or Secretary within seven (7) days of receipt by him of the aforesaid petition.

10.04

A quorum at any meeting shall be the lesser of:

- (a) Fifty-One (51%) percent of the members in good standing, or
- (b) Twenty (20) members in good standing.

Article XI - Voting

11.01

Any member who has not withdrawn from membership nor has been suspended nor expelled as herein provided shall have the right to vote at any meeting of the Society. Such votes must be made in person and not by proxy or otherwise.

Article XII- Auditing

12.01

The books, accounts and records of the Secretary and treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Society elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by or on behalf of such accountant or auditing members at the annual meeting of the Society. The fiscal year of the Society in each year shall end on the 31st day of December.

12.02

The books and records of the Society may be inspected by any member of the Society at the annual meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

Article XIII - Remuneration

Unless authorized at any meeting and ratified at the next following meeting no officer, director, member or associate member of the Society shall receive any remuneration for his services.

Article XIV - Borrowing Powers

14.01

For the purpose of carrying out its objects, the Society 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, but this power shall be exercised only under the authority of the Society, and in no case shall debentures be issued without the sanction of a special resolution of the Society.

Article XV - By-Laws

15.01

The by-laws of the Society may be amended at any regular meeting of the Society by an affirmative vote of three-quarters of the members present, provided the proposed amendment shall have been submitted in writing to the members present at the immediately previous regular meeting.

Article XVI - Dissolution

16.01

In the event the Society is dissolved, the assets, if any, of the Society shall be conveyed, transferred and delivered to the United Way of Edmonton.