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**TERWILL**

**LEAGUE BYLAWS**

**April 18, 2004**

**1. Name**

- 1.1. The legal name of the organization will be "Terwillegar Community League" hereinafter referred to as "the League."

**2. Boundaries**

- 2.1. The League will be bounded on the north side by 23 Avenue, on the south by Anthony Henday Drive, on the east by 142 Street, and on the west by Terwillegar Drive (currently named 156 St).

**3. Definitions**

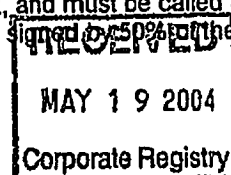
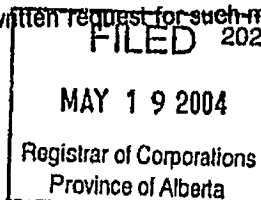
- 3.1. Board of Directors: Will consist of the elected officers and directors as specified in these bylaws.  
 3.2. Executive Committee: Will consist of the officers of the League being the President, Vice President, Secretary, Treasurer and Membership Director.  
 3.3. A Special Resolution, a resolution 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 and over \$1000, policy issues, or other major issues as specified in these Bylaws or at the discretion of the Board of Directors.

**4. Membership**

- 4.1. 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:  
 4.1.1. Family (any group residing in one household acting as a family unit) with a maximum of two votes per household,  
 4.1.2. Senior (over 55 years of age) with a maximum two votes per household,  
 4.1.3. Single (any adult over the age of majority) with one vote per membership,  
 4.1.4. Adult (any couple residing in one household with no children) with two votes per household, and  
 4.1.5. Honorary Life Membership may be conferred upon anyone, with one vote per member, who has provided service to the League and 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.  
 4.2. Associate Membership – a non-voting member (any business or institution located within the defined 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.  
 4.3. Membership fees will be determined each year at the Annual General Meeting.  
 4.4. The membership year will be from September 1 to August 31 of each year.  
 4.5. Withdrawal or Termination from 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 11.1.

**5. Meetings**

- 5.1. At least 21 days' notice of all Annual, General, or Special General meetings will be delivered by mail or electronically to the last-known address of each member of the League.  
 5.2. A quorum for all Annual, General, or Special General Meetings will be 10 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), to be held one week after the original meeting. 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.  
 5.3. The League will hold an Annual General Meeting no less than thirty days or greater than six months after the financial year-end for the presentation of the financial report and election of officers.  
 5.4. Special General meetings may be called at the discretion of the President, and must be called by the President within 30 days of receipt of a written request for such meeting signed by 50% 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.
- 5.5. The Board of Directors will meet each month, except in the months of July and August. The Board shall set the day of the month at the first meeting after the Annual General Meeting.
  - 5.6. 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 30 days of receipt of the request. At least seven days' notice by mail, electronic, or phone 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.
  - 5.7. Quorum for any Board of Directors' Meetings will be three members of the Board. 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.

## **6. Voting**

- 6.1. Any full member as specified in Section 4.1 who is of the age of majority is entitled to vote.
- 6.2. Such voting must be made in person and not by proxy or otherwise.
- 6.3. 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.
- 6.4. A show of hands will be adequate for voting, except for nominations/elections, significant financial questions, and any controversial matters where a secret ballot is required or can be requested.

## **7. Auditing**

- 7.1. The books, accounts, and records of the Secretary and Treasurer will be audited once per year by a duly qualified accountant or by two members of the League, not currently serving on the board, elected for that purpose at the Annual General Meeting.
- 7.2. That auditor at the Annual General Meeting will submit a complete and proper statement of the standing of the books for the previous year.
- 7.3. The fiscal year will end on August 31.
- 7.4. The books and records may be inspected by any member at the Annual General Meeting, or at any time upon giving two weeks notice and arranging a time satisfactory to the Directors in charge of the records. The Board of Directors will at all times have reasonable access to such books and records.

## **8. Board of Directors**

- 8.1. The Board will, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the League.
- 8.2. Any Director may resign from the Board by submitting such request in writing to the President.
- 8.3. 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.
- 8.4. The Board of Directors, and their respective duties, is as follows:
  - 8.4.1. 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 the 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;
    - act as signing authority, and
    - act as the official spokesperson of the League or appoint a designate.
  - 8.4.2. Vice President: The Vice President will:
    - preside at any meetings the President is absent from;
    - assume any duties from the President as required;
    - act as a signing authority;
    - responsible for the annual review of the Bylaws, Policies and Procedures; and
    - is a member of the Executive Committee.

**8.4.3. 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 minutes and meeting notice distribution;
- have charge of minute book and other records;
- have charge of all correspondence of the League under the direction of the President and the Board;
- act as a signing authority;
- be a member of the Executive Committee, and
- have charge of the seal of the society.
- in the absence of the Secretary, such officer as may be appointed by the Board will discharge these duties.

**8.4.4. 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 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;
- act as a signing authority for the League; and
- be a member of the Executive Committee.

**8.4.5. Membership Director: The Membership Director will:**

- be responsible for the organization, timing and completion of the annual Membership campaign;
- keep a record of and maintain the membership lists and other records pertaining to membership;
- ensure compliance with the Edmonton Federation of Community Leagues Code of Ethics with respect to selling memberships;
- prepare an annual budget for membership and submit it to the Treasurer;
- review and prepare policy and procedures with respect to membership, and
- be a member of the Executive Committee.

**8.4.6. Program Director: The Program Director will:**

- be responsible for all programs, including talent competitions, educational events, playschool, etc.;
- be responsible for all matters pertaining to social activities of the League, including dances, social nights, etc.;
- be responsible for all matters pertaining to sports, including the registration and organization of baseball, soccer, etc.;
- recruit representatives or act as the representative to the sports governing bodies;
- prepare an annual budget for programs and submit it to the Treasurer;
- review and prepare policy and procedures with respect to programs and social programs, and
- review and prepare policy and procedures with respect to social activities.

**8.4.7. Fund Raising Director: The Fund Raising Director will:**

- direct fundraising activities as decided by the League;
- schedule individuals and groups to staff Casino/Bingo sessions sponsored by the League and attend meetings on any Casino/Bingo organizations with which the League affiliates;
- maintain accounts and pay money to League approved expenses from Casino/Bingo generated income, and
- apply for permits and ensure government regulations are followed regarding Casino/Bingo operations and revenue.

**8.4.8. Communications Director: The Communications Director will:**

- be responsible for the publication and delivery of the newsletter;
- be responsible for the maintenance of the League website;

- act as the community liaison with the Edmonton Police Service and other safety and crime prevention organizations;
- liaison with Planning and Development, Transportation, City Council, etc.;
- provide liaison to the Board with any Ad Hoc Committees relating to specific development issues;
- arrange for publicity for League events;
- prepare an annual budget for publicity and submit it to the Treasurer;
- review and prepare policy and procedures with respect to publicity.

## 9. Committees

- 9.1. Executive Committee: The Leagues' Executive Committee as described above 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 Meeting or are to be deemed null and void.
- 9.2. Ad Hoc Committees: 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 the League's 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.
- 9.3. Standing Committees: 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 of Directors or in a General Meeting. Such Committees will be answerable to and report to the Board and will continue to exist for an indefinite period of time.

## 10. Elections

- 10.1. Elections will be held at the Annual General Meeting. Officers and Directors will take office immediately following that Annual General Meeting.
- 10.2. All terms will be for a period of one year.
- 10.3. The President, Vice President, Treasurer and Secretary will not hold the same office for more than four consecutive terms.
- 10.4. 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 director before the appointment or election.

## 11. Disciplinary Hearing and Termination

- 11.1. The Executive Committee will be empowered to expel any member from membership or a Board Member from office for any conduct deemed injurious to the League or its purposes. This decision will be final.
- 11.2. Pending a full and proper hearing, such Member or Director will be placed on suspension.
- 11.3. 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.
- 11.4. The quorum for such a hearing will be two-thirds (2/3) of the Executive Officers.
- 11.5. The Executive Committee will debate the matter 'in private' and render a written decision within 72 hours.
- 11.6. 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.
- 11.7. 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.

## 12. Remuneration

- 12.1. No Director will receive any remuneration for his/her services. A Director may receive reimbursements for expenses, with presentation of receipts, incurred as a result of performing the League's business.

### **13. Financial**

- 13.1. The Board or Directors may open one or more accounts, designate signing Directors, 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.
- 13.2. For the purpose of carrying out its objectives, the League may draw, make, accept, endorse, discount, execute and issue cheques, promissory notes and bills of exchange, but only to the extent authorized by resolution of the Board of Directors.
- 13.3. All bills, notes, cheques, debentures and other papers and documents which pertain to the finances of the League will be signed by any two of the signing authorities;
- 13.4. The Annual Budget will be submitted by the Treasurer on behalf of the Board of Directors for approval at the Annual General Meeting or at a General Meeting in the fall, and will be circulated to the members with the Notice of the General Meeting.
- 13.5. The League may, by a Special Resolution, borrow or raise or secure the payment of money, or issue debentures.
- 13.6. No two members of the same household will be signing authorities. Also no signing authority will sign a cheque where they are the payee.

### **14. Amendments to the Bylaws**

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

### **15. Dissolution**

- 15.1. 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.

### **16. Parliamentary Authority**

- 16.1. 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.


### **17. Administration**


- 17.1. 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 authorized by a resolution of the Board of Directors, and it will be affixed to documents and instruments when required by law or convention.
- 17.2. 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.
- 17.3. The League will retain membership in the Edmonton Federation of Community Leagues.


### **18. Privacy**

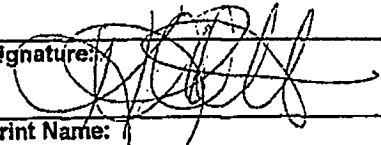
- 18.1. The League will collect personal information such as address, contact and residence information only for the purpose of administering and enhancing League programs. Health insurance or emergency contact information may be collected as required to administer sports or recreational activities. Aggregate information such as age or gender profiles of the community without identification of individuals may be used to develop League programs.
- 18.2. Personal information will not be sold or released to any commercial or other organization except in accordance with requirements under the law or as specified at the time of collection of the information.
- 18.3. Personal information will be kept by the Membership Director or by the specific administrator of the relevant program requiring the information. Any member may verify his/her own information on request to the Membership Director or the program administrator within a reasonable time. A member requesting to verify or update information must be able to provide proof of identity before accessing his/her own personal information held by the League, and anyone holding such personal information may not disclose it except in accordance with these bylaws.
- 18.4. The League will abide by the Privacy guidelines of the Edmonton Federation of Community Leagues.

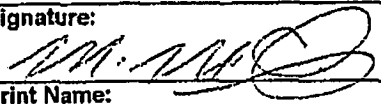
18.5. Any issues or concerns regarding the safekeeping or use of personal information may be addressed to the President.

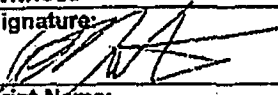
Signature: 	Address: 1939 Tomlinson Cresc, Edmonton, AB T6R 2R7
Print Name: Darcy Ahell	Date: May 17/2004

Signature: 	Address: 1704 Tomlinson Common Edmonton, AB T6R 2W8
Print Name: Grant Baudin	Date: May 17, 2004

Signature: 	Address: 1835 Tanner Wynd Edmonton, AB T6R 2S6
Print Name: Darlene Bryant	Date: May 18/04

Signature: 	Address: 1921 Tanner Wynd Edmonton, AB T6R 2S5
Print Name: Karin Kincaid	Date: May 17/04

Signature: 	Address: 2329 Taylor Close Edmonton, AB T6R 3S7
Print Name: Ray Manek	Date: May 18, 2004

Witness	
Signature: 	Address: 745 Todd Landing Edmonton, AB T6R 3C4
Print Name: BRAD MARTIN	Date: May 18 2004

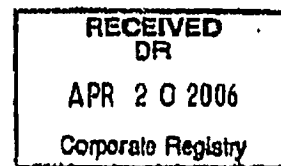
March 20, 2006

I hereby certify that the following Special Resolution was passed at a meeting of the members of the Terwillegar Community League on December 6, 2005.

By-law number 8.4.8 now reads:

The Communications Director will:

- Oversee the publication and delivery of the newsletter;
- Be responsible for the maintenance of the league website;
- Arrange for publicity of league events;
- Prepare an annual budget for publicity and submit it to the Treasurer;
- Review and prepare policy and procedures with respect to publicity;
- Act as a liaison between the Terwillegar Community League and community groups as necessary.



By-law number 8.4.9 added to read:

The Community Advocate will:

- Be the Terwillegar Community League's representative to community groups as designated by the board;
- Provide regular reports to the Board and Community League members on the activities of the groups on which he or she represents Terwillegar Community League

By-law number 12.1 now reads:

Positions on the Board of Directors are not paid positions and no remuneration will be paid to Directors as a result of holding these positions. Directors may be reimbursed for expenses, with presentation of receipts, for performing the League's business.

By-law number 12.2 added to read:

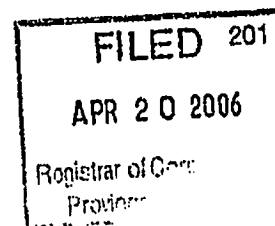
A Director may hold a position within the community league for which remuneration is provided.

Sincerely,

*Joanne Knox*

Joanne Knox  
Position: Treasurer

Date: March 20, 2006



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