

[DRAFT] Society Bylaws

Name of Society

Calgary Ladies Golf Association

MEMBERSHIP

1. Membership in the society shall be restricted to organized golf clubs located within 80 kilometers from Calgary City Centre (“**Member Clubs**”). Member Clubs must be members in good standing with the Alberta Golf Association. The annual membership fee in the society, for each Member Club shall be \$3.00 per lady playing member of the Member Club or such amount as shall be determined, from time to time, by the Board of the society, with a minimum of \$25.00 per Member Club.
2. Any Member Club 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 by April 30 of that current year (April 1 for 2020 and thereafter), a penalty of \$75.00 will be imposed. Payment of the assessment and penalty fee must be made no later than May 31 of the current year (April 30 for 2020 and thereafter), failing which the Member Club will be automatically suspended and shall thereafter be entitled to no membership privileges or powers in the society until reinstated. Reinstatement will not occur in the current year or in any subsequent year until all outstanding fees and any penalties are paid. Any Member Club upon a majority vote of all Member Clubs of the society in good standing may be expelled from membership for any cause which the society may deem reasonable, including failure to meet the hosting requirements set forth in paragraph 3 below.
3. All Member Clubs belonging to, or applying for membership in the society must honour their commitment to host the annual Calgary Ladies Closed Amateur Tournament, Senior Ladies Closed Amateur Tournament, Junior Ladies Closed Tournament, Harriet Watson Tournament of Champions, Riley’s Tournament, Calgary Ladies Medalist Series and a C.H.A.M.P.S. closing event as their turn comes up in rotation. They must also be prepared to host 5-7 home C.H.A.M.P.S. competitions each summer.
4. To be eligible to play in any Calgary Ladies Golf Association sanctioned event, a player must be a member in good standing of a Member Club and must have a current Golf Canada Handicap Factor.

BOARD OF DIRECTORS

5. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.
6. The slate for the Board of Directors for the following year must be circulated in writing (and may be delivered by e-mail) to each Member Club of the society three weeks prior to the Fall General Meeting. This slate shall be posted in each Member Club no later than two weeks prior to the Fall General Meeting. The slate as presented shall be voted on by a single ballot at the Fall General Meeting and must be approved by a simple majority. The following representatives from Member Clubs shall comprise the slate of nominees for the Board of Directors: Past President; the individuals proposed by the current Board as President, Vice President, Secretary, Treasurer, Tournament/Events Director, Junior Development Director, Marketing/Communications Director and 5 Year Plan Director. The terms for Directors other than Past President, President and Vice President shall be two years, provided that staggered terms shall be implemented whenever possible so that no more than one-half of such Directors are replaced in any year.
7. Outside nominations from Member Clubs for Directors will be accepted in writing by the Secretary up to two weeks prior to the Fall General Meeting. Should any position be contested, it will be deleted from the slate and a separate vote for the individuals contesting the position shall be held. A simple majority of the votes cast shall determine who is elected.
8. The Board shall, subject to the Bylaws or directions given it by majority vote at any meeting of Member Clubs properly called and constituted, have full control and management of the affairs of the society. A mandate for the Board shall be prepared, and kept current, by the Secretary. Meetings of the Board shall be held as often as may be required, and shall be called by the President by two weeks’ notice in writing mailed or e-mailed to each member of the Board or by 10 days’ notice by telephone. A special meeting may be called on the instructions of two-thirds of the members of the Board, provided they request the President in writing to call such a meeting, and state the business to be brought before the meeting. Notice of such a meeting giving particulars of the matters to be addressed at the meeting must be circulated by mail or e-mail to all Board members at least two weeks prior to the meeting date. A quorum at a meeting of the Board shall consist of two-thirds of the Board members, and meetings may be held without notice if all of the members of the Board are present or have waived notice of the meeting.
9. Temporarily vacant Board positions may be filled by either appointment by the President or a Board appointment until such time as the appointment is ratified by vote of the general membership. Positions may be added to the Board of Directors should a new activity within the society be added. In order to add a new activity, the activity must be approved by the Board by a simple majority of the votes cast.
10. A person appointed or elected a director becomes a director if they were present at the meeting when being appointed or elected, and did not refuse the appointment. 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, or within ten days after the appointment or election, or if they acted as a director pursuant to the appointment or election.

11. The Board may approve up to \$5,000 for non-budgeted items that may arise during the year.
12. Any Director or Officer, upon a majority vote of all Member Clubs in good standing, may be removed from office for any cause which the society may deem reasonable.

OFFICERS

13. The officers of the society shall be the Past President, President, Vice President, Secretary, Treasurer, Tournament/Events Director, Junior Development Director, Marketing/Communications Director and 5 Year Plan Director. In addition to the roles of the President, Secretary and Treasurer as set forth below, the duty of each officer of the society shall be prescribed in the "Job Description" relating to such office approved by the Board from time to time and posted on the web site of the society. If any officer is determined not to be functioning appropriately or responsibly, the officer may be relieved from their position by a motion to the Board by any Board member. Such a motion must be circulated to the Board three weeks prior to a vote. A vote may be held at a special meeting of the Board or it may be held by a mail ballot.

Any two of the President, Secretary or Treasurer are entitled to sign all cheques, documents or other instruments in writing on behalf of the society.

PRESIDENT

14. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

SECRETARY

15. 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/she shall have charge of the Seal of the society which 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 case of the absence of the Secretary, his/her 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.

The Secretary shall also keep a record of all the Member Clubs of the society and their addresses, send all notices of the various meetings as required, and have custody of all books and records of the society.

16. TREASURER

The Treasurer shall receive all monies paid to the society, including the annual dues or assessments levied by the society, and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Spring General Meeting a budget for ratification by the Member Clubs of the society, together with a statement duly audited of the financial position of the society. The Treasurer shall submit a copy of the budget and the statement of financial position to the Secretary for the records of the society.

AUDITING

17. 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 representatives of Member Clubs of the society elected for that purpose at the Fall General Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Spring General Meeting of the society. The fiscal year end of the society in each year shall be October 31.

The books and records of the society may be inspected by a representative of any Member Club of the society at the Spring General Meeting 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.

MEETINGS OF MEMBER CLUBS

18. The society shall hold annual meetings of Member Clubs on or before each of May 15th ("**Spring General Meeting**") and October 31 ("**Fall General Meeting**") in each year, of which notice in writing to the last known address of each Member Club shall be delivered in the mail or by e-mail at least 21 days prior to the date of the meeting. At the Fall General Meeting there shall be elected up to 9 Directors who will hold the positions of President, Vice-President, Secretary, Treasurer, Tournament/Events Director, Junior Development Director, Marketing/Communications Director and 5 Year Plan Director. The officers and directors so elected shall form a Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting of Member Clubs, provided it is so stated in the notice calling such meeting. Any representative of a Member Club in good standing shall be eligible to any Board position or office in the society.

19. General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each Member Clubs, delivered in the mail or by e-mail eight days prior to the date of such meeting. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by any four of the Member Clubs in good standing, setting forth the reasons for calling such meeting, which shall be by letter or e-mail to the last known address of each Member Club, delivered in the mail or by e-mail two weeks prior to the meeting.

Two-thirds of the Member Clubs in good standing represented in person by at least one representative shall constitute a quorum at any meeting. Any lady playing member of a Member Club may attend the Spring General Meeting and the Fall General Meeting.

A report shall be given by each of the officers at both the Spring General Meeting and the Fall General Meeting. At the discretion of the Board, these reports may be presented in summary form. A full report must be included in the meeting minutes and may be posted on the website of the society.

Meetings shall be conducted in accordance with "Robert's Rules of Order".

VOTING

20. Each Member Club shall designate two voting representatives from its ladies' league. Each designated representative of a Member Club which has not withdrawn from membership nor has been suspended nor expelled shall have the right to one vote at any meeting of Member Clubs of the society. Such votes must be made in person and not by proxy or otherwise.

REMUNERATION

21. Unless authorized at any meeting of Member Clubs and after notice for same shall have been given, no officer, director, or Member Club of the society shall receive any remuneration for services.

BORROWING POWERS

22. 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.

BYLAWS

23. The Bylaws may be rescinded, altered or added to by a "Special Resolution", as defined in the *Societies Act*, Alberta.

Date: _____, 20__.

<u>Signature:</u> _____	Address <u>City/Town</u>	<u>Province</u>	<u>Apartment</u> <u>Postal Code</u>
Print Name: _____			
<u>Signature:</u> _____	Address <u>City/Town</u>	<u>Province</u>	<u>Apartment</u> <u>Postal Code</u>
Print Name: _____			
<u>Signature:</u> _____	Address <u>City/Town</u>	<u>Province</u>	<u>Apartment</u> <u>Postal Code</u>
Print Name: _____			
<u>Signature:</u> _____	Address <u>City/Town</u>	<u>Province</u>	<u>Apartment</u> <u>Postal Code</u>
Print Name: _____			
<u>Signature:</u> _____	Address <u>City/Town</u>	<u>Province</u>	<u>Apartment</u> <u>Postal Code</u>
Print Name: _____			

WITNESS	Address			Apartment
Signature: _____	City/Town	Province	Postal Code _____	
Print Name: _____				

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